

POST OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHARE HOLDERS OF EDUEXEL INFOTAINMENT LIMITED (FORMERLY TGF MEDIA SYSTEMS LIMITED)

(Registered Office: 18/53 Josier Street, Nungambakkam, Chennai 600 034)

This Post Offer Public Announcement (the "Announcement") is being issued by KARN MERCHANT BANKERS LIMITED ("Manager to the Offer") on behalf of DISCOVERY INFOWAYS LIMITED ("Acquirer"), in connection with the Offer made by the Acquirer by a Public Announcement ("PA") dated 15 November, 2010 and Corrigendum to the Public Announcement dated 26 January, 2011 under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "SEBI (SAST) Regulations" or "Regulations"). The details subsequent to the completion of the Offer to acquire 16,92,200 (Sixteen Lacs Ninety Two Thousand Two Hundred Only) fully paid-up equity shares of Rs.10/- each, representing 20.00% of the Post-Preferential Issue Voting Capital of EIL (the "Target"), at a price of Rs. 16.50/- (Rupees Sixteen and Fifty Paise Only) per share ("Offer Price") payable in cash ("the Offer") are as under:

1. Name of the Target Company: EDUEXEL INFOTAINMENT LIMITED (FORMERLY TGF MEDIA SYSTEMS LIMITED)
2. Name of Acquirer: DISCOVERY INFOWAYS LIMITED
3. Name of Manager to the Offer: KARN MERCHANT BANKERS LIMITED
4. Name of the Registrar to the Offer: BTS CONSULTANCY SERVICES PRIVATE LIMITED
5. Offer Details:
 - a) Date of opening of the Offer - 31 January, 2011
 - b) Date of closure of the Offer - 19 February, 2011
 - c) Date of communicating rejection / acceptance and payment of consideration for applications accepted - 5 March, 2011
6. Details of the acquisition:

S. No.	Particulars	Proposed		Actual	
1	Offer price	Rs. 16.50		Rs. 16.50	
2	Share holding of Acquirer (No. of shares & % of the voting capital) before Preferential Allotment/PA*	Nil		Nil	
3	Shares acquired by way of Preferential Allotment (No. of shares & % of voting capital)^	25,00,000 ; 29.55%		25,00,000 ; 29.55%	
4	Shares Acquired in the Open Offer (No. of shares & % of voting capital)^	16,92,200 ; 20%		7,09,450 ; 8.38%	
5	Size of the Open Offer (No. of shares multiplied by Offer Price)	Rs. 2,79,21,300		Rs. 1,17,05,925	
6	Shares Acquired after PA but before 7 working days prior to Offer Closing Date (No. of shares & % of voting capital)	Nil		Nil	
7	Post Offer shareholding of Acquirer (No. of shares & % of voting capital) (2+3+4+6)^	41,92,200 ; 49.55%		32,09,450 ; 37.93%	
8	Pre and Post Offer Shareholding of Public (No. of shares & % of voting capital)	Pre Offer*	Post Offer^	Pre Offer*	Post Offer^
		30,09,500 ; 86.95%	38,17,300 ; 45.12%	30,09,500 ; 86.95%	48,00,050 ; 56.73%

*Based on Pre - Preferential Allotment Voting Capital of the Target Company

^Based on Post - Preferential Allotment Voting Capital of the Target Company

7. Status of the escrow account, whether released or not: Released to the Acquirer
8. Payment of interest, if any to the shareholders along with the details thereof: Not Applicable
9. Status of Investor complaints received, if any: Nil

Capitalized terms used in this Post Offer Public announcement and not defined shall have the same meaning assigned to it in the Public Announcement dated 15 November, 2010 and the Letter of Offer dated 24 January, 2011.

The Acquirer and its Directors accept full responsibility for the information contained in this Post Offer Public Announcement and also accept responsibility for the obligations of Acquirer as laid down in the SEBI (SAST) Regulations and subsequent amendments thereof.

This Post Offer Public Announcement will also be available on the SEBI's website www.sebi.gov.in

Issued by the Manager to the Offer on behalf of the Acquirer :



Karn Merchant Bankers Limited

EC-41, Sector-1, Salt Lake City,
Kolkata-700 064, West Bengal, India
Phone Nos. : (033) 2334 3922/23
E-Mail : info@karnbanker.com
Fax : 033 2334 3924
Contact Person : Mr. Karn Vats
SEBI Regn. No. - INM000011153

Acquirer:

DISCOVERY INFOWAYS LIMITED

Registered Office: Room No. 10, 5th Floor,
8, Camac Street, P.S. Park Street,
Kolkata- 700 017, West Bengal, India.
Phone: 033 6539 0804, Fax: 033 2290 0115