

V&A VENTURES LLP

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	V & A VENTURES LLP		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) Madhya Pradesh Stock Exchange Ltd		
5. Details of the acquisition / disposal / holding of shares/ voting rights/holding of the Acquirer and PAC as follows	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	14,88,00,000	14.75%	13.14%
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)	12,40,92,219	-	10.96%
d) Total (a+b+c)	27,28,92,219	14.75%	24.10%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/sold	12,40,92,219 (Equity Shares have been Allotted pursuant to Conversion of Optionally Fully Convertible Debentures)	10.96%	10.96%
b) VRs acquired /sold otherwise than by shares	-	-	-

For V&A VENTURES LLP

Anand Kumar

Designated Partner

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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) Total (a+b+c)	12,40,92,219	10.96%	10.96%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	27,28,92,219	24.10%	24.10%
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.	-	-	-
d) Total (a+b+c)	27,28,92,219	24.10%	24.10%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Equity Shares have been Allotted pursuant to the conversion of 12,40,92,219 OFCDs into 12,40,92,219 Equity Shares of Re.1/- each aggregating to Rs 43,06,00,000/-		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29.06.2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	100,86,50,000		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	113,27,42,219		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	113,27,42,219		

(*) 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.

For **V AND A VENTURES LLP**

For *[Signature]* **V AND A VENTURES LLP**

(Authorized Signatory)

Place: New Delhi Designated Partner

Date: 01.07.2013