# VISHVAPRADHAN COMMERCIAL PRIVATE LIMITED

U51900HR2008PTC057018
Regd. Off. : 4th Floor, Plot No. 38, Institutional Area, Sector -32, Gurgaon-122001, Haryana, India
Tel: +91-124-4310000; Fax : +91-124-4278118; Email: manish.mistry@adani.com


**December 17, 2022**

**BSE Limited**
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
corp.relations@bseindia.com

**The National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051
cmlist@nse.co.in

Dear Sir/Madam,

**Subject:** **Disclosure under Regulation 29(1) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations").**

In compliance of the disclosure requirements under Regulation 29(1) read with Regulation 29(3) of the SEBI (SAST) Regulations, please find enclosed herewith the disclosure in the prescribed format in relation to the acquisition of 5,330,792 (8.27%) equity shares having face value of INR 4 each at a price of INR 294 per share of New Delhi Television Limited (Target Company) pursuant to an open offer under the SEBI (SAST) Regulations by Vishvapradhan Commercial Private limited (Acquirer).

Payment of consideration to the public shareholders whose shares were accepted in the open offer was completed by Acquirer on December 15, 2022. Accordingly, in terms of the SEBI (SAST) Regulations, the offer period for the said open offer concluded on December 15, 2022.

You are requested to take the same on your record.

Yours sincerely,

For **Vishvapradhan Commercial Private Limited**

Mistry Manish Vinodchandra
Digitally signed by Mistry Manish Vinodchandra
Date: 2022.12.17 19:41:13 +05'30'

**Authorised Signatory**

Encl: Disclosure in the prescribed format

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**Disclosure 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) | New Delhi Television Limited ("NDTV") | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Vishvapradhan Commercial Private Limited ("Acquirer")<br>AMG Media Networks Limited ("PAC 1")<br>Adani Enterprises Limited ("PAC 2") | | |
| Whether the acquirer belongs to Promoter / Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | (i) National Stock Exchange of India Limited<br>(ii) 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 acquirer along with PACs of:** | | | |
| a) Shares carrying voting rights | - | - | - |
| b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others) | - | - | - |
| c) Voting rights (VR) otherwise than by shares | 18,813,928 | 29.18% | 29.18% |
| 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) | 18,813,928 | 29.18% | 29.18% |
| **Details of acquisition** | | | |
| a) Shares carrying voting rights acquired | 5,330,792 | 8.27% | 8.27% |
| b) VRs acquired otherwise than by equity 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 | | | |
| e) Total (a+b+c+/-d) | 5,330,792 | 8.27% | 8.27% |
| **After the acquisition, holding of Acquirer along with PACs:** | | | |
| a) Shares carrying voting rights acquired | 5,330,792 | 8.27% | 8.27% |

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| | | | |
|---|---|---|---|
| b) Shares encumbered with the acquirer | - | | |
| c) VRs otherwise than by shares | 18,813,928 | 29.18% | 29.18% |
| 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) | 24,144,720 | 37.45% | 37.45% |
| Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | The Acquirer has acquired 5,330,792 (8.27%) equity shares having face value of INR 4 each at a price of INR 294 per share of New Delhi Television Limited (Target Company) pursuant to an open offer under the SEBI (SAST) Regulations. | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | Not applicable. | | |
| Date of acquisition of equity shares | December 15, 2022. | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs. 257,885,068 comprising of 64,471,267 shares of Rs. 4/- each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs. 257,885,068 comprising of 64,471,267 shares of Rs. 4/- each | | |
| Total diluted share/voting capital of the TC after the said acquisition | Rs. 257,885,068 comprising of 64,471,267 shares of Rs. 4/- each | | |

For **Vishvapradhan Commercial Private Limited**

Mistry Manish Vinodchandra
Digitally signed by Mistry Manish Vinodchandra
Date: 2022.12.17 19:41:51 +05'30'

**Authorised Signatory**

Place: Ahmedabad
Date: December 17, 2022

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange 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.

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