

## ODISHA TELEVISION LTD.

Plot No. - N/28, N/29, N/30 & N/30/1  
Chandaka Industrial Estate  
Patia, BBSR-751024 (Odisha)  
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CIN : U74899DL1998PLCO97081



National Stock Exchange of India Limited

Exchange Plaza, BandraKurla Complex, Bandra (E),  
Mumbai-400051  
Scrip- ORTEL

BSE Limited

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001  
Scrip code-539015

**Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended ("SAST Regulations")**

Sir/ Madam,

Please find enclosed the disclosure under Regulations 29(2) of the SAST Regulations in respect of acquisition of 1714286 equity shares of Ortel Communications Limited ("Target Company") by Odisha Television Limited ("Acquirer"), Existing Promoter Group.

You are requested to kindly take the above disclosure on record.

For Odisha Television Limited

**ODISHA TELEVISION LTD.**

  
**Authorised Signatory**

Name: Manoranjan Sarangi  
Designation: Company Secretary


Place: Bhubaneswar  
Date: May 24, 2018

Encl.: As above

**Disclosures under Regulation 29(2) of  
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Ortel Communications Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer:</b> (1) Odisha Television Limited (2) BP Developers Private Limited  <b>Persons Acting in Concert:</b> 1. Paramita Mahapatra (As a Trustee of REAV Foundation) 2. Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation ) 3. Subhrakant Panda (As a Trustee of Shaisah Foundation) 4. JagiMangat Panda 5. Paramita Mahapatra 6. Nivedita Panda 7. Baijayant Panda 8. Subhrakant Panda 9. Orissa Telefilms Private Limited 10. Metro Skynet Limited 11. Panda Investments Private Limited 12. Paramita Realtor Private Limited 13. Raila Enterprises Private Limited		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, the Acquirer belongs to the Promoter Group.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India 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 (**)
<b>Before the acquisition/ disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	15780450	51.78	NA
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
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 TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d) (Please refer to Annexure A)	15780450	51.78	NA

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<b>Details of acquisition/ sale</b>			
a) Shares carrying voting rights acquired/ sold <u>*Issued 1714286 no. of equity shares to Odisha television Limited and 785714 no. of equity shares to BP Developers Private Limited, totaling to 2500000 equity shares</u>	*2500000	3.66	NA
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)	-	-	-
d) Shares encumbered/ invoked/ released by the acquirer	-	-	-
e) Total (a+b+c+d) <u>*Issued 1714286 no. of equity shares to Odisha television Limited and 785714 no. of equity shares to BP Developers Private Limited, totaling to 2500000 equity shares</u>	*2500000	3.66	NA
<b>After the acquisition/ sale, holding of:</b>			
a) Shares carrying voting rights	18280450	55.43	NA
b) Shares encumbered with the acquirer	-	-	-
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)	-	-	-
e) Total (a+b+c+d) (Please refer to Annexure B)	18280450	55.43	NA
Mode of acquisition/ sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer,/etc.)	Acquisition by the Acquirer on preferential allotment, a promoter group entity of the TC, i.e., Odisha Television Limited and BP Developers Private Limited.		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	May 22 2018		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	INR 30,47,69,000/- consisting of 3,04,76,900 equity shares of the face value of INR 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 32,97,69,000/- consisting of 3,29,76,900 equity shares of the face value of INR 10/- each		
Total diluted share/voting capital of the TC after the said acquisition/ sale	NA		

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(\* 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 Odisha Television Limited

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Authorised Signatory

Name: Manoranjan Sarangi

Designation: Company Secretary

Place: Bhubaneswar

Date: May 23, 2018

Annexure A

S. No.	Name of the Shareholder	Number of equity shares	% w.r.t. total share/ voting capital
1.	Paramita Mahapatra (As a Trustee of REAV Foundation)	24530	0.08
2.	Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation )	24530	0.08
3.	Subhrakant Panda (As a Trustee of Shaisah Foundation)	56818	0.19
4.	JagiMangat Panda	310448	1.02
5.	Paramita Mahapatra	40230	0.13
6.	Nivedita Panda	164935	0.54
7.	Baijayant Panda	580042	1.90
8.	Subhrakant Panda	123906	0.41
9.	Odisha Television Limited	2007293	6.59
10.	Raila Enterprises Private Limited	2580441	8.47
11.	Orissa Telefilms Private Limited	94310	0.31
12.	Metro Skynet Limited	4859512	15.94
13.	Panda Investments Private Limited	4636510	15.21
14.	Paramita Realtor Private Limited	98375	0.32
15.	BP Developers Private Limited	178570	0.59
<b>Total</b>		<b>15780450</b>	<b>51.78</b>

For Odisha Television Limited

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Name: Manoranjan Sarangi

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Date: May 24, 2018

Annexure B

S. No.	Name of the Shareholder	Number of equity shares	% w.r.t. total share/ voting capital
1.	Odisha Television Limited (Acquirer)	3721579	11.29
2.	BP Developers Private Limited(Acquirer)	964284	2.92
3.	Raila Enterprises Private Limited	2580441	8.47
4.	Paramita Mahapatra (As a Trustee of REAV Foundation)	24530	0.08
5.	Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation )	24530	0.08
6.	Subhrakant Panda (As a Trustee of Shaisah Foundation)	56818	0.19
7.	JagiMangat Panda	310448	1.02
8.	Paramita Mahapatra	40230	0.13
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11.	Subhrakant Panda	123906	0.41
12.	Orissa Telefilms Private Limited	94310	0.31
13.	Metro Skynet Limited	4859512	15.94
14.	Panda Investments Private Limited	4636510	15.21
15.	Paramita Realtor Private Limited	98375	0.32
	<b>Total</b>	<b>18280450</b>	<b>55.43</b>

For Odisha Television Limited

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Name: Manoranjan Sarangi

Designation: Company Secretary

Place: Bhubaneswar

Date: May 24, 2018