



May 06, 2013

**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street**  
**Mumbai- 400001**

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

**Scrip ID:** DEN  
**Scrip Code:** 533137

Dear Sirs:

**Subject: Outcome of the meeting of the board of directors ("Board") of Den Networks Limited ("Company") held on May 06, 2013**

This is to inform you that the Board, at its meeting held today i.e. May 06, 2013, has approved the following corporate actions:

1. The issue and allotment of equity shares for an aggregate consideration of US\$ 110 million (as converted into Indian Rupees at the prevailing exchange rate two days prior to the date of allotment), on a preferential basis of the Company, of face value of INR 10 to Broad Street Investments (Singapore) Pte. Ltd. and MBD Bridge Street 2013 Investments (Singapore) Pte. Ltd., (affiliates of The Goldman Sachs Group, Inc.), who form part of persons belonging to the Non Promoter Category, subject to approval of the shareholders of the Company in a general meeting and subject to and in compliance with all applicable laws including without limitation the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended up to date), enabling provisions of the memorandum and articles of association of the Company and the Listing Agreements entered into with the relevant stock exchanges and subject to such other requisite approvals from regulatory and other authorities as may be required. The Board has approved the issue price of Rs. 217.50 per equity share for the preferential allotment in accordance with Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. The Board has also approved convening of an extraordinary general meeting of the Company to obtain the shareholders' approval for the proposed preferential allotment.

**DEN Networks Limited**

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2. Execution by the Board of all such documents including without limitation, an investment agreement between the Company, certain persons forming part of the promoter group and to Broad Street Investments (Singapore) Pte. Ltd. and MBD Bridge Street 2013 Investments (Singapore) Pte. Ltd. (affiliates of The Goldman Sachs Group, Inc.), as may be required, in relation to undertaking the proposed issuance of equity shares on a preferential basis.
3. Pursuant to the authorization given by the shareholders of the Company under Section 81 (1A) on April 25, 2013, and other applicable provisions of the Companies Act, 1956, to open the issuance of equity shares of par value of Rs. 10 each of the Company to Qualified Institutional Buyers ("QIP"), on May 6, 2013. The Relevant Date for the purpose of calculation of the Floor Price in relation to the QIP is May 06, 2013, and the Floor Price calculated in accordance with the provisions of Chapter VIII of the ICDR Regulations, for the Equity Shares offered to the QIP is Rs. 217.23 per Equity Share

This is for your information and record.

Yours sincerely

For **DEN NETWORKS LIMITED**

  
Company Secretary

