

February 21, 2014

**The General Manager**  
**Corporate Relationship Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001  
**BSE Scrip Code: 533143**

**The Secretary**  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**NSE Scrip Symbol: RBN**

Dear Sir,

**Sub: Post Offer Public Announcement regarding the Delisting Offer of the equity shares of Reliance Broadcast Network Limited (the "Company")**

We enclose herewith a copy of "Post Offer Public Announcement" regarding delisting of equity shares of the Company published by our promoters, Reliance Share & Stock Brokers Private Limited, Reliance Land Private Limited and Reliance Capital Limited.

The Promoters have paid the Exit Price of Rs. 70 per equity share of the face value of Rs. 5/- each to all the Public Shareholders of the Company who have validly tendered the Equity Shares at or below the Exit Price.

We request you to kindly inform your members accordingly.

Thanking you.

Yours faithfully,  
For Reliance Broadcast Network Limited

  
**Gururaja Rao**  
**Company Secretary & Manager**



Encl: As above

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF  
RELIANCE BROADCAST NETWORK LIMITED**

Registered Office: 401, 4<sup>th</sup> Floor, INFINITI, Link Road, Oshiwara, Andheri West, Mumbai - 400 053  
Tel: +91 22 3068 9444 • Fax: +91 22 3988 8927 • Website: www.reliancebroadcast.com

This public announcement (the "Post Offer PA") is being issued by Reliance Share & Stock Brokers Private Limited ("R-Share"), Reliance Land Private Limited ("R-Land") and Reliance Capital Limited ("R-Cap") (collectively referred to as the "Acquirers") to the public shareholders of Reliance Broadcast Network Limited (the "Company"). This Post Offer PA is in continuation of and should be read in conjunction with, (i) the public announcement published on January 22, 2014 ("PA") in respect of the proposed acquisition and voluntary delisting of fully paid-up equity shares of the Company from BSE Limited and National Stock Exchange of India Limited in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations"), and (ii) the bid letter dated January 22, 2014 issued in respect thereof inviting Bids from all Public Shareholders of the Company ("Bid Letter"). This Post Offer PA is being issued in accordance with Regulation 18 of the Delisting Regulations.

Capitalised terms and abbreviations used in the Post Offer PA and not defined herein have the same meaning as ascribed to them in the PA and the Bid Letter, unless otherwise specified.

The Acquirers issued the PA seeking to acquire, in accordance with the Delisting Regulations and on the terms and conditions set out therein and in the Bid Letter, up to 19,901,854 Equity Shares representing 25.05% of the total paid-up equity share capital of the Company from the Public Shareholders. The Public Shareholders of the Company were invited to submit Bids pursuant to a reverse book-building process ("RBP") made available through the electronic system of the BSE during the Bid Period (February 12, 2014 to February 18, 2014), in accordance with the Delisting Regulations.

**DISCOVERED PRICE AND EXIT PRICE**

In terms of Regulation 15(1) of the Delisting Regulations, the Discovered Price (i.e., the price at which the maximum number of Equity Shares are tendered by the Public Shareholders) determined through RBP is Rs. 65 (Rupees Sixty Five only) per Equity Share. The final price decided by the Acquirers for accepting the Equity Shares successfully tendered in the Delisting Offer is Rs. 70 (Rupees Seventy only) per Equity Share (the "Exit Price").

**SUCCESS OF THE DELISTING OFFER**

In terms of the Regulation 17 of the Delisting Regulations, this Delisting Offer would be deemed to be successful only if a minimum number of 11,956,737 Equity Shares are validly tendered and acquired in the Delisting Offer at or below the Exit Price. 12,218,270 Equity Shares have been validly tendered at or below the Exit Price, which is higher than the minimum number of Equity Shares to be acquired in this Delisting Offer, as mentioned above.

The Acquirers shall acquire all Equity Shares validly tendered at or below the Exit Price and post acquisition of these Equity Shares, the shareholding of the Promoters and Promoter Group of the Company shall be 90.33% of the paid-up equity share capital of the Company, which exceeds the minimum number required for the Delisting Offer to be successful under Regulation 17 of the Delisting Regulations. This Delisting Offer is thus successful.



All the Public Shareholders of the Company who have validly tendered the Equity Shares at or below the Exit Price will be paid consideration at the Exit Price of Rs. 70 (Rupees Seventy only) per Equity Share. The last date for payment of consideration amount to such Public Shareholders will be March 06, 2014. Tax at source for the non-resident Public Shareholders will be deducted, as applicable, in accordance with paragraph 17 of the Bid Letter. The Equity Shares of the Public Shareholders whose Bids have been rejected in the RBP will be returned to them. The last date for dispatch of share certificates in case of physical Equity Share and for the credit of Equity Shares to the respective beneficiary accounts in case of dematerialised Equity Shares will be March 06, 2014.

Subsequently, the Company will initiate the necessary steps to delist its Equity Shares from the BSE and the NSE. The delisting date shall be announced in the same newspapers in which the PA and this Post Offer PA has appeared.

**OUTSTANDING EQUITY SHARES AFTER DELISTING**

All the Public Shareholders of the Company who did not or were not able to participate in the RBP or who unsuccessfully tendered their Equity Shares in the RBP, will be able to offer their Equity Shares to the Acquirers at the Exit Price for period of one year from the date of delisting of the Equity Shares from the BSE and the NSE. A separate offer letter in this regard will be sent to these remaining Public Shareholders and they will be required to submit the requisite documents to the Registrar to the Delisting Offer within the stipulated time to be set out in such offer letter.

All other terms and conditions of the PA and the Bid Letter remain unchanged.

Manager to the Offer	Registrar to the Offer
 <p>Axis Capital Limited Axis House, 1<sup>st</sup> Floor, C-2, Wadia International Center, P. B. Marg, Worli, Mumbai 400 025, India Telephone: +91 22 4325 3150 Facsimile: +91 22 4325 3000 Email: rbnl.delisting@axiscap.in Website: www.axiscapital.co.in Contact Person: Mr. Vivek Toshniwal SEBI Registration Number: INM000012029</p>	 <p>Karvy Computershare Private Limited Plot No. 17 to 24, Vithal Rao Nagar, Madhapur, Hyderabad - 500 081- A.P., India Telephone: +91 40 4465 5000 Toll Free (India): 1800 3454 001 Facsimile: +91 40 2343 1551 Email: murali@karvy.com Website: www.karisma.karvy.com Contact Person: Mr. Murali Krishna / Mr. Williams SEBI Registration Number: INR000000221</p>

**For and on behalf of the  
board of directors of Reliance  
Share & Stock Brokers  
Private Limited**

**Jitendra Sangani**  
Whole Time Director

**Hitendra S. Dave**  
Whole Time Director

**Manali Sardesai**  
Company Secretary

Date: February 20, 2014  
Place: Mumbai

**For and on behalf of the  
board of directors of  
Reliance Land Private  
Limited**

**V. K. Tripathi**  
Whole Time Director

**Lav Chaturvedi**  
Director

**Parul Jain**  
Company Secretary

**For and on behalf of the board  
of directors of Reliance Capital  
Limited**

**Anil D. Ambani**  
Chairman

**Amitabh Jhunjhunwala**  
Vice Chairman

**V. R. Mohan**  
President & Company Secretary

