



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

“CODE OF CONDUCT AND INTERNAL PROCEDURES ” OF SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED FOR PREVENTION OF INSIDER TRADING:

A- INTRODUCTION:

The Securities and Exchange Board of India (SEBI), in its endeavor to protect the interests of investors in securities and to regulate the securities market has formulated the SEBI (Prohibition of Insider Trading) Regulations, 1992 under the powers conferred on it under the SEBI Act, 1992. These regulations are applicable to all companies whose shares are listed on Indian Stock Exchanges.

These regulations shall be called the “Code of Conduct and Internal Procedures” for Prevention of Insider Trading (“Code”) and is framed with an aim that the Directors/Officers and employees including designated employees of Sahara One Media And Entertainment Limited (“the Company”) and their immediate family shall not derive any benefit or assist others to derive any benefit from the access to and possession of information about the Company which is not in the public domain and thus constitutes insider information.

Directors/Officers and employees including designated employees of Sahara One Media And Entertainment Limited shall not use or proliferate information which is not available to the investing public and which therefore constitutes insider information for making or giving advice on investment decisions for the securities of Sahara One Media And Entertainment Limited which such insider information has obtained.

It shall come into force w.e.f. 1st December, 2009.

B- DEFINITIONS:

(I) CONNECTED PERSON:

“Connected person” means any person who—

(i) is a director, as defined in clause (13) of section 2 of the Companies Act, 1956 (1 of 1956), of a company, or is deemed to be a director of that company by virtue of sub-clause (10) of section 307 of that Act; or

(ii) Occupies the position as an officer or an employee of the company or holds a position involving a professional or business relationship between himself and the company [whether temporary or permanent] and who may reasonably be expected to have an access to unpublished price sensitive information in relation to that company.

Explanation: — For the purpose of clause (c), the words “connected person” shall mean any person who is a connected person six months prior to an act of insider trading;]

(iii) “Insider” as defined in clause (iv) hereinbelow and relatives, of the Directors/Officers/Employees including Designated Employees of company, as defined in Section-6 of the Companies Act, 1956.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

(II) DEALING IN SECURITIES:

Dealing in securities means an act of subscribing, selling or agreeing to subscribe, buy, sell or deal in any securities of the company by any person, either as principal or agent. Securities shall include Shares, Bonds, Debentures, stock or other marketable securities of like nature.

(III) DESIGNATED EMPLOYEES':

The term Designated Employees shall include

- (i) Officers comprising the top three tiers of the company management and employees belonging to Chief Manager Worker cadre and above in the company
- (ii) The employees designated by the company to whom these trading restrictions shall be applicable, keeping in mind the objectives of this code of conduct.

(IV) INSIDER:

“Insider” means any person who, is or was connected with the company or is deemed to have been connected with the company, and who is reasonably expected to have access to unpublished price sensitive information in respect of securities of company, or who has received or has had access to such unpublished price sensitive information.

(V) PRICE SENSITIVE INFORMATION:

“Price sensitive information” means any information which relates directly or indirectly to a company and which if published is likely to materially affect the price of securities of company.

Explanation. — The following shall be deemed to be price sensitive information:—

- (i) Periodical financial results of the company;
- (ii) Intended declaration of dividends (both interim and final);
- (iii) Issue of securities or buy-back of securities;
- (iv) any major expansion plans or execution of new projects;
- (v) Amalgamation, mergers or takeovers;
- (vi) Disposal of the whole or substantial part of the undertaking; and
- (vii) Significant changes in policies, plans or operations of the company;
- (viii) Any other event (s) as may be specified by company from time to time

(VI) UNPUBLISHED PRICE SENSITIVE INFORMATION:

Unpublished information means information which is not published by the company or its agents and is not specific in nature.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

C- INTERNAL PROCEDURES:

COMPLIANCE OFFICER:

1.1 The Company shall appoint a Compliance Officer who shall report to the Managing Director/Chief Executive Officer of company.

1.2 The Compliance Officer shall be responsible for setting forth policies, procedures, monitoring adherence to the rules for the preservation of "Price Sensitive Information", pre-clearing; of designated employees' and their dependents' trades (directly or through respective department heads as decided by the company), monitoring of trades and the implementation of the code of conduct under the overall supervision of the Board of the listed company.

1.3 The compliance officer shall maintain a record of the designated employees and any changes made in the list of designated employees.

1.4 The compliance officer shall assist all the employees in addressing any clarifications regarding the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and the company's code of conduct.

2.0 PRESERVATION OF "PRICE SENSITIVE INFORMATION":

The Connected Persons including Designated Employees of company shall maintain the confidentiality of all Price Sensitive Information and shall not pass on such information to any person directly or indirectly by way of making a recommendation for the purchase or sale of securities.

2.2 NEED TO KNOW:

The Price Sensitive Information is to be handled on a "need to know" basis, i.e., Price Sensitive Information should be disclosed only to those within the company who need the information to discharge their duty.

2.3 LIMITED ACCESS TO CONFIDENTIAL INFORMATION :

Files containing confidential information shall be kept secured by the compliance officer or other authorised person and computer files will be under adequate security of login and password etc.

3.0 PREVENTION OF MISUSE OF "PRICE SENSITIVE INFORMATION"

3.1.-All Connected Persons including Designated Employees shall be subject to trading restrictions as enumerated below.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

3.2 TRADING WINDOW:

3.2-1 The company has specified a trading period, to be called “Trading Window” as mentioned hereunder in clause 3.2-4, for trading in the Company’s securities. The Trading Window shall be closed during the time the information referred to in para 3.2-3 as stated hereinbelow is unpublished.

3.2-2 When the trading window is closed, the Connected Persons and Designated Employees shall not trade in the Company’s securities in such period.

3.2-3 The Trading Window shall be, *inter alia*, closed at the time :—

- (a) Declaration of financial results (quarterly, half-yearly and annually).
- (b) Declaration of dividends (interim and final).
- (c) Issue of securities by way of public/rights/bonus etc.
- (d) Any major expansion plans or execution of new projects.
- (e) Amalgamation, mergers, takeovers and buy-back.
- (f) Disposal of whole or substantially whole of the undertaking.
- (g) Any changes in policies, plans or operations of the company.
- (h) Any other event as may be specified by company

From time to time

3.2-4 In case of events as specified in clause 3.2.3 above, the restricted period is one week before the date of Board Meeting or when such decision is finally taken. The Trading window shall be opened 24 hours after the aforesaid information is made public. The Connected Persons and Designated Employees of the Company shall be eligible to conduct all their dealings in the securities of the company only during a “Valid Trading Window Period” as mentioned hereinafter and shall not deal when the trading window is closed.

Other than the period(s) for which the Trading Window is closed as mentioned hereinabove, the trading window shall remain open on all working days of the year for dealing in the Securities of Company and will be termed as “Valid Trading Window Period”

The connected persons including Designated Employees who have participated in the Company’s Employee Stock Option Plan (ESOP) shall not sell the Securities of the Company allotted to them on exercise of ESOPs when the Trading Window is closed (however, the exercise of option shall be permitted when the Trading Window is closed viz. purchasing of shares under ESOP Scheme of company shall be permitted) .

3.3 PRE-CLEARANCE OF TRADES:

3.3-1 All Connected Persons and Designated Employees of the company who intend to deal in the securities of the company (above a minimum threshold limit viz if the cumulative dealing in any financial year exceeds Rs. 5 Lakh in value, or 25000 Securities or 1% of the total shareholding or voting rights of the company, whichever is lower) shall obtain pre-clearance for the transaction from Compliance Officer of the company as per the procedure mentioned hereunder.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

3.3-2 A duly executed application and Undertaking, will be required to be made to the company in the form prescribed by the company (as attached with this code of conduct and forming part thereof) for obtaining pre-clearance of transaction to the Compliance Officer indicating the estimated number of securities, value thereof which the connected persons/designated employee intends to deal in, the details as to the depository with which he has a security account, the details as to the securities in such depository mode and such other details as may be required by the company. The compliance officer may demand indemnity also in favour of company (in the format as it may deem fit depending upon the nature of transaction sought) before issuing such pre-clearance and may refer the matter to chairman or Managing Director of company for obtaining his/her prior-approval wherever he/she deems fit, before giving pre-clearance to deal in the securities of the company.

3.3-3 The undertaking referred to in clause 3.3-2 hereinabove shall be executed in favour of the company by such connected persons and designated employees whenever they want to deal in the securities of the company beyond the threshold limited as stipulated by company in clause 3.2-4 hereinabove, incorporating, *inter alia*, the following clauses, as may be applicable:

(a) That the employee/director/officer does not have any access or has not received “Price Sensitive Information” upto the time of signing the undertaking.

(b) That in case the employee/director/officer has access to or receives “Price Sensitive Information” after the signing of the undertaking but before the execution of the transaction he/she shall inform the Compliance Officer of the change in his position and that he/she would completely refrain from dealing in the securities of the company till the time such information becomes public.

(c) That he/she has not contravened the code of conduct for prevention of insider trading as notified by the company from time to time.

(d) That he/she has made a full and true disclosure in the matter.

4.0 OTHER RESTRICTIONS:

4.1 All the Connected Persons and Designated Employees shall execute their order in respect of securities of the company within one week after the approval of pre-clearance is given. If the order is not executed within one week after the approval is given or when the trading window is closed subsequent to approval for pre-clearance but before execution of transaction within the said period of one week, application will again be required to be submitted to company for obtaining pre-clearance of the sought transaction again and the earlier approval will become void.

4.2 All the Connected Persons and Designated Employees who buy or sell any number of shares of the company shall not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction . All the Connected Persons and Designated Employees shall also not take positions in derivative transactions in the shares of the company at any time.

4.3 In case the sale of securities is necessitated by personal emergency, the holding period may be waived by the compliance officer of company on written request of the Connected Persons and Designated Employees after recording in writing his/her reasons in this regard.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

5.0 REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES:

5.1 All Connected Persons and Designated Employees of the company shall be required to forward following details of their securities transactions including the statement of dependent family members in the format prescribed by the company (as attached with this code of conduct and forming part thereof) to the Compliance Officer:

- (a) all holdings in the securities of Sahara One Media and Entertainment Limited by the Connected Persons and Designated Employees at the time of joining the company;
- (b) Quarterly statement of any transaction in securities and
- (c) Annual statement of all holdings in securities.

5.2 The Compliance Officer shall maintain records of all the declarations in the appropriate form given by the directors/officers/designated employees for a minimum period of three years.

5.3 The Compliance Officer shall place before the Managing Director/Chief Executive Officer or a committee specified by the company, on a quarterly basis all the details of the dealing in the securities by Connected Persons and Designated Employees of the company, if any transaction takes place during the respective quarter.

6.0 PENALTY FOR CONTRAVENTION OF “CODE”

6.1 The *Connected Persons and Designated Employees* of Company who trades in securities or communicates any information for trading in securities in contravention of the “Code” may be penalised and appropriate action may be taken by the company.

6.2 The *Connected Persons and Designated Employees* of the company who violate the “Code” shall also be subject to disciplinary action by the company, which may include wage freeze, suspension, ineligible for future participation in employee stock option plans, etc.

6.3 The action by the company shall not preclude SEBI from taking any action in case of violation of SEBI (Prohibition of Insider Trading) Regulations, 1992.

7.0 INFORMATION TO SEBI IN CASE OF VIOLATION OF SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 1992

In case it is observed by the company/Compliance Officer that there has been a violation of SEBI (Prohibition of Insider Trading) Regulations, 1992. SEBI shall be informed by the company.

8.0 FORMS AS PRESCRIBED BY COMPANY IN RELATION TO “CODE”

Form No. I to XI as prescribed by the company in relation to the “Code” have been provided in the Appendix of this “Code” and forms part and parcel thereof. These will be applicable on all “Connected Person(s) and Designated Employees intending to deal in the securities of company”.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

9.0 REFERENCE FOR TERMS USED IN RELATION TO THE “CODE ”

The terms which are not specifically defined by the company in the “Code” though used shall be construed as mentioned/defined in the SEBI (Prohibition of Insider Trading) Regulations, 1992.

10.0- DISCLOSURES:

The Initial Disclosures and Continual Disclosures shall be made by Connected Persons, Designated Employees and others, as may be applicable, pursuant to regulations as stipulated in SEBI (Prohibition of Insider Trading) Regulations, 1992 in the forms A, B, C, D prescribed therein.

11.0 CODE OF CORPORATE DISCLOSURE PRACTICES

The code of Corporate Disclosure Practices as specified in Schedule II of SEBI (Prohibition of Insider Trading) Regulations, 1992 shall be applicable on the “ Company” and it will be abide by that. The Company shall appoint Public Spokesperson / Compliance Officer for complying with the Code of Corporate Disclosure Practices.

As a good corporate practice, the Price Sensitive Information(s) disclosed to the Stock Exchanges and to the Press, if any, and ““Code”” for prevention of Insider Trading of company may also be supplemented by updates on the Company’s web-site [http:// www.saharaone.in](http://www.saharaone.in)

The Compliance officer

Sahara One Media and Entertainment Limited

SaharaIndiaPoint,CTS40-44,S.V.Road,Goregaon(W),Mumbai-400104



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

APPENDIX

FORM NO I

REGISTER OF PERIODS OF CLOSER OF TRADING WINDOW

SN.	PURPOSE FOR WHICH TRADING WINDOW IS CLOSED	FOR WHICH WINDOW IS	START DATE OF CLOSER OF TRADING WINDOW	DATE OF NOTIFYING CLOSER OF TRADING WINDOW, IF ANY	DATE OF OPENING OF TRADING WINDOW	DATE OF NOTIFYING OPENING OF TRADING WINDOW, IF ANY	REMARKS



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM NO II

APPLICATION FOR PRE-CLEARANCE OF TRADES IN SECURITIES

The Compliance officer

Sahara One Media and Entertainment Limited

Sahara India Point, CTS 40-44, S. V. Road,
Goregaon (W), Mumbai-400104

Dear Sir,

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 1992 and the Company's Code of Conduct for Prevention of Insider Trading ("CODE") and Code of Corporate Disclosure Practices, I seek approval for purchase/ sale/subscription of the Securities (give description) of the Company as per the details given below:

Name & Designation of the Director/
Nominee Director/Officer/Designated employee:

Department of Designated employee :

Date of Joining/becoming Director/Officer :
Designated employee

S.NO	No. of securities held(including by the dependent members) as on the date of application	Folio No./DPID & Client ID	Nature of transaction for which approval is sought	Estimated No. of securities dealt
1	2	3	4	5



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

Estimated consideration value	Whether proposed transaction is in the self name or in the name of dependent family member	Name of the Dependent (s) (if the Transaction is in name of of the dependent(s)	Date of Purchase/ allotment	Previous approval no and date of purchase/allotment
6	7	8	9	10

Date-

Place-

(Signature)

Name and Designation

We are enclosing herewith the form of Undertaking and/or Indemnity Letter, as may be required by the company, signed by us.

Contd/-



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

UNDERTAKING

(On Non Judicial Stamp Paper of Rs. 100/- duly notarized)

In this connection I solemnly confirm and declare:

- (i) THAT I do not have access and/or have not received any "Price Sensitive Information" up to the time of signing the undertaking;
- (ii) THAT in case I have access to or receive "Price Sensitive Information" after the signing of the undertaking but before the execution of the transaction, I shall inform the Compliance Officer of any change in my position and THAT I shall refrain from dealing in the securities of the company till the time such information becomes public;
- (iii) THAT I have not contravened the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices as notified by the company from time to time.
- (iv) THAT I shall hold the shares for a minimum period of six months from the date of purchase/ THAT I have complied with the requirement of the minimum holding period of six months with respect to the shares sold. (applicable only in respect of sale transaction).
- (v) I undertake to submit the necessary report within four days of execution of the transaction/a 'Nil' report if the transaction is not undertaken.
- (vi) I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.
- (vii) I hereby solemnly declare that I have made a full and true disclosure in this regard to the best of my knowledge and belief.
- (viii) I hereby undertake not to transact in securities in the sanctioned period in case trading window is declared closed subsequently.

Pre-clearance may kindly be accorded in terms of provisions of the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices of Sahara One Media And Entertainment Limited.

Date.....

Place.....

Signature:.....

Name & Designation:.....

FOR OFFICE USE

Serial number of the application received:

Date & time of receipt of the Application:

Date & time of communication of the

Pre-clearance or otherwise :

Reasons for not giving pre-clearance :

Signature of the Compliance Officer/ Authorised Officer

Sahara One Media and Entertainment Limited

Sahara India Point, CTS 40-44, S. V. Road,

Goregaon (W), Mumbai-400104



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM-III **Letter of Intimation of Pre-Clearance of Trade**

Director/Officer/Designated employees
Employee No.....
Designation.....

Dear Sir,

With reference to your above application seeking approval for undertaking certain transactions in Securities of the Company detailed therein, please be informed that you are hereby authorised/not authorised to undertake the transaction(s) as detailed in your said application. Kindly note that in terms of the Code of Conduct for Prevention of Insider Trading ("Code") and Code of Corporate Disclosure Practices of Sahara One Media And Entertainment Limited, the above mentioned transaction is to be completed within.....i.e. within seven days of the pre-clearance.

This approval is being issued to you based on the various declarations, representations and warranties made by you in your said application. This approval letter is valid till _____ (i.e. for {1} week). If you do not execute the approved transaction / deal on or before this date you would have to seek fresh pre-dealing approval before executing any transaction/deal in the Securities of the Company. Further, you are required to file the details of the executed transactions in the attached format within four {7} days from the date of transaction/deal. In case the transaction is not undertaken a "Nil" report shall be necessary.

Kindly also note that in terms of the Code of Conduct for Prevention of Insider Trading ("Code") and Code of Corporate Disclosure Practices of Sahara One Media And Entertainment Limited the securities to be bought shall be held for a minimum period of six months from the date of the purchase. (Applicable only in respect of purchase transaction). The above sanction automatically stands withdrawn if subsequently the trading window is declared closed involving the period of sanction therein.

For & on behalf of
Sahara One Media and Entertainment Limited
Compliance Officer/ Authorised Officer



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

**FORM-IV
REGISTER OF PRE-CLEARANCE FOR TRADE IN SECURITIES**

SN	NAME OF PERSON/SPECIFIED PERSON	DESIGNATION	DEPARTMENT	DATE & TIME OF PRE-CLEARANCE APPLICATION	NATURE OF TRANSACTION (PURCHASE OR SALE)	ESTIMATED NUMBER OF SECURITIES INDICATED IN THE APPLICATION
1	2	3	4	5	6	7

CONSIDERATION VALUE INDICATED IN THE APPLICATION	NAME OF THE DEPENDENT IF THE TRANSACTION IS IN THE NAME OF DEPENDENT	DATE OF COMMUNICATION OF THE CLEARANCE BY THE COMPLIANCE OFFICER	REASONS FOR NON CLEARANCE, IF NOT CLEARED	DATE OF PLACEMENT BEFORE GRIEVANCE COMMITTEE	NUMBER OF SECURITIES ACTUALLY TRADED, IF INTIMATED	REMARKS
8	9	10	11	12	13	14



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM V FORMAT FOR DISCLOSURE OF PRE-APPROVED TRANSACTIONS

(To be submitted within 2 days of transaction/Dealing in Securities of the Company)

Date: _____

The Compliance officer,
Sahara One Media and Entertainment Limited,
Sahara India Point, CTS 40-44, S.V. Road,
Goregaon (W), Mumbai-400104

Dear Sir,

DETAIL OF TRANSACTIONS DONE IN CONNECTION WITH PRE-CLEARANCE OBTAINED

Ref: Your Approval letter No. _____ dated _____

I/We hereby inform that I/We

- (i) have not bought/sold/subscribed any Securities of the Company
- (ii) have bought/sold/subscribed to the _____ Securities of the company as mentioned below on _____(insert date)

Name of holder	**First or joint holder	No. of securities dealt with	Bought/Sold/ Subscribed	DP-ID & Client ID (electronic form) or Folio no. (if physical) where the Securities will be debited or credited	Price (Rs.)

** "F" first holder "J" joint holder

In connection with the aforesaid transaction(s), I hereby undertake to not enter into an opposite transaction i.e. sell or buy any number of shares during the next six months following the prior transaction and shall also not take position in derivative transactions in the shares of the company at any time.

We further undertake to produce to the Compliance Officer/SEBI following documents as may be applicable in my/our case:

- (i) Broker's contract note
- (ii) Proof of payment to/from brokers
- (iii) Copy of Delivery instruction slip (applicable in case of sale transaction)



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

I declare that the above information(s) is correct and that no provisions of the Company's Code of Conduct and Internal Procedures for prevention of Insider Trading ("Code") and/or applicable laws/regulations have been contravened for effecting the above said transaction(s).

I agree to hold the above Securities for a minimum period of six months (applicable in case of purchase of shares). In case there is any urgent need to sell these Securities within the said period, I shall approach the Company (Compliance Officer) for necessary approval (applicable in case of purchase / subscription).

Yours truly,

Signature: _____

Name: _____

Emp No: _____

Dept/ Div.

* Strike out whichever is not applicable.



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM-VI

**REGISTER OF WAIVER OF RESTRICTION FOR DISPOSAL OF SECURITIES
WITHIN 30 DAYS OF ACQUISITION**

SN	Name	Designation	Department	Name of Dependent, if the Shares held in the name of dependent	Number of Shares
1	2	3	4	5	6

Consideration value	Reason for waiver	Date of waiver	Remarks
7	8	9	10



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORMAT FOR INITIAL DISCLOSURE OF DETAILS OF SECURITIES HELD BY DIRECTORS / OFFICERS / DESIGNATED EMPLOYEES.

FORM - VII

**The Compliance officer,
Sahara One Media and Entertainment Limited,**

Sahara India Point, CTS 40-44, S.V. Road,
Goregaon (W), Mumbai-400104

Dear Sir,

IDirector/Officer/Employee/Designated employee of Sahara One Media And Entertainment Limited furnish below the details of securities in Sahara One Media And Entertainment Limited as onin my self name and/or in the name(s) of my dependent family members in terms of regulation 13 (2) of SEBI (Prohibition of Insider Trading) Regulation, 1992 and provisions of the Code of Conduct for Prevention of Insider Trading ("Code") and Code of Corporate Disclosure Practices of Sahara One Media And Entertainment Limited.

Name & Designation of the Director/
Officer/Designated employee :

Department of Designated employee :

Date of Joining/becoming Director/Officer :

(i) Details of shareholding of Directors /Officer/ Designated employees held in self-name:

SN	No. securities held	Date of acquisition	Consideration	Folio No./DP of ID & Client ID

(i) Details of shares held by/in the name(s) dependent family members/relatives.

SN	Name of dependent Family member Client ID	Relationship	No. of securities held	Date of acquisition	Consideration	Folio No./DP of ID & Client ID

Date :

Place :

Signature



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

**FORMAT FOR DISCLOSURE OF CHANGE IN SECURITIES HOLDING TO BE
SUBMITTED BY DIRECTORS / OFFICERS /DESIGNATED EMPLOYEES.
FORM - VIII**

**The Compliance officer,
Sahara One Media and Entertainment Limited,
Sahara India Point, CTS 40-44, S.V. Road,
Goregaon (W), Mumbai-400104**

Dear Sir,

IDirector/Officer/Designated employee of SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED, furnish below the details of transactions of my own/ dependent family members in the securities of Sahara One Media And Entertainment Limited, exceeding 25,000 securities during the period from toin terms of regulation 13 (4) of SEBI (Prohibition of Insider Trading) Regulation, 1992 and clause ...of the Code of Conduct for Prevention of Insider Trading ("Code")and Code of Corporate Disclosure Practices of Sahara One Media And Entertainment Limited.

Name & Designation of the Director/
Officer/Designated employee :

Department of Designated employee :

Date of Joining/becoming Director/Officer:

(i) Details of change in shareholding (on own account) exceeding 25,000 securities

No. securities held as on (date of previous disclosure)	Date of transaction	Details of securities Purchased		Details of securities sold		No. securities held as on (date of present disclosure)	Folio No./DP ID and Client ID
		NO	Consideration	NO	Consideration		

Details of change in shareholding exceeding 25,000 securities of dependent family members

(ii)

Name of dependent	Relationship	No. securities held as on (date of previous disclosure)	Date of transaction	Details of securities Purchased		Details of securities sold		No. securities held as on (date of present disclosure)	Folio No./DP ID and Client ID
				NO	Consideration	NO	Consideration		

I declare that I have complied with the requirement of the minimum holding period of 30 days with respect to the securities sold. (applicable only in respect of sale transaction).

Date:
Place:

Signature
Name and Designation



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM IX

FORMAT FOR ANNUAL DISCLOSURE OF SECURITIES HOLDING TO BE SUBMITTED BY DIRECTORS / OFFICERS / DESIGNATED EMPLOYEES.

**The Compliance officer,
Sahara One Media and Entertainment Limited,
Sahara India Point, CTS 40-44, S.V. Road,
Goregaon (W), Mumbai-400104**

Dear Sir,

IDirector/Officer/Designated employee of Sahara One Media And Entertainment Limited, furnish below the details of transaction(s) in the securities of Sahara One Media And Entertainment Limited, during the financial year.....as well as shareholding as on 31st March.....

Name & Designation of the Director/Officer/ :

Department of Designated employee :

Date of Joining/becoming Director/Officer :

(i) Details of transaction / shareholding by self

No. securities held as on (date of previous disclosure)	Date of transaction	Details of securities Purchased		Details of securities sold		No. securities held as on (date of present disclosure)	Folio No./DP ID and Client ID
		NO	Consideration	NO	Consideration		

(ii) Details of transaction/ shareholdings of dependent family members/relatives.

Name of dependent	Relationship	No. securities held as on April 01	Details of securities Purchased		Details of securities sold		No. securities held as on March 31	Folio No./D P ID and Client ID
			NO	Consideration	NO	Consideration		

I declare that the securities sold have been held by me for minimum period of 30 days. (applicable in case sale transaction).

Date:

Place:

Signature



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM-X

**REGISTER OF DISCLOSURE OF SHAREHOLDING BY DIRECTORS,
OFFICERS & DESIGNATED EMPLOYEES**

Name & Designation of the Director/Officer:

Department of Designated employee :

Date of Joining/becoming Director/Officer :

INITIAL DISCLOSURE					
	Date of receipt of information	No. of securities	Date of Acquisition	Consideration	Name of the Dependent if Securities are held in the name of the dependent
1	2	3	4	5	6

Date of receipt of information	CHANGE IN HOLDINGS				
	No. of securities	Date of Transaction	Nature of Transaction (Purchase or sale)	Consideration	Name of the Dependent if Securities are held in the name of the dependent
7	8	9	10	11	12

YEAR END DISCLOSURE				
Date of receipt of information	No. of securities	Aggregate Value/Consideration	Name of the Dependent if Securities are held in the name of the dependent	REMARKS
13	14	15	16	17



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

FORM-XI

REGISTER OF DESIGNATED EMPLOYEES

SN	NAME	DESIGNATION	DEPARTMENT	EMP. NO.	DATE OF JOINING

DATE OF BECOMING DESIGNATED EMPLOYEE	DATE OF CEASATION AS DESIGNATED EMPLOYEE	DP ID & CLIENT ID / FOLIO NO	REMARKS



SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED

Regd Office: SAHARA INDIA POINT, CTS 40-44, S. V. ROAD, GOREGAON (WEST), MUMBAI 400 104. Ph 022-56981111, Fax. 022-28738824

The correspondence in relation to above Code of Conduct & Internal Procedures ("Code") and Corporate Disclosure Practices of company can be made to following persons who have been appointed by company for such purposes.

**Shri D. N. Mishra,
Compliance Officer
Sahara One Media and Entertainment Limited
Sahara India Point, CTS 40-44,
S. V. Road, Goregaon (W),
Mumbai-400104**

**Shri Abhijit Sarkar ,
Public Spokesperson,
Sahara One Media and Entertainment Limited
Sahara India Point, CTS 40-44,
S. V. Road, Goregaon (W),
Mumbai-400104**