

VISHVAPRADHAN COMMERCIAL PRIVATE LIMITED

U51900HR2008PTC057018

Regd. Off. : 4th Floor, Plot No. 38, Institutional Area, Sector -32, Gurgaon-122001, Haryana, India
Tel: +91-124-4310000; Fax : +91-124-4278118; Email: manish.mistry@adani.com

November 30, 2022

BSE Limited

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
corp.relations@bseindia.com

The National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051
cmlist@nse.co.in

Dear Sir/Madam,

Subject: Disclosure under Regulation 29(1) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”).

In compliance of the disclosure requirements under Regulation 29(1) read with Regulation 29(3) of the SEBI (SAST) Regulations, please find enclosed herewith the disclosure in the prescribed format in relation to the issuance and allotment of 19,90,000 equity shares, amounting to 99.50% of the share capital of RRPR Holding Private Limited (“RRPR”) to Vishvapradhan Commercial Private Limited on November 28, 2022.

As on date of this disclosure, RRPR holds 1,88,13,928 equity shares constituting 29.18% of the equity share capital of New Delhi Television Limited.

Yours sincerely,

For **Vishvapradhan Commercial Private Limited**

Mistry Manish Digitally signed by
Mistry Manish
Vinodchandra Vinodchandra
Date: 2022.11.30
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Authorised Signatory

Encl: Disclosure in the prescribed format

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Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART A – Details of the Acquisition

Name of the Target Company (TC)	New Delhi Television Limited (“NDTV”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vishvapradhan Commercial Private Limited (“Acquirer”) AMG Media Networks Limited (“PAC 1”) Adani Enterprises Limited (“PAC 2”)		
Whether the acquirer belongs to Promoter / Promoter group	The Acquirer has been issued and allotted 19,90,000 equity shares, amounting to 99.50% of the share capital of RRPR Holding Private Limited (RRPR) on November 28, 2022. As on the date of this disclosure, RRPR is disclosed as part of the promoter/promoter group of the Target Company. Pursuant to the said issuance to the Acquirer, RRPR is now a part of the Adani Group. Accordingly, the Acquirer becomes part of the promoter/promoter group of the Target Company.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) National Stock Exchange of India Limited (ii) BSE 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 under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	-	-	-

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Details of acquisition			
a) Shares carrying voting rights acquired	The Acquirer has been issued and allotted 19,90,000 equity shares, amounting to 99.50% of the share capital of RRPR on November 28, 2022. As on the date of this disclosure, RRPR holds 1,88,13,928 equity shares of the Target Company, constituting 29.18% of the equity share capital of the Target Company.		
b) VRs acquired otherwise than by equity shares	1,88,13,928	29.18%	29.18%
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	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
Total (a+b+c+/-d)	N/A	N/A	N/A
After the acquisition, holding of Acquirer along with PACs:			
a) Shares carrying voting rights acquired	-	-	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	1,88,13,928	29.18%	29.18%
d) 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	-	-	-
e) Total (a+b+c+d)	1,88,13,928	29.18%	29.18%
Mode of acquisition (e.g. open market/off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	The Acquirer has been issued and allotted 19,90,000 equity shares of RRPR, constituting 99.50% of the share capital of RRPR. As on the date of this disclosure, RRPR holds 1,88,13,928 equity shares of the Target Company, constituting 29.18% of the equity share capital of the Target Company.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable.		
Date of acquisition of VR	November 28, 2022.		

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Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 25,78,85,068 comprising of 6,44,71,267 shares of Rs. 4/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 25,78,85,068 comprising of 6,44,71,267 shares of Rs. 4/- each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 25,78,85,068 comprising of 6,44,71,267 shares of Rs. 4/- each

Part – B

Name of the Target Company: New Delhi Television Limited

Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Whether the Acquirer belongs to Promoter/Promoter group	
Vishvapradhan Commercial Private Limited	The Acquirer has been issued and allotted 19,90,000 equity shares, amounting to 99.50% of the share capital of RRPR Holding Private Limited (RRPR) on November 28, 2022. As on the date of this disclosure, RRPR is disclosed as part of the promoter/promoter group of the Target Company. Pursuant to the said issuance to the Acquirer, RRPR is now a part of the Adani Group. Accordingly, the Acquirer becomes part of the promoter/promoter group of the Target Company.	
AMG Media Networks Limited		
Adani Enterprises Limited		

For **Vishvapradhan Commercial Private Limited**

Digitally signed by
Mistry Manish
Vinodchandra
Date: 2022.11.30
22:09:02 +05'30'

Authorised Signatory

Place: Ahmedabad

Date: November 30, 2022

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.
