

NSE Clearing Limited

(Formerly known as National Securities Clearing Corporation Limited)

Department : CAPITAL MARKET SEGMENT

Download Ref No: NCL/CMPT/40450

Date : March 14, 2019

Circular Ref. No: 068/2019

All Members/Custodians/PCMs,

Sub: Settlement Calendar for Takeover offer under Tender Offer scheme by Next Mediaworks Limited

With reference to SEBI Circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and NSE/CMTR/34242 dated February 22, 2017 and in continuation of the Exchange Circular no. NSE/CMTR/30989 dated October 21, 2015 regarding 'Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting' and circular no. NSE/CMTR/40424 dated March 12, 2019 regarding "Takeover Offer under Tender Offer scheme by Next Mediaworks Limited". Members are requested to note the Settlement Calendar for the above offer:

| Settlement Type | Settlement No. | Trade Start date | Trade End date | Obligation Download* | Settlement Date* |
|-----------------|----------------|------------------|----------------|----------------------|------------------|
| X | 2019030 | 15-Mar-2019 | 29-Mar-2019 | 08-Apr-2019 | 09-Apr-2019 |

* In case of delay in receipt of Acceptance details from RTA or delay in funds pay-in by buying trading member, Clearing Corporation may notify revised settlement schedule.

Instructions:

1. Demat shares will be tendered only by placing Early Pay-in of Shares, through the early pay-in mechanism of the depositories for Market Type Takeover.
2. On the trade end date, Early pay-in of shares shall be made latest by 03:00 p.m. for order acceptance up to 03:30 p.m.
3. Securities and Funds pay-out shall be made post receipt of pay-in of funds on Settlement day.
4. Tender Offer Acceptance Report will be provided to members detailing out the orders that are accepted, partially accepted and rejected. Reason codes for Rejection / Partial Allocation will also be provided in the report. The list of rejection reasons is provided in Annexure I.
5. The applicable Securities Transaction Tax (STT) shall be collected on respective settlement day.

For all other details, members are requested to refer to the scheme document as referred above in the first paragraph.

For any further clarifications and queries kindly contact the help desk team.

**For and on behalf of
NSE Clearing Limited
(Formerly known as National Securities Clearing Corporation Limited)**

Sunil Bhatia
Senior Manager

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Annexure I
List of rejection code for partial or non acceptance of Orders in tender Offer

| NSCCL CODE | REASON | APPLICABILITY |
|-------------------|--|-----------------------------|
| 01 | JOINT HOLDER NOT SIGNED ON TRANSFER DEED | ALL OFFERs |
| 02 | OTHER COMPANY CERTIFICATE | ALL OFFERs |
| 03 | SIGNATURE DIFFER SOLE / FIRST HOLDER | ALL OFFERs |
| 04 | SIGNATURE DIFFER JOINT HOLDER /S | ALL OFFERs |
| 05 | TRANSMISSION NOT COMPLETED | ALL OFFERs |
| 06 | TRANSFER DEED NOT RECEIVED | ALL OFFERs |
| 07 | INVALID TRANSFER DEED | ALL OFFERs |
| 08 | MARKET PURCHASE WITHOUT VALID BROKER NOTE | ALL OFFERs |
| 09 | ORIGINAL SHARE CERTIFICATE NOT RECEIVED | ALL OFFERs |
| 10 | DEATH CERTIFICATE NOT RECEIVED | ALL OFFERs |
| 11 | DEATH CERTIFICATE NOT ATTESTED | ALL OFFERs |
| 12 | POA NOT REGISTERED WITH REGISTRAR | ALL OFFERs |
| 13 | STOP TRANSFER | ALL OFFERs |
| 14 | OLD SHARE CERTIFICATE | ALL OFFERs |
| 15 | ALLOTMENT ON PROPORTIONATE BASIS | ALL OFFERs EXCEPT DELISTING |
| 16 | SHARES NOT ELIGIBLE AS ON RECORD DATE | BUY BACK OFFER |
| 17 | DEMAT A/C & NAME MISMATCH | BUY BACK OFFER |
| 18 | EXCESS SHARES TENDER THAN ELIGIBILITY | BUY BACK OFFER |
| 19 | BIDDED ABOVE EXIT PRICE | DELISTING OFFER |
| 20 | DUPLICATE BID | ALL OFFERs |
| 21 | BIDDED QUANTITY MORE THAN PHYSICAL QUANTITY RECEIVED | ALL OFFERs |
| 22 | PHYSICAL SHARES BIDDED BUT CERTIFICATE NOT RECEIVED | ALL OFFERs |
| 23 | PHYSICAL SHARES RECEIVED AFTER CLOSE OF BID WINDOW | ALL OFFERs |
| 24 | FORM NOT RECEIVED | ALL OFFERs |
| 25 | PAN MISMATCH | ALL OFFERs |
| 26 | MISCELLANEOUS | ALL OFFERs |