

August 17, 2021

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001
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Kind Attn.: Corporate Relationship Department
Subject: Outcome of the Board Meeting held on August 17, 2021

Dear Sir/Madam,

Pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, including Regulation 30, this is to inform you that the Board of Directors of the Company at their meeting held today, *i.e.* August 17, 2021 has *inter-alia*:

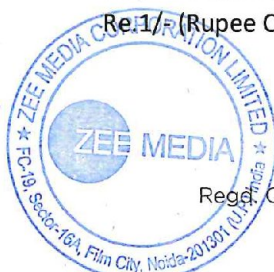
a) Approved the re-appointment of following Directors, subject to approval of the shareholders:

- Mr. Amitabh Kumar (DIN:00222260), who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment; and
- Mr. Raj Kumar Gupta (DIN : 02223210) as a Non – Executive Independent Director of the Company for the second term of five consecutive years and continuation of his office beyond his attaining the age of seventy five years.

Requisite disclosure(s) for re-appointment of Mr. Amitabh Kumar (DIN:00222260) and Mr. Raj Kumar Gupta (DIN : 02223210) as a Directors of the Company is provided in **Annexure A**, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015.

b) Approved convening of the 22nd (Twenty Second) Annual General Meeting ('AGM') of the Equity Shareholders of the Company on Wednesday, September 29, 2021 at 11.30 A.M. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') and approved Notice thereof;

c) Upon receipt of request from Compulsory Convertible Preference Shares ("CCPS") holder of the Company (category - non-promoter) and as per the terms of the issue and allotment of unlisted, fully-paid, 0.01% CCPS of the Company of face value of Re. 1/- each, approved by the Board of Directors ('Board') on October 30, 2020, December 23 and December 31, 2020 respectively and in terms of the, approval of the Shareholders of the Company *vide* Special Resolution passed on December 1, 2020, approved the conversion of 15,46,39,175 (Fifteen Crore Forty Six Lakhs Thirty Nine Thousand One Hundred and Seventy Five) CCPS into 15,46,39,175 (Fifteen Crore Forty Six Lakhs Thirty Nine Thousand One Hundred and Seventy Five) fully paid Equity Shares, on a 1:1 basis, and accordingly, allotted 15,46,39,175 (Fifteen Crore Forty Six Lakhs Thirty Nine Thousand One Hundred and Seventy Five) Equity Shares having a Face Value of Re. 1/- (Rupee one) each, fully paid up, of the Company to the said CCPS holder. The Equity shares issued on conversion of CCPS shall rank *pari passu* in all respects including as to dividend, with the existing fully paid up equity shares of face value of Re.1/- (Rupee One) each of the Company.



Zee Media Corporation Limited

Corporate Office: FC-19, Sector-16A, Film City, Noida - 201301, UP, India.

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Phone: +91-22-7105 5001 | www.zeenews.com | CIN: L92100MH1999PLC121506

Annexure A

DISCLOSURE OF EVENTS AND INFORMATION PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015:

S. No.	Particulars	Mr. Amitabh Kumar (DIN:00222260)	Mr. Raj Kumar Gupta (DIN : 02223210)
1.	Reason for change viz. appointment resignation, removal, death or otherwise	Liable to retire by rotation and being eligible, offers himself for re-appointment.	Reappointment and continuation of his office beyond his attaining the age of seventy five years.
2	Date of Appointment/Cessation (as applicable) & term of appointment;	Mr. Amitabh Kumar (DIN:00222260), retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.	Reappointment as a Non-Executive Independent Director for the second term of 5 (five) consecutive years from October 1, 2021 to September 30, 2026 (both days inclusive) and continuation of his office beyond his attaining the age of seventy five years (on October 11, 2021).
3	Brief Profile (in case of Appointment)	Mr. Amitabh Kumar is a Technology leader in the Media & Telecom industry. He has served as Director Operations in VSNL from 1995 to 2001 and was also it's acting Chairman & Managing Director in year 1998-99, where he had a key role in setting up India's first Internet Services. He has also served on the Board of Governors of Intelsat and was Council Member of Commonwealth Telecommunications Organization (CTO).	Mr. Raj Kumar Gupta a Commerce Graduate from BITS University, Pilani, Rajasthan and a Chartered Accountant, is a veteran in Finance & Accounts Profession with experience of over 5 decades. Mr. Gupta is a Senior Partner of M/s. Gupta Raj & Co., Chartered Accountants, a firm providing Finance, Audit & Taxation services to various Business Houses.
4	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not related with any Director(s) on the Board of the Company.	Not related with any Director(s) on the Board of the Company.




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