

SITI Cable Network Limited

Essel House, B-10, Lawrence Road,
Industrial Area, Delhi - 110 035, India

Tel. : +91-11-47502600

Fax : +91-11-27184709

Website : www.siticable.com



April 2, 2013

BSE Limited

Listing Department, P. J. Towers,
Dalal Street, Mumbai - 400001

The National Stock Exchange of India Ltd.

Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai- 400051.

Kind Attn.: Corporate Relationship / Listing Department

Sub. : Disclosure under Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992.

Dear Sir/Madam,

This is with reference to Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended from time to time.

In this regard, we would like to disclose that we have received the disclosures from our below stated promoters under Regulations 13(4A) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Regulation 10(6) & 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in prescribed format:-

- a. *M/s Bioscope Cinemas Private Limited* has informed us on April 1, 2013 that it has transferred/sold 5,00,00,000 equity shares constituting 11.06% of paid up capital of the Company, to one of our promoter M/s Direct Media Solutions Private Limited by way of off market inter-se transfer of shares.
- b. *M/s Direct Media Solutions Private Limited* has informed us on April 1, 2013 that it has acquired/purchase 5,00,00,000 equity shares constituting 11.06% of paid up capital of the Company from one of our promoter *M/s Bioscope Cinemas Private Limited* by way of off market inter-se transfer of shares..

Therefore, based on the abovementioned disclosures we hereby comply with the requirements of Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992 by making disclosure in Form D of the said regulations.



Corp. Off.(North Zone) : FC-09, Gate No. 03, Sector 16 A, Film City, Noida - 201301 India.
Tel. : +91-120-45267700 Fax : +91-0120-4526777

Regd. Off. : 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400 018, India.
Tel. : +91-22-6697 1234 Fax : +91-22-2490 0302

For SITI Cable Network Limited

A handwritten signature in black ink.
Rakesh Kumar
(Company Secretary)

We are sending herewith the abovementioned disclosures along with the disclosures received from the above-referred promoters for your ready reference and record.

Kindly acknowledge the receipt of above-stated disclosures.

Yours faithfully,

For Siti Cable Network Limited
(Formerly Known as Wire and Wireless (India) Limited)



(Suresh Kumar)
Company Secretary

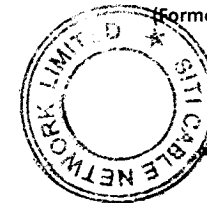


Encl. as mentioned above.

FORM -D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company.											
Name, PAN No. & Address of Promoter/- Person who is part of Promoter Group/- Director/- Officer.	No. & % of shares/ voting rights held by the Promoter/Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of Acquisition (market purchase/public rights/preferential offer, etc.)/sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Bioscope Cinemas Private Limited 135, Continental Building, dr. Annie Besant Road, Worli, Mumbai -400018. PAN -AACCB7160K	Number of Shares : 172,040,427 Percentage: 38.04 %	5,00,00,000 equity shares transferred on 30th March, 2013	1st April, 2013	Off market inter-se transfer of shares	Number of Shares : 122,040,427 Percentage: 26.99%	N.A	N.A	N.A	N.A	5,00,00,000	Nil Consideration
Direct Media Solutions Private Limited 135, Continental Building, dr. Annie Besant Road, Worli, Mumbai -400018. PAN -AAKCS7516B	Number of Shares : 9,00,00,000 Percentage: 19.90 %	5,00,00,000 equity shares acquired on 30th March, 2013	1st April, 2013	Off market inter-se transfer of shares	Number of Shares : 14,00,00,000 Percentage: 30.96 %	N.A	N.A	5,00,00,000	Nil Consideration	N.A	N.A

Dated : April 2, 2013
Place :- Delhi



For Siti Cable Network Limited
(Formerly Known as Wire and Wireless (India) Limited)


Suresh Kumar
Company Secretary

BIOSCOPE CINEMAS PRIVATE LIMITED

PLOT NO.844/4, SHAH INDUSTRIAL ESTATE, OFF. NEW LINK ROAD, ANDHERI (WEST), MUMBAI -400053

April 01, 2013

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Ref: Disclosures under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

This is to inform that on March 30, 2013, the Company has transferred 5,00,00,000 equity shares constituting 11.06 % of paid up capital of Siti Cable Network Limited by an **Off market inter-se transfer** to M/s Direct Media Solutions Private Limited.

In this connection please find enclosed our disclosures as per:

- a. Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and
- b. Regulation 13(4A) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 as amended.

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Bioscope Cinemas Private Limited



Director/ Authorised Signatory

Encl: As above.

✓ **CC: Siti Cable Network Limited**

Continental Building
135, Dr. Annie Besant Road
Worli, Mumbai - 400018

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL
ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Siti Cable Network Limited		
2. Name(s) of the Seller and Persons Acting in Concert (PAC) with the acquirer	Bioscope Cinemas Private Limited		
3. Whether the Seller belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE) Bombay Stock Exchange Limited (BSE)		
5. Details of the disposal of holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
<u>Before the disposal under consideration, holding of :</u>			
a) Shares carrying voting rights	172,040,427	38.04%	28.01%
b) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	N.A.	N.A.	N.A.
Total (a+b+c)	172,040,427	38.04%	28.01%
<u>Details of sale</u>			
a) Shares carrying voting rights sold	5,00,00,000	11.06%	8.14%
b) VRs sold otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	N.A.	N.A.	N.A.
Total (a+b+c)	5,00,00,000	11.06%	8.14%

<u>After the sale, holding of:</u>			
a) Shares carrying voting rights	122,040,427	26.99%	19.87%
b) VRs otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	N.A.	N.A.	N.A.
Total (a+b+c)	122,040,427	26.99%	19.87%
6. Mode of sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off market Inter se transfer		
7. Date of sale of shares / VR or ~~date of receipt of intimation of allotment of shares~~ , whichever is applicable	March 30, 2012		
8. Equity share capital / total voting capital of the TC before the said sale	No. of Shares: 45,22,12,915 Amount: Rs. 45,22,12,915/-		
9. Equity share capital/ total voting capital of the TC after the said sale	No. of Shares: 45,22,12,915 Amount: Rs. 45,22,12,915/-		
10. Total diluted share/voting capital of the TC after the said sale	Rs. 614,212,915/- constituting 614,212,915 Equity shares of Re. 1/- each (Refer Note 1)		

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC

Note 1: Siti Cable Network Limited has issued 16,20,00,000 warrants convertible into equivalent number of equity shares of Re. 1/- each of the Company to the entities forming part of Promoters / Promoter Group of the Company

Signature of the acquirer / Authorised Signatory
For Bioscope Cinemas Private Limited



Director/Authorised Signatory

Place: Mumbai

Date : March 31, 2013

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(4A)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company – Siti Cable Network Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchase/ public/rights/ preferential offer, etc.)/sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Bioscope Cinemas Private Limited 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400018 PAN No.- AACCB7160K	Number of shares: 172,040,427 Percentage: 38.04%	March 30, 2013	April 01, 2013	Off market Inter se transfer	Number of shares: 122,040,427 Percentage: 26.99%	N.A.	N.A.	N.A	N.A	5,00,00,000	Nil consideration

For Bioscope Cinemas Private Limited



Director/Authorised Signatory

Date: April 01, 2013

Place: Mumbai

DIRECT MEDIA SOLUTIONS PRIVATE LIMITED

135, CONTINENTAL BUILDING, DR. A. B. ROAD, WORLI, MUMBAI - 400018

April 01, 2013

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Ref: Disclosures under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

This is in continuation of our disclosure under Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 made on March 21, 2013. As a part of the said proposal, the Company has on March 30, 2013 acquired 5,00,00,000 equity shares constituting 11.06 % of paid up capital of Siti Cable Network Limited by way of an **Off market inter-se transfer**.

In this connection, we send herewith our disclosures under Regulation 29(2) & 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Regulation 13(4A) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 as amended.

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Direct Media Solutions Private Limited



Director/ Authorised Signatory

Encl: As above.

✓ **CC: Siti Cable Network Limited**
Continental Building
135, Dr. Annie Besant Road
Worli, Mumbai - 400018

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Siti Cable Network Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Direct Media Solutions Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	9,00,00,000	19.90%	14.65%
b) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	N.A.	N.A.	N.A.
d) Total (a+b+c)	9,00,00,000	19.90%	14.65%
Details of acquisition/sale			
a) Shares carrying voting rights acquired	50,000,000	11.06%	8.14%
b) VRs acquired otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	N.A.	N.A.	N.A.
d) Total (a+b+c)	50,000,000	11.06%	8.14%

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	140,000,000	30.96%	22.79%
b) VRs otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	N.A.	N.A.	N.A.
d) Total (a+b+c)	140,000,000	30.96%	22.79%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Inter-se transfer of shares amongst persons belonging to Promoter Group		
Date of acquisition / sale of shares / VR or ~~date of receipt of intimation of allotment of shares, whichever is applicable~~	March 30, 2013		
Equity share capital / total voting capital of the TC before the said acquisition/sale	No. of Shares: 45,22,12,915 Amount: Rs. 45,22,12,915		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	No. of Shares: 45,22,12,915 Amount: Rs. 45,22,12,915		
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 614,212,915/- constituting 614,212,915 Equity shares of Re. 1/- each (Refer Note 1)		

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Note 1: Siti Cable Network Limited has issued 16,20,00,000 warrants convertible into equivalent number of equity shares of Re. 1/- each of the Company to the entities forming part of Promoters / Promoter Group of the Company.

For Direct Media Solutions Private Limited


Director / Authorised Signatory

Place: Mumbai

Date: April 1, 2013

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Siti Cable Network Limited			
2.	Name of the acquirer(s)	Direct Media Solutions Private Limited			
3.	Name of the stock exchange where shares of the TC are listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	50,000,000 Equity shares constituting 11.06% of the paid-up capital of Siti Cable Network Limited acquired on March 30, 2012 from Bioscope Cinemas Private Limited by way of off market Inter-se transfer of shares amongst entities of the promoter group			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(iii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes Yes March 21, 2013			
7.	Details of acquisition	Disclosures made/ required to be made under regulation 10(5)	Actual		
	a. Name of the transferor / seller	Bioscope Cinemas Private Limited	Bioscope Cinemas Private Limited		
	b. Date of acquisition	29 th March, 2013 or within 90 days thereafter	30 th March, 2013		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	50,000,000	50,000,000		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	11.06%	11.06%		
	e. Price at which shares are proposed to be acquired / actually acquired	Not above the prevailing Market Price	Nil Consideration		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share	No. of shares held	% w.r.t. to total share

			capital of TC		capital of TC
	- Each Acquirer / Transferee(*)	9,00,00,000	19.90%	140,000,000	30.96%
	- Each Seller / Transferor	172,040,427	38.04%	122,040,427	26.99%

For Direct Media Solutions Private Limited



Director / Authorised Signatory

Place: Mumbai

Date: April 01, 2013

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulations 13(4A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company – Siti Cable Network Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchase/ public/rights/ preferential offer, etc.)/sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Direct Media Solutions Private Limited 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400018 PAN No.- AAKCS7516B	Number of shares: 90,000,000 Percentage: 19.90%	March 30, 2013	April 01, 2013	Off market inter-se transfer of shares	Number of shares: 140,000,000 Percentage: 30.96%	Not Applicable	Not Applicable	50,000,000	NIL	N.A.	N.A.

For Direct Media Solutions Private Limited



Director/Authorised Signatory

Date: Mumbai

Place: April 01, 2013