

January 19, 2023

<b>The Secretary, BSE Limited Corporate Services Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001</b>	<b>The Asst. Vice-President, The National Stock Exchange of India Limited Corporate Communications Department “Exchange Plaza” Bandra Kurla Complex, Bandra (East) Mumbai-400051</b>
<b>Scrip Code: 532529</b>	<b>Scrip Symbol: NDTV</b>

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Ma'am,

Please find enclosed herewith, report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 filed by RRPR Holding Private Limited, promoter of the Company.

You are requested to take the above information on record.

Thanking you,

Yours sincerely,

**For New Delhi Television Limited**

**Parinita Bhutani Duggal  
Company Secretary and Compliance Officer**

# RRPR HOLDING PRIVATE LIMITED

Regd. Office: E-186, Basement, Greater Kailash-I, New Delhi- 110048,  
Telephone No.-011-29232201 Email id: manish.mistry@adani.com  
CIN: U65993DL2005PTC139803

Date: January 19, 2023

## The Securities and Exchange Board of India

SEBI Bhawan, Plot No. C4-A, 'G' Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai, Maharashtra – 400 051 (India)

Dear Sir/Madam,

### **Sub.: Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations") in respect of acquisition under Regulation 10(1)(a)(ii) of the SEBI Takeover Regulations.**

Please find enclosed the report under Regulation 10(7) of the SEBI Takeover Regulations in respect of the acquisition of 1,75,77,676 shares, constituting 27.26% of the paid-up equity share capital of New Delhi Television Limited (hereinafter referred to as the "TC") by RRPR Holding Private Limited (hereinafter referred to as the "Acquirer") pursuant to an *inter-se* transfer amongst persons named as promoter/promoter group of the TC under Regulation 10(1)(a)(ii) of the SEBI Takeover Regulations on December 30, 2022.

The respective intimation and report under Regulation 10(5) and 10(6) of the SEBI Takeover Regulations have already been filed with BSE Limited and National Stock Exchange of India Limited on December 23, 2022 and January 2, 2023, respectively.

The prescribed fee of INR 1,50,000/- (Indian Rupees One Lakh Fifty Thousand only) plus GST @ 18% of Rs.77,000/- (Indian Rupees Seventy Seven Thousand) aggregating amount to Rs.1,77,000/- (Indian Rupees One Lakh Seventy Seven Thousand only) has been remitted through online bank transfer *vide* UTR YESB30173072358, dated 17-01-2023 from YES Bank.

Kindly take the information on record.

Yours faithfully,

For **RRPR Holding Private Limited**

Mistry Manish  
Vinodchandra  
Digitally signed by  
Mistry Manish  
Vinodchandra  
Date: 2023.01.19  
11:55:40 +05'30'

Authorised Signatory

Copy to: New Delhi Television Limited, B-50 A, 2nd Floor, Archana Complex, Greater Kailash-I, New Delhi, 110048, India.

***Enclosed as above.***

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## **Report under Regulation 10(7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

<b>1 General Details</b>		
a.	Name, address, telephone no., e-mail of acquirer(s){In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	RRPR Holding Private Limited (" <b>Acquirer</b> ") Regd. Office: E-186, Basement, Greater Kailash-I, New Delhi- 110048 Telephone No.: 011-29232201 Email ID: manish.mistry@adani.com
b.	Whether sender is the acquirer (Y/N)	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not applicable
d.	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	Not applicable
<b>2 Compliance of Regulation 10(7)</b>		
a.	Date of report	January 19, 2023
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, UTR details is enclosed herewith as <b><u>Annexure A.</u></b>
<b>3 Compliance of Regulation 10(5)</b>		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition.	Yes, copy of the same is enclosed herewith as <b><u>Annexure B.</u></b>
b.	Date of Report	December 23, 2022

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<b>4 Compliance of Regulation 10(6)</b>					
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes, copy of the same is enclosed herewith as <b>Annexure C</b> .			
b.	Date of Report	January 2, 2023			
<b>5 Details of the Target Company</b>					
a.	Name & address of TC	New Delhi Television Limited (" <b>TC</b> ") Address: B-50 A, 2nd Floor, Archana Complex, Greater Kailash-I, New Delhi, 110048, India			
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited			
<b>6 Details of the acquisition</b>					
a.	Date of acquisition	December 30, 2022			
b.	Acquisition price per share (in Rs.)	INR 342.65 per share			
c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulations 3(2) and 4			
d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
	Name(s) of the acquirer(s) / PAC (**)				
	<b>i. RRPR Holding Private Limited</b>	1,88,13,928	29.18%	3,63,91,604	56.45%
	<b>ii. Vishvapradhan Commercial Private Limited</b>	53,30,792	8.27%	53,30,792	8.27%
	<b>Total</b>	<b>2,41,44,720</b>	<b>37.45%</b>	<b>4,17,22,396</b>	<b>64.71%</b>

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e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition		
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC	
	Name(s) of the seller(s) (**)					
	i.	<b>Prannoy Roy</b>	1,02,76,991	15.94%	16,11,78 <sub>2</sub>	2.50%
	ii.	<b>Radhika Roy</b>	1,05,24,249	16.32%	16,11,78 <sub>2</sub>	2.50%
<b>Total</b>		<b>2,08,01,240</b>	<b>32.26%</b>	<b>32,23,56<sub>4</sub></b>	<b>5.00%</b>	
<b>7</b>	<b>Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii)</b>					
a.	Provide the names of the seller(s)	Mr. Prannoy Roy  Mrs. Radhika Roy (collectively, the " <b>Sellers</b> ")				
b.	Specify the relationship between the acquirer(s) and the seller(s).	The Acquirer and the Sellers belong to the promoter/promoter group of the TC.				
c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	<b>Year - 1</b> <b>(31-03-2020)</b>	<b>Year -2</b> <b>(31-03-2021)</b>	<b>Year-3</b> <b>(31-03-2022)</b>		
	Acquirer(s) (*)					
	<b>RRPR Holding Private Limited</b>	1,88,13,928 (29.18%)	1,88,13,928 (29.18%)	1,88,13,928 (29.18%)		
	Sellers(s)(*)					
	i.	<b>Prannoy Roy</b>	1,02,76,991 (15.94%)	1,02,76,991 (15.94%)	1,02,76,991 (15.94%)	
	ii.	<b>Radhika Roy</b>	1,05,24,249 (16.32%)	1,05,24,249 (16.32%)	1,05,24,249 (16.32%)	
	<b>Total</b>	<b>2,08,01,240</b>	<b>2,08,01,240</b>	<b>2,08,01,240</b>		

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d.	<p>Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.</p>	<p>Yes, we confirm that the Acquirer and the Sellers have been named as part of the promoter/promoter group in the shareholding pattern filed by the TC with the stock exchanges during the last 3 financial years prior to the acquisition.</p> <p>Copies of shareholding patterns filed by the TC as on March 31, 2020, March 31, 2021 and March 31, 2022 are enclosed herewith as <b>Annexure D</b>.</p>
e.	<p>If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.</p>	<p>INR 368.43 per equity share</p>
f.	<p>If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-</p>	<p>Not applicable</p>
g.	<p>Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as</p>	<p>Yes, the acquisition price is not higher by more than 25% of the price computed in (e) above.</p>
h.	<p>Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.</p>	<p>December 23, 2022</p>
i.	<p>1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N).</p> <p>2) If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made and furnish copies of the same.</p>	<p>The Acquirer as well as Sellers have complied (during 3 years prior to the date of the proposed acquisition) with the provisions of Chapter V of the SEBI Takeover Regulations.</p> <p>Copies of the disclosures made under Chapter V of the SEBI Takeover Regulations with respect to Sellers and Acquirer during 3 years prior to the date of proposed acquisition are enclosed as <b>Annexure E</b>.</p>
j.	<p>Declaration by the acquirer that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.</p>	<p>All the conditions specified under Regulation 10(1)(a)(ii) of the SEBI Takeover Regulations with respect to the exemptions have been complied with.</p>

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I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For **RRPR Holding Private Limited**

Mistry Manish Vinodchandra

Digitally signed by Mistry  
Manish Vinodchandra  
Date: 2023.01.19 11:56:15  
+05'30'

Authorised Signatory

Date: January 19, 2023

Place: Ahmedabad

NOTE:

(\*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately as well as collectively.