

DIRECT MEDIA & CABLE PRIVATE LIMITED

Regd. Off.: Continental Building, 135, Dr. A. B. Road, Worli, Mumbai-400018.

CIN: U74900MH2015PTC270247

23/02/2016

✓ **BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Ref: Disclosures under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

This is to inform that the Company has on February 19, 2016 issued Warrants Convertible in to equity shares constituting 9.83% of total post diluted share capital of Siti Cable Network Limited, a company listed on BSE Limited with Scrip Code No.:532795, National Stock Exchange with Scrip Symbol: SITICABLE EQ to Direct Media & Cable Private Limited by way of preferential allotment.

In this connection, we send herewith following disclosures:

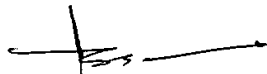
- a) Regulation 29 (1) and 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Direct Media & Cable Private Limited



Authorised Signatory



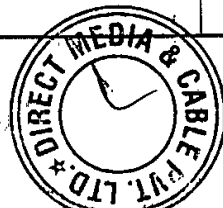
Encl: As above.

CC:
SITI Cable Network Limited
135, Continental Building,
Dr. Annie Besant Road,
Worli, Mumbai, Maharashtra, 400018

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

Part-A- Details of the Acquisition

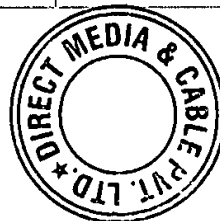
Name of the Target Company (TC)	SITI CABLE NETWORK LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Direct Media & Cable Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Promoter Group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
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	NA	NA	NA
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition			
a) Shares carrying voting rights acquired	NA	NA	NA
b) VRs acquired otherwise than by equity shares	NA	NA	NA
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	85,714,285	Nil	9.83%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
e) Total (a+b+c+/-d)	85,714,285	Nil	9.83%



After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	NA	NA	NA
b) VRs otherwise than by equity shares	NA	NA	NA
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	85,714,285	Nil	9.83%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
e) Total (a+b+c+d)	85,714,285	Nil	9.83%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Preferential allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The Warrants will be converted into equity within 18 Months from the date of allotment of Warrants i.e 19 th February 2016 in the ratio of 1 :1.		
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.	19 th February 2016		
Equity share capital / total voting capital of the TC before the said acquisition	677,633,135 number of Equity shares of Re. 1/- each		
Equity share capital/ total voting capital of the TC after the said acquisition	677,633,135 number of Equity shares of Re. 1/- each		
Total diluted share/voting capital of the TC after the said acquisition	871,918,848 number of Equity shares of Re. 1/- each		

For Direct Media & Cable Private Limited

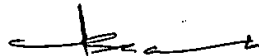
Signature of the acquirer / Authorised Signatory



Place: Mumbai

Date: 23/02/2016

For Direct Media & Cable Private Limited

A handwritten signature in black ink, appearing to be a stylized name, possibly 'K. S. Rao'.

Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: 23-02-2016

Note:

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

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

Name of the Target Company (TC)	SITI CABLE NETWORK LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Direct Media & Cable Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Promoter Group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and 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 :			
a) Shares carrying voting rights	NA	NA	NA
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NA	NA	NA
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)	Nil	Nil	Nil
e) Total (a+b+c+d)			
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	NA	NA	NA
b) VRs acquired /sold otherwise than by shares	NA	NA	NA
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	85,714,285	Nil	9.83%
d) Shares encumbered / invoked/released by the acquirer	NA	NA	NA
e) Total (a+b+c+/-d)	85,714,285	Nil	9.83%

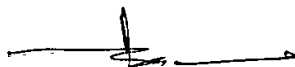


After the acquisition/sale, holding of:			
a) Shares carrying voting rights	NA	NA	NA
b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs otherwise than by shares	NA	NA	NA
d) Warrants /convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	85,714,285	Nil	9.83%
e) Total (a+b+c+d)	85,714,285	Nil	9.83%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	19 th February 2016		
Equity share capital / total voting capital of the TC before the said acquisition / sale	677,633,135 number of Equity shares of Re. 1/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	677,633,135 number of Equity shares of Re. 1/- each		
Total diluted share/voting capital of the TC after the said acquisition	871,918,848 number of Equity shares of Re. 1/- each		

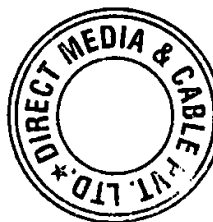
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

For Direct Media & Cable Private Limited



Signature of the acquirer / Authorised Signatory



Place: Mumbai

Date: 23/02/2016