

July 28, 2015

To, <b>BSE Limited</b> 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai-400 001	To, <b>The Manager - Corporate Compliance</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai- 400 051
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Dear Sir/Madam,

**Sub: Disclosures regarding agreement with Media Companies - Clauses 53 & 54 of the Listing Agreement.**


**Script Code: BSE - 500279, NSE - MIRCELECTR**

With reference to the captioned subject, please find enclosed herewith the details of agreement entered into by the company with Media Company.

You are requested to kindly take the same on record and oblige.

Thanking you,

**For MIRC Electronics Limited**

  
**Muthu Elango**  
**Compliance Officer**

Encl: A/a

**MIRC ELECTRONICS LIMITED**

Regd. Office: Onida House, G-1, M.I.D.C., Mahakali Caves Road, Andheri (East), Mumbai - 400 093.

Tel.: +91-22-6697 5777, 2820 0435 Fax : +91-22-2820 2002

CIN No.: L32300MH1981PLC023637.Website: www.onida.com

Given below are the details of the agreement entered with the media company as required under Clause 53 and Clause 54 of the Listing Agreement (LA).

Information as required under clause 53 of LA		Particulars
1	Name of Media Company	Bennett Coleman & Co. Ltd. (BCCL)
2	Address	The Times of India Building, Dr. D.N. Road, Mumbai:- 400 001.
3	Period of Agreement	01/04/2015 to 31/03/2019
4	Shareholding of media company or their associates in the Company	The Company has entered into Warrant Subscription Agreement with BCCL on 10/07/2015 for allotment of 1 (one) Warrant, exercisable for equity shares aggregating to Rs. 22,75,00,000 (Twenty Two Crores Seventy Five Lacs Only) (Amount paid up on the warrant by BCCL is 25% of the value of warrant i.e. Rs. 5,68,75,000/- [Rupees Five Crore Sixty Eight Lakh Seventy Five Thousand only]) with such warrant carrying an option / entitlement to the warrant holder to subscribe to equity shares of the face value of Re. 1/- each for cash at a minimum price of Rs. 14.66/- each (including premium of Rs 13.66/- each) per share, as arrived in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as on the Relevant Date i.e. 27 <sup>th</sup> May, 2015 or such higher price per share equal to the average of the weekly high and low of the closing prices of the equity share of the company as quoted on the National Stock Exchange of India Ltd. during the 26 (twenty six) weeks preceding the last date of 17 (seventeenth) month from the date of allotment of warrant i.e. 10 <sup>th</sup> July, 2015 after making adjustment for any bonus issue / split / consolidation. As of date, there is no equity shareholding of BCCL in the Company.
5	Details of nominee of media company on the Board of Company	N.A.
6	Any management control or potential conflict of interest arising out of agreements, etc.	N.A.
7	Any other back to back treaties/contracts/ agreements/ MOUs or similar instruments entered with media company and /or their associates for the purpose of advertising and publicity etc.	The Company has entered into Advertisement Agreement with BCCL on 10/07/2015 for advertising of Company's products, services and brands in Media in accordance with the terms and conditions contained in the agreement.

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