

# DIGIVISION HOLDINGS PRIVATE LIMITED

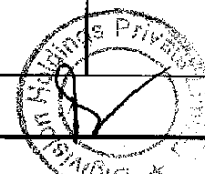
## Annexure-B

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

1. Name of the Target Company (TC)	Media Matrix Worldwide Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Digivision Holdings Private Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited (BSE)		
5. Details of the acquisition / disposal / 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 acquisition/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	5,36,11,908	66.30%	66.30%
b) Voting rights (VR) otherwise than by shares	-	-	-
c) 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)	-	-	-
Total (a+b+c)	5,36,11,908	66.30%	66.30%
<u>Details of acquisition/sale:</u>			
a) Shares carrying voting rights acquired/sold	7,80,000 (acquired through Share Purchase Agreement)	0.96%	0.96%
b) VRs acquired /sold otherwise than by shares	-	-	-

## Digivision Holdings Private Limited

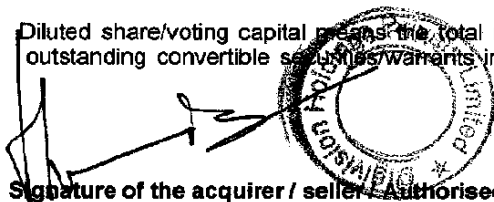
Registered Office: 8, Commercial Complex, Masjid Moth, Greater Kailash-II, New Delhi - 110048, India  
77-B, 3<sup>rd</sup> Floor, IFFCO Road, Sector-18, Gurgaon, Haryana - 122015, India. T: +91-124-4310000, F: +91-124-4310050



## DIGIVISION HOLDINGS PRIVATE LIMITED

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	-	-	-
Total (a+b+c)	<b>7,80,000</b>	<b>0.96%</b>	<b>0.96%</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	<b>5,43,91,908</b>	<b>67.26%</b>	<b>67.26%</b>
b) VRs otherwise than by shares	-	-	-
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.	-	-	-
Total (a+b+c)	<b>5,43,91,908</b>	<b>67.26%</b>	<b>67.26%</b>
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	<b>(acquired through Share Purchase Agreement)</b>		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>30<sup>th</sup> March, 2012</b>		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	<b>80865000</b>		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	<b>80865000</b>		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	<b>80865000</b>		

(\*) 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.

 Signature of the acquirer / seller - Authorised Signatory

Place: Delhi

Date: 02.04.2012

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