

MN Ventures Private Limited

(Corporate Identity No.:U51909UP2010PTC087538)

Regd. Office: Property No. A-14, Sector 64, Noida, Gautam Buddha Nagar, Uttar Pradesh, India - 201301

16th June, 2017

BY HAND/COURIER

To

BSE Limited
Phiroze Jeejeebhoy Tower,
27th floor, Dalal Street,
MUMBAI-400 001.

Dear Sir,

Re: **Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

We, enclose herewith necessary disclosures as required under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For **MN Ventures Private Limited**

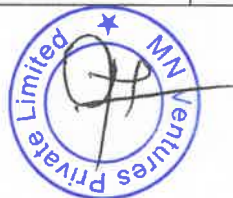

(Anil Kumar Jain)
Whole-Time Director



Encl.: as above

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

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		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital	% w.r.t. total diluted share/voting capital of the
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	58,37,04,382	51.53	51.53
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	6,09,35,224	5.38	5.38
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	64,46,39,606	56.91	56.91
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	-	-	-
b) VRs acquired /sold 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) acquired/sold	-	-	-
d) Shares encumbered /invoked/released by the acquirer	2,66,394	0.02	0.02
e) Total (a+b+c+/-d)	2,66,394	0.02	0.02
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	58,34,37,988	51.51	51.51
b) Shares encumbered with the acquirer	6,12,01,618	5.40	5.40
c) VRs otherwise than by 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) after acquisition	-	-	-
e) Total (a+b+c+d)	64,46,39,606	56.91	56.91



Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Creation of Pledge in favour of Andhra Bank on behalf of DigiCall Teleservices Pvt. Ltd., a Wholly Owned Subsidiary of the Company.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	2,66,394 equity shares are pledged on 15.06.2017
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,13,27,42,219
Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,13,27,42,219
Total diluted share/voting capital of the TC after the said acquisition	1,13,27,42,219

(*) 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 (under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015).

(**) 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 MN VENTURES PRIVATE LIMITED



(Anil Kumar Jain)
 Whole-Time Director
 Place: New Delhi
 Date: 16th June, 2017