

SITI Cable Network Limited

G.F., FC-09, Gate No. 03, Sector 16 A,
Film City, Noida - 201301
Tel. : +91-120-4526700
Fax : +91-120-4526777
Website : www.siticable.com



March 09, 2015

To,

BSE Limited
P.J. Towers, Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400051

Sub: Allotment of 6,31,74,540 fully paid equity shares of the Company issued under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") and section 42 of the Companies Act, 2013

Dear Sir,

This is further to our communication dated March 4, 2015 informing that the QIP Committee at its meeting held on March 4, 2015 had:-

- (i) approved the closing of issue w. e. f. March 4, 2015 i.e. with immediate effect;
- (ii) determined and approved the issue price of Rs. 35/- per Equity Share (which is at a discount of Rs.1.41/- per Equity Share on the Floor Price of Rs.36.41 per Equity Share) including premium of Rs.34/- per Equity Share;
- (iii) approved the placement document;
- (iv) approved the Confirmation of Allocation Note.

We also refer to the in-principle approval granted by BES & NSE vide letter no. DCS/IPO/NP/24(a)/986/2014-15 dated February 27, 2015 and letter no. NSE/LIST/16355 dated February 27, 2015, respectively.

In this regard, we would like to inform you that the QIP Committee of the Board at its meeting held today i.e. March 9, 2015 has upon receipt of consideration of Rs.221,11,08,900/-, approved the allotment of 6,31,74,540 fully paid up equity shares of



Corp. Off.(North Zone) : FC-09, Gate No. 03, Sector 16 A, Film City, Noida - 201301 India.
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Regd. Off. : 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400 018, India.
Tel. : +91-22-6697 1234 Fax : +91-22-2490 0302



Re.1 each at a price of Rs.35 per share (including premium of Rs.34 per equity share) to the below mentioned allottees:-

Investor name (To be Filled on application form)	No. of shares allotted	Consideration received @Rs.35 per shares (Rs.)
Polus Global Fund Limited	1,44,28,570	50,49,99,950
Orange Mauritius Investments Limited	34,28,570	11,99,99,950
HDFC Trustee Company Limited - HDFC Equity Fund	2,65,33,000	92,86,55,000
HDFC Trustee Company Limited - HDFC Core and Satellite Fund	15,16,000	5,30,60,000
HDFC Trustee Company Limited - HDFC India Tax Saver Fund	35,38,270	12,38,39,450
Macquarie Emerging Markets Asian Trading Pte Limited	15,00,000	5,25,00,000
Reliance Capital Trustee Company Limited A/C Reliance Small Cap Fund	42,85,710	14,99,99,850
Copthall Mauritius Investment Limited	52,96,280	18,53,69,800
Morgan Stanley Asia (Singapore) Pte	26,48,140	9,26,84,900
TOTAL		2,21,11,08,900

We are enclosing herewith the resolutions passed at the Board constituted QIP Committee meeting held on March 9, 2015 regarding aforesaid allotment.

Kindly acknowledge the receipt of the same and oblige.

Thanking you,

Yours faithfully,
For Siti Cable Network Limited


Suresh Kumar
Company Secretary
M.No. ACS 14390



Encl: As above.

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD CONSTITUTED OF QUALIFIED INSTITUTIONAL PLACEMENT COMMITTEE (THE "COMMITTEE") OF SITI CABLE NETWORK LIMITED (THE "COMPANY") HELD ON MARCH 9, 2015, AT NOIDA IN CONNECTION WITH THE ISSUE OF EQUITY SHARES OF THE COMPANY UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "ISSUE")

"RESOLVED THAT pursuant to the authority delegated by the Board of Directors of the Company ("Board") by way of its resolutions dated February 4, 2015 and the approval of the shareholders of the Company by way of a special resolution dated October 14, 2014 and pursuant to the subscription of the equity shares issued under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and Section 42 of the Companies Act, 2013 to eligible QIBs in terms of Placement document dated March 4, 2015, :-

- a) 63,174,540 fully paid up equity shares of Re.1 each, issued and allotted at a issue price of Rs.35 per share, be and is hereby allotted to the following eligible QIBs as per the terms Placement document dated March 4, 2015:-

S.No.	Name of Allottees	No. of Shares	Distinctive No.	
			From	To
1.	Polus Global Fund Limited	14,428,570	614287418	628715987
2.	Orange Mauritius Investments Limited	3,428,570	628715988	632144557
3.	HDFC Trustee Company Limited - HDFC Equity Fund	26,533,000	632144558	658677557
4.	HDFC Trustee Company Limited - HDFC Core And Satellite Fund	1,516,000	658677558	660193557
5.	HDFC Trustee Company Limited - HDFC Tax Saver Fund	3,538,270	660193558	663,731,827
6.	Macquarie Emerging Markets Asian Trading PTE Limited	1,500,000	663731828	665,231,827
7.	Reliance Capital Trustee Company Limited A/C Reliance Small Cap Fund	4,285,710	665231828	669,517,537
8.	Copthall Mauritius Investment Limited	5,296,280	669517538	674,813,817
9.	Morgan Stanley Asia (Singapore) PTE	2,648,140	674813818	677,461,957
Total Number of Shares		63,174,540		



- b) the requisite details of allotment of said equity shares be entered in the Register of Members of the Company;
- c) the equity shares allotted as aforesaid shall rank *pari passu* in all respect with the existing fully paid Equity Shares of the Company including Dividend;
- d) the aforesaid fully paid equity shares allotted be issued to the QIBs in dematerialized form pursuant to the Depositories Act, 1996;
- e) the jumbo share certificate in the name of National Securities Depository Limited (NSDL), as tabled before the meeting, be and is hereby approved and the same be issued as per the Companies (Share Capital and Debentures) Rules, 2014 and applicable provisions of the Companies Act, 2013 under the facsimile signatures of Mr. Subodh Kumar, Director, Mr. V.D. Wadhwa, Executive Director and Mr. Suresh Kumar, Company Secretary of the Company, be and are hereby authorised to affix the Common Seal of the Company on the same and affix their signature thereto.
- f) Mr. Suresh Kumar, Company Secretary of the Company, be and are hereby severally authorized to:
 - (i) communicate to appropriate authorities including filing of requisite forms / returns with statutory authorities and take requisite action(s) for issuance of fully paid equity shares in dematerialized form to the allottees;
 - (ii) initiate further action(s) for listing of shares with the Stock Exchanges where the shares of the Company are listed; and
 - (iii) make necessary applications to do such acts, deeds and things as may be required with National Securities Depository Limited (NSDL), Central Depository Services Limited (CDSL) and / or Registrar and Transfer Agent (RTA), for crediting the shares in the demat accounts of the respective shareholders and other matters thereto; and
 - (iv) to do such acts, deeds and things as may be required and/or necessary in connection with the allotment of the said fully paid equity shares, including listing and commencement of trading of the said equity shares on the stock exchanges, filling of prescribed return of allotment with the Registrar of Companies, and such other things as may be required in order to give effect to above resolution

RESOLVED FURTHER THAT the common Seal of the Company, if required, be affixed in accordance with the Articles of Association of the Company to all or any of the documents,



power of attorney, instruments, share certificates etc. to be executed in respect of the aforesaid matters and the Board of Directors further authorizes the moving of the Common seal of the Company from the Registered Office of the Company for the purpose of affixation on the necessary documents / share certificates, at the Corporate Office of the Company at Noida.”

Certified True Copy

For Siti Cable Network Limited



Suresh Kumar
Company Secretary

