

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

Please read this document along with the exit offer letter dated May 2, 2014 ("Exit Offer Letter") issued by Reliance Land Private Limited and Reliance Capital Limited since the terms and conditions of the Exit Offer Letter are deemed to have been incorporated in and form part of this document ("Exit Form"). If there is any conflict between the provisions of this Exit Form and Exit Offer Letter, the provisions of the Exit Offer Letter shall prevail. Unless the context otherwise requires, capitalized expressions in this Exit Form which have not been defined herein, shall have the same meanings as in the Exit Offer Letter.

EXIT OFFER SUMMARY	
Exit Period Opens	May 6, 2014
Exit Period Closes	May 5, 2015
Exit Price	₹ 61/- per Equity Share

EXIT FORM

for tender of Equity Shares of ₹ 5/- each of
RELIANCE MEDIAWORKS LIMITED ("Company")

pursuant to the Exit Offer by the Acquirers.

Residual Shareholders should ensure that their Exit Form together with necessary enclosures is delivered by hand or sent by registered post / courier (at the Residual Shareholder's sole cost and risk) to the Registrar to the Exit Offer on or before the last day of the Exit Period, at the address of the Registrar to the Exit Offer provided in the Exit Offer Letter.

Dear Sir(s),

Re: Exit Offer for Residual Shareholders of the Company at an Exit Price of ₹ 61/- per Equity Share

1. I/We, having read and understood the terms and conditions set out below, and in the Exit Offer Letter, hereby tender my/our Equity Shares in response to the Exit Offer.
2. I/We hereby undertake the responsibility for the Exit Form and the Equity Shares tendered under the Exit Offer and I/We hereby confirm that the Acquirers / Manager to the Exit Offer / Registrar to the Exit Offer shall not be liable for any delay / loss in transit resulting into delayed receipt or non-receipt of the Exit Form along with all requisite documents, by the Registrar to the Exit Offer or delay/ failure in credit of Equity Shares to the Special Depository Account within due time, due to inaccurate / incomplete particulars / instructions or any reason whatsoever.
3. I/We also understand that the payment of consideration will be done after due verification of Exit Forms, documents and signatures.
4. I/We hereby confirm that I/we have never sold or parted/dealt with in any manner with the Equity Shares tendered under the Exit Offer and these Equity Shares are free from any lien, equitable interest, charges and encumbrances, whatsoever.
5. I/We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender Equity Shares and I/We am/are the absolute and only owner of these Equity Shares and legally entitled to tender the Equity Shares under the Exit Offer.
6. I/We authorise the Acquires to the Exit Offer and Registrar to the Exit Offer to send the payment of consideration by way of demand draft through registered post or ordinary post, or electronic credit as the case may be, and at the address registered with the Company.
7. I/We undertake to return any amount received by me/us inadvertently, immediately.
8. I/We agree that upon acceptance of the Equity Shares by the Acquirers, tendered by me/us under the Exit Offer, I/we would cease to enjoy all right, title, claim and interest whatsoever, in respect of such Equity Shares of the Company.
9. I/We further authorise the Acquirers to return to me/us, the Equity Share certificate(s) in respect of which the Exit Application Form is not found valid/not accepted, specifying the reasons thereof and in the case of dematerialised Equity Shares, to the extent not accepted will be released to my/depository account at my/our sole risk.
10. I/We hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection with the Exit Offer and agree to abide by the decisions taken in accordance with the applicable rules and regulations.
11. I/We acknowledge and confirm that all the particulars/statements given are true and correct.

BOX 1A: Shareholder's details (Please use BLOCK LETTERS)

Complete this box with the full name and address of the holder of the Equity Shares. In case of joint holding, details of the first-named holder should be provided along with the names of other joint holders.

1.	Name <i>(please write the names of the joint holders in the same order as appearing in the share certificate/demat account)</i>	Holder	Name	PAN
		Sole/ First		
		Second		
		Third		
2.	Tel. /Mobile No.		E-mail :	
3.	Full Address of the First Holder <i>(with pin code)</i>			

BOX 1B: Category / Type of shareholder (Tick as appropriate)

- Individual
 Hindu Undivided Family
 Bank / Insurance Company / Financial Institution
 Indian Mutual Fund
- Domestic Company / Body Corporate
 NRI (non-repatriable)
 NRI (repatriable)
 FII (Investment Account)
- Non-Domestic Company / Overseas Body Corporate
 FII (Trade Account)
 Others (please specify)

BOX 2: Signatures

In case of joint holdings, all holders must sign below in the same order and as per specimen signatures registered with the Company.

I/We hereby tender the number of Equity Shares set out or deemed to be set out in Box 3A / 3B in accordance with and subject to the terms and conditions herein and this Exit Offer Letter.

Sr.	Holder	Name	Signature
1.	Sole / First Holder		
2.	Second Holder		
3.	Third Holder		

Note: In case of non-individuals / HUFs, official seal must be affixed and necessary authorisation should be enclosed.

BOX 3A: For Residual Shareholders holding Equity Shares in physical form

Before submitting this Exit Form, Residual Shareholders must execute valid share transfer deed(s) in respect of the Equity Shares and attach thereto all the relevant physical share certificate(s). The share transfer deed(s) shall be signed by the Residual Shareholder (or in case of joint holdings by all the joint holders in the same order) in accordance with the specimen signature(s) recorded with the Company and shall also be duly witnessed. A copy of any signature proof may be attached to avoid any inconvenience.

Sr.	Certificate Nos.	Registered Folio Nos.	Distinctive Nos.		No. of Equity Shares
			From	To	
1.					
2.					
3.					
4.					
5.					
Total number of Equity Shares (If the space is inadequate, please attach a separate sheet)					

Residual Shareholders holding Equity Shares in physical form may please enclose a self-attested photocopy of their PAN Card.

BOX 3B: For Residual Shareholders holding Equity Shares in dematerialised form

Please complete the space provided below with the details of the depository account in which your Equity Shares are presently held, as well as with the details of your depository participant.

I/We confirm that I/we hold my/our Equity Shares in dematerialised form. The details of my/our depository account and my/our depository participant are as follows:

Depository Participant's Name (DP Name)				
DP ID	Client ID	Beneficiary Name (as appearing in DP's records)	NSDL	
			CDSL	
No. of Equity Shares		Date of Delivery Instruction (copy to be enclosed)		

Before submitting the Exit Application Form, you must instruct the depository participant of your depository account in which your Equity Shares are held to deposit the Equity Shares you wish to tender into the Special Depository Account whose details are mentioned below. Please ensure that your Equity Shares are credited into the below mentioned account in OFF-MARKET MODE. Failure to credit your Equity Shares into the correct Special Depository Account may result in rejection.

A photocopy of the delivery instruction or counterfoil of the delivery instruction slip furnished to the depository participant of your depository account (duly acknowledged by such depository participant) as proof of credit of your Equity Shares to the Special Depository Account should be attached to your Exit Form.

I/We confirm that I/we have enclosed a photocopy/counterfoil of my/our duly acknowledged delivery instruction slip to my/our depository participant, crediting my/our Equity Shares to the following Special Depository Account:

Special Depository Account Name	RMWL Delisting Escrow Account – I-Sec
Name of the Depository Participant	Karvy Stock Broking Limited
Depository	NSDL
DP Identification	IN300394
Client Identification Number	18721091
Delivery mode	Off-market
ISIN Number of Reliance MediaWorks Limited	INE540B01015

Shareholders having their beneficiary account in the CDSL have to execute inter depository delivery instructions for the purpose of crediting their Equity Shares in favour of Special Depository Account with NSDL.

BOX 4: Bank Account Details	
<p>In order to avoid any fraudulent encashment in transit of the Demand Draft / Cheque issued by the Acquirers towards the consideration payable for the Equity Shares tendered under this Exit Application Form, please fill the following details of the sole shareholder's bank account (or, in the case of joint holders, the first named holder's bank account) and any consideration payable will be paid by issuing an instrument carrying the details of the bank account so provided.</p> <p>If you do not fill in the details in this box, any consideration payable will be sent in favour of the sole/first shareholder at the address provided in Box 1 above / as those mentioned in the records of the Company / Registrar to the Offer / Depositories.</p>	
Name of the Sole/ First Holder's Bank	
Branch Address	
City and PIN Code of the Branch	
Bank Account No.	
Account Type <i>(Savings/Current / Others)</i>	
MICR Code <i>(In case you wish to receive funds electronically)</i>	
IFSC Code <i>(In case you wish to receive funds electronically)</i>	

Please note that for fund transfer in electronic mode, the transfer would be done at your risk based on the data provided above.

CHECKLIST (Please tick)

DEMAT SHAREHOLDERS		PHYSICAL SHAREHOLDERS	
1.	Exit Form	1.	Exit Form
2.	Copy of acknowledged delivery instruction slip	2.	Original share certificate with share transfer deed
3.	Self-attested photocopy of PAN Card	3.	Self-attested photocopy of PAN Card
4.	Certificate u/s 195(3) / 197 of the Income Tax Act, 1961, where applicable	4.	Certificate u/s 195(3) / 197 of the Income Tax Act, 1961, where applicable
5.	Tax Residency Certificate, where applicable	5.	Tax Residency Certificate, where applicable
6.	Other documents, as applicable (please specify)	6.	Other documents, as applicable (please specify)

Notes:

- All documents / remittances sent by / to the Residual Shareholders will be at their risk and Residual Shareholders are advised to adequately safeguard their interests in this regard.
- Please read these notes along with the entire contents of the Exit Offer Letter.
- In the case of Residual Shareholders other than individual / HUFs, any documents, such as a copy of a power of attorney, board resolution, authorization, etc, as applicable and required in respect of support/verification of this Exit Form shall also be provided otherwise the Exit Form shall be liable for rejection.
- The number of Equity Shares tendered under the Exit Offer should match with the number of Equity Shares specified in the share certificate(s) enclosed or Equity Shares credited in the Special Depository Account under the respective Client ID number.
- The consideration shall be paid in the name of Sole/First Holder.
- In case, the Exit Form is not complete in all respects, the same may be liable for rejection.
- In the event that the sole/any joint holder has died, but the share certificate(s) are still in the name of the deceased person(s), please enclose the requisite documents, i.e., copies of death certificate and will /probate /succession certificate and other relevant papers, as applicable.

THE EXIT FORM IS TO BE SUBMITTED TO THE REGISTRAR TO THE EXIT OFFER ONLY BY HAND DELIVERY OR BY REGISTERED POST OR COURIER ALONG WITH ALL APPLICABLE DOCUMENTS

REGISTRAR TO THE EXIT OFFER

<p>Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400 078, Maharashtra, India Tel: +91 22 2596 7878 Fax: +91 22 2596 0329 E-mail: relmedia.delisting@linkintime.co.in Website: www.linkintime.co.in Contact Person: Mr. Pravin Kasare SEBI Registration Number: INR000004058</p>

Tear along this line

ACKNOWLEDGEMENT SLIP

Received from Mr./Ms./M/s. _____ an Exit Form for _____ Equity Shares of Reliance MediaWorks Limited at the Exit Price of ₹ 61/- per Equity Share.

Received a photocopy of the acknowledged depository instruction slip for the transfer of such Equity Shares from the account bearing / Received but not verified share certificate(s) and share transfer deeds.

DEMAT SHAREHOLDERS		PHYSICAL SHAREHOLDERS	
DP ID		FOLIO NO.	
CLIENT ID		SHARE CERTIFICATE NO.	
NO. OF EQUITY SHARES		NO. OF EQUITY SHARES	

ACKNOWLEDGEMENT		
APPLICATION NUMBER	DATE OF RECEIPT	SEAL AND SIGNATURE OF OFFICIAL
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