

November 22, 2022

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot NO. C-1, Block G,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code: 533217

Trading Symbol: HMVL

Subject: Disclosure u/r 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

This is to inform that the Board of Directors of the Company at its meeting held on 22nd July, 2019, had approved to invest upto Rs.73 Crore, in tranches by subscribing to convertible securities of Autope Payment Solution Private Limited (Formerly known as "Anduril Technologies Private Limited") ("Autope").

As per the terms of the agreement, the Company is now converting Tranche 1 investment (which was made into convertible share warrants of Autope) into equity shares of the Autope and consequent upon such conversion, the holding of the Company in Autope shall be in excess of 5% of its total shareholding.

In view of the above, disclosure as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular dated 9th September, 2015 are enclosed herewith.

This is for your information and record.

Thanking you,
Yours faithfully,

For **Hindustan Media Ventures Limited**

(Punit Kumar Chellaramani)
Company Secretary

Encl.: As above

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015

S.No.	Particulars	Information
a)	Name of the target entity, details in brief such as size, turnover etc.	<p><u>Target Entity</u></p> <p>Autope Payment Solutions Private Limited (Formerly known as Anduril Technologies Private Limited) (“Autope”)</p> <p><u>Last 3 years’ turnover of Autope</u></p> <p>FY 20 - Rs. 40.13 Lacs FY 21 - Rs. 102.21 Lacs FY 22 - Rs. 2128.99 Lacs</p>
b)	whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	No
c)	Industry to which the entity being acquired belongs	Software publishing, consultancy and supply.
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Investment made into Autope which is engaged in the business of facilitating payment / recharge, <i>inter-alia</i> , for IRCTC, Metro and various other utility companies, with an aim for Autope to leverage media assets owned by the Company to enhance awareness of its products and services and thereby improve its performance.
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
f)	Indicative time period for completion of the acquisition	Conversion of Warrants into Equity Shares is likely to take place on or before 30 th November, 2022.
g)	Nature of consideration – whether cash consideration or share swap and details of the same	The Company had, pursuant to the Investment Agreement dated 5 th November, 2019, subscribed to 1 (one) equity share and 180 (One Hundred and Eighty) 10% paid-up share warrants (“Warrants”) for a consideration of Rs. 10 (Rupees Ten only) and Rs. 18,00,00,000

		<p>(Rupees Eighteen Crores only) respectively. However, since the warrants are 10% paid-up, the Company had initially paid an amount of Rs. 1,80,00,000 (Rupees One Crores and Eighty Lakhs only) at the time of subscribing to the said Warrants.</p> <p>As per agreed terms and conditions, the Company is making an additional investment of Rs. 16,20,00,000 to convert the Warrants into 3,49,820 (Three Lacs Forty Nine Thousand Eight Hundred and Twenty only) Equity Shares of Autope.</p>
h)	Cost of acquisition or the price at which the shares are acquired	The Warrants being converted into equity shares of Autope were acquired for Rs. 18,00,00,000 (Rupees Eighteen Crores Only).
i)	Percentage of shareholding / control acquired and / or number of shares acquired	3,49,820 (Three Lacs Forty Nine Thousand Eight Hundred and Twenty only) equity shares constituting 17.45% (approx.) of share capital of Autope .
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Incorporated in March 2006, Autope is a tech company which is engaged in the business of facilitating payment / recharge for IRCTC, Metro and various other utilities. The Company has collaborated with transport operators like Delhi Metro Rail Corporation (DMRC) to facilitate online recharge for DMRC metro card holders.</p> <p>For last 3 years' turnover, please refer (a) above.</p>