

October 18, 2018

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai 400 051

Scrip Code: **500325**

Trading Symbol: **"RELIANCE"**

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Acquisition of shares and control of Den Networks Limited and Hathway Cable and Datacom Limited

The Board of Directors of Reliance Industries Limited ("RIL") at its meeting held on October 17, 2018 have *inter alia*, considered and approved the funding of an aggregate amount of upto Rs. 8,000 crore for the following investments ("**Transactions**"):

- (a) Subscription to preferential issue of equity shares of Den Networks Limited ("**Den**") – 25,14,48,000 equity shares of Rs. 10/- each at a price of Rs. 72.66 per share aggregating to Rs. 2,045 crore representing 58.92% of the Expanded Voting Share Capital.
- (b) Purchase of equity shares of Den from the existing promoters – 3,35,85,000 equity shares of Rs. 10/- each at a price of Rs. 72.66 per share aggregating to Rs. 244.03 crore representing 7.03% of the Expanded Voting Share Capital;
- (c) Acquisition of equity shares of Den in the consequent mandatory open offer – 12,21,83,457 equity shares of Rs. 10/- each at a price of Rs. 72.66 per share aggregating to Rs. 887.78 crore representing 25.58% of the Expanded Voting Share Capital.
- (d) Subscription to preferential issue of equity shares of Hathway Cable and Datacom Limited ("**Hathway**") – 90,88,10,000 equity shares of Rs. 2/- each at a

price of Rs. 32.35 per share aggregating to Rs. 2,940 crore representing 51.34% of the Expanded Voting Share Capital;

- (e) Acquisition of equity shares of Hathway in the consequent mandatory open offer – 46,02,27,170 equity shares at a price of Rs. 32.35 per share aggregating to Rs. 1488.83 crore representing 26.00% of the Expanded Voting Share Capital;
- (f) Acquisition of equity shares of GTPL Hathway Limited (“**GTPL Hathway**”), a company controlled jointly by Hathway and third party, in which Hathway holds 37.32% in the consequent mandatory open offer – 2,88,40,891 equity shares of Rs. 10/- each at a price of Rs. 82.65 per share aggregating Rs. 238.37 crore representing 25.64% of the Voting Share Capital; and
- (g) Acquisition of equity shares of Hathway Bhawani Cabletel and Datacom Limited (“**Hathway Bhawani**”), a subsidiary of Hathway in the consequent mandatory open offer – 21,06,000 equity shares at a price of Rs. 2.46 per share aggregating Rs. 0.52 crore representing 26.00% of the Voting Share Capital;

The above acquisitions will be made by six SPVs 100% owned and controlled by Digital Media Distribution Trust, of which Reliance Content Distribution Limited (a wholly-owned subsidiary of RIL through Reliance Industrial Investments and Holdings Limited, a wholly-owned subsidiary of RIL) is the sole beneficiary.

The consideration for the above subscription, purchase and acquisition in the open offers will be paid in cash.

The Transactions require approval of Competition Commission of India (“CCI”), the Securities and Exchange Board of India and shareholders of DEN and Hathway. Subscription to the preferential issues of DEN and Hathway and the purchase of shares in DEN can be completed only upon receipt of approval from CCI. Acquisitions under the open offers can be completed post the CCI approval and the completion of preferential allotments and in accordance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The investments do not fall within the related party transactions and none of RIL’s promoter / promoter group / group companies have any interest in any of the four entities.

The objects and effects of the aforesaid acquisitions are explained in the press release dated October 17, 2018 already filed by the Company on the subject.

DEN, Hathway, GTPL Hathway and Hathway Bhawani are engaged in the business of cable and broadband services. All the entities have presence only in India.

Name of the entity	Date of incorporation	Turnover (FY 2018) (Rs. Crore)	Turnover (FY 2017) (Rs. Crore)	Turnover (FY 2016) (Rs. Crore)
DEN	July 10, 2007	1,167	1,056	1,006
Hathway	August 7, 1959	1,439	1,262	1,155
GTPL Hathway	August 21, 2006	943	775	744
Hathway Bhawani	November 12, 1984	7	13	17

Further details are available in the Public Announcements filed by the six SPVs with the stock exchanges today. Capitalized terms used in this disclosure shall have the meaning ascribed to them in the relevant Public Announcements.

Kindly take the aforesaid on record.

Thanking You.

Yours Faithfully,
For **Reliance Industries Limited**



Sandeep Deshmukh
Vice President
Corporate Secretarial