

ANNEXURE - 1

Format for Disclosures 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)	Media Matrix Worldwide Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	MN Ventures Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) Madhya Pradesh Stock Exchange (MPSE)		
Details of the acquisition 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	0	0	0
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	0	0	0
Details of acquisition			
a) Shares carrying voting rights acquired	644639606	56.91	56.91
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	644639606	56.91	59.61

<p>After the acquisition, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by equity shares</p> <p>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</p> <p>d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>e) Total (a+b+c+d)</p>	<p>687759918</p> <p>-</p> <p>-</p> <p>-</p> <p>687759918¹</p>	<p>60.72</p> <p>-</p> <p>-</p> <p>-</p> <p>60.72</p>	<p>60.72</p> <p>-</p> <p>-</p> <p>-</p> <p>60.72</p>
<p>Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p>	<p>644639606 Equity Shares held by M/s Digivision Holdings Pvt. Ltd have been acquired by MN Ventures Pvt. Ltd. pursuant to merger of ANM Engineering & Works Pvt. Ltd. and Digivision Holdings Pvt. Ltd. into MN Ventures Pvt. Ltd ("Merger"). The Hon'ble High Court of Delhi vide its order reserved on 17th March, 2015 and pronounced on 14th May, 2015 ("Order"), has approved the Merger. The aforesaid Order was filed with the RoC on 22.06.2015 and accordingly the Order has become effective from 22.06.2015.²</p>		
<p>Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>	<p>NA</p>		
<p>Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.</p>	<p>22.06.2015</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition</p>	<p>1132742219</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition</p>	<p>1132742219</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>1132742219</p>		

¹ Prior to merger MN Ventures Private Limited (MNV) was neither a Promoter nor a PAC. Pursuant to the merger of a Promoter Group Company i.e. Digivision Holdings Private Limited with MNV, MNV has now become a Promoter and hence, its holding has been clubbed with the other Promoters who are now its PACs.

² Note: Digivision Holdings Pvt. Ltd ("Digivision"), the erstwhile promoter which was holding the aforesaid shares, has been dissolved without winding up in terms of the above Scheme and Order with effect of 22 June 2015. In view of this, no filing can be made by Digivision as is required in terms of Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers)

__Tarun Kalra, Director



Signature of the acquirer / Authorised Signatory

Place: New Delhi

Date: 24.06.2015

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.