4.6. Other than as stated in paragraph 4.7 below, neither RIL nor its directors or key managerial personnel have any relationship with or interest in the Target Company. Further, as on the date of this DPS, there shall be no Material Adverse Effect (as defined in the SSA) on the Target Company. Therefore, the Acquirers and PACs are making the Open Offer to the Public Shareholders.

5. Details of the Subscribers

5.1. Reliance Industries Limited: a company limited by shares. It was incorporated on October 12, 1956, under the Companies Act, 1956 and is situated at Mumbai, Maharashtra, India.

5.2. The office of the Trust is situated at 9th Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021, India, Tel: +91 22 3555 5000.

5.3. The principal activity of RCDL is to engage in the business of partnering and making strategic investments in entities which are involved in (i) cable services including but not limited to TV, VOIP, Video streaming; (ii) content distribution; (iii) radio and broadcast; (iv) music; (v) data analytics and (vi) multi-channel delivery networks.

5.4. PAC 2, being a trust, does not have any share capital.

5.5. The participating preference share capital of Acquirer 1 is also proposed to be issued to the Trust. Further, 100% of the participating preference share capital of each of the Acquirers is proposed to be issued to the Trust. The Trust will, for the purposes of the Open Offer, be treated as a person in control of the Target Company, as defined in Schedule I to Section 2(1)(f) of the SEBI Act.

5.6. RIIHL is the Trustee of the Trust.

5.7. The Trust, represented by its trustees (i) Reliance Media Transmission Private Limited, (ii) Shri Pratap Chandra Pratihar, (iii) Mr. Deepak Doshi, (iv) Mr. Shashidhar Divekar, (v) Mr. Vinayak V. Patil and (vi) Mr. Saurabh Dutta, shall be the manager of the Trust.

5.8. 100% of the participating preference share capital of each of the Acquirers is proposed to be issued to the Trust. Further, 100% of the participating preference share capital of RCDL is also proposed to be issued to the Trust in accordance with the SSA.

5.9. As of the date of this DPS, neither RIL nor its directors or key managerial personnel have any relationship with or interest in the Target Company. Further, as on the date of this DPS, there shall be no Material Adverse Effect (as defined in the SSA) on the Target Company. Therefore, the Acquirers and PACs are making the Open Offer to the Public Shareholders.

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6.6. As of the date of this DPS, neither RIL nor its directors or key managerial personnel have any relationship with or interest in the Target Company. Further, as on the date of this DPS, there shall be no Material Adverse Effect (as defined in the SSA) on the Target Company. Therefore, the Acquirers and PACs are making the Open Offer to the Public Shareholders.

6.7. As of the date of this DPS, RIIHL does not hold any Equity Shares or voting rights in the Target Company.

6.8. As of the date of this DPS, RCDL does not hold any Equity Shares or voting rights in the Target Company.

6.9. As of the date of this DPS, RCDL is in existence, no financial statements of the Trust are available as on date.

6.10. As of the date of this DPS, RCDL is in existence, no financial statements of the Trust are available as on date.

6.11. In terms of Regulation 5 of the SEBI (DRHP) Regulations, in the event, for reasons outside the control of the Acquirers and PACs, if the Transaction is not completed within the offer period, the board of directors of the Target Company shall have the option to declare an extension of the offer period. Any such extension shall not exceed 30 calendar days from the expiry of the offer period.

6.12. The Other Shareholders will be accorded the same rights as Public Shareholders with respect to the Open Offer. The Public Shareholders shall have the option to validly tender their Equity Shares during the Offer Period or validly reject the offer. In case any Public Shareholders validly reject the offer, the said Public Shareholders shall be entitled to receive the offer price paid in respect of their Equity Shares."
In terms of Regulation 8(5) of the SEBI (SAST) Regulations, the (i) proportionate net asset value of the Target Company as of the Identified Date (i.e. the date falling on the 10th (Tenth) working day prior to the last date for public announcement for competing offer(s)) and (ii) proportionate enterprise value of the entity/business being acquired (i.e. HCDL) as part of the Underlying Transaction, are more than 5% of the equity shares of the Target Company. This includes the acquirer (i.e. the Acquirers) and persons acting in concert with them. Further, none of the PACs is a person in concert with the acquirers. Please refer to Schedule VI for details.

7. There have been no corporate actions by the Target Company warranting adjustment of any of the terms of the Open Offer.

8. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

9. The financial arrangements have been structured such that the implementation of the Open Offer in accordance with the SEBI (SAST) Regulations, (i) that all the escrow amounts as mentioned above shall be made by the Acquirers and/or PACs in terms of the provisions of the SEBI (SAST) Regulations, (ii) the escrow amounts have been calculated based on all the provisions of the SEBI (SAST) Regulations, and (iii) the escrow amounts have been calculated based on the financial arrangements, which are more than 10% of the offer price.

10. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.

11. The offer价格 for shares (except the Acquirers and the PACs or persons acting in concert with them) are eligible to participate in the Open Offer.

12. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

13. Last date of communicating the rejection/acceptance and completion of this Open Offer, subject to such terms and conditions as may be specified by the Acquirers and the PACs.

14. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.

15. The offer price has been calculated based on the financial arrangements, which are more than 10% of the offer price.

16. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

17. The financial arrangements have been structured such that the implementation of the Open Offer in accordance with the SEBI (SAST) Regulations, (i) that all the escrow amounts as mentioned above shall be made by the Acquirers and/or PACs in terms of the provisions of the SEBI (SAST) Regulations, (ii) the escrow amounts have been calculated based on all the provisions of the SEBI (SAST) Regulations, and (iii) the escrow amounts have been calculated based on the financial arrangements, which are more than 10% of the offer price.

18. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.

19. The offer price has been calculated based on the financial arrangements, which are more than 10% of the offer price.

20. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

21. The financial arrangements have been structured such that the implementation of the Open Offer in accordance with the SEBI (SAST) Regulations, (i) that all the escrow amounts as mentioned above shall be made by the Acquirers and/or PACs in terms of the provisions of the SEBI (SAST) Regulations, (ii) the escrow amounts have been calculated based on all the provisions of the SEBI (SAST) Regulations, and (iii) the escrow amounts have been calculated based on the financial arrangements, which are more than 10% of the offer price.

22. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.

23. The offer price has been calculated based on the financial arrangements, which are more than 10% of the offer price.

24. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

25. The financial arrangements have been structured such that the implementation of the Open Offer in accordance with the SEBI (SAST) Regulations, (i) that all the escrow amounts as mentioned above shall be made by the Acquirers and/or PACs in terms of the provisions of the SEBI (SAST) Regulations, (ii) the escrow amounts have been calculated based on all the provisions of the SEBI (SAST) Regulations, and (iii) the escrow amounts have been calculated based on the financial arrangements, which are more than 10% of the offer price.

26. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.

27. The offer price has been calculated based on the financial arrangements, which are more than 10% of the offer price.

28. The process for tendering those Equity Shares that are locked in will be separately enumerated in the detailed procedure for tendering the Equity Shares in the Open Offer.

29. The financial arrangements have been structured such that the implementation of the Open Offer in accordance with the SEBI (SAST) Regulations, (i) that all the escrow amounts as mentioned above shall be made by the Acquirers and/or PACs in terms of the provisions of the SEBI (SAST) Regulations, (ii) the escrow amounts have been calculated based on all the provisions of the SEBI (SAST) Regulations, and (iii) the escrow amounts have been calculated based on the financial arrangements, which are more than 10% of the offer price.

30. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Digital Media Distribution Trust represented by its trustees, Reliance Media Transmission Private Limited, Jio Cable and Broadband Holdings Private Limited (Acquirer 3) will act as a Manager to the Offer.