

February 21, 2025

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex (E) Mumbai – 400051 NSE Symbol - ZEEMEDIA	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001 Script Code - 532794
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Kind Attn. : Corporate Relationship Department
Ref. : Intimation under Regulation 30 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')
Subject : Declaration of voting results along with Scrutinizer Report of Postal Ballot Results

Dear Sir/Madam,

This is in furtherance to our communication(s) dated January 13, 2025, and January 22, 2025, regarding Postal Ballot Notice dated January 13, 2025 ("Notice") and issuance of the same to the Members of the Company, seeking their approval by way of Special Resolutions, through remote e-Voting process with respect to the following special resolutions as set out in the Notice:

- Increase in aggregate limit of investment by Foreign Portfolio Investors ('FPIs') to 49% of the Paid-Up Equity Share Capital of the Company, on Fully Diluted Basis; and
- Issuance of Securities for an amount not exceeding INR 400 Crores or its equivalent in any other currency (ies).

In this connection, find enclosed the following:

- Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure A**; and
- Scrutinizer's Report on voting results as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with Section 110 of the Companies Act, 2013 as **Annexure B**.

In accordance with the said Report, the members of the Company have approved the Special Resolutions as set out in the Notice with requisite majority.

The said results of the Postal Ballot along with the Scrutinizer's Report are also being displayed on the notice board of the Company, website of the Company at www.zeemedia.in and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

Kindly take the same on record.

Thanking you,

For Zee Media Corporation Limited



Ranjit Srivastava
Company Secretary & Compliance Officer
Membership No. A18577
Contact No.: +91-120-715 3000



Zee Media Corporation Limited

Enc.: As above
Corporate Office: FC-9, Sector-16A, Film City, Noida - 201301, UP, India | Phone: +91-120-7153000
Regd. Office: 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai-400018, Maharashtra, India | Phone: +91-22-71055001
Website: www.zeemedia.in | Email: zmcl@zeemedia.com | CIN: L92100MH1999PLC121506

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MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)

CIN: U67190MH1999PTC118368

Registered Address:

C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai – 400083.

Tel: +91 22 4918 6000

www.in.mprns.mufig.com

Zee Media Corporation Limited								
Resolution Required :Special			1 - Increase in aggregate limit of Investment by Foreign Portfolio Investors (FPIs) to 49% of the Paid-Up Equity Share Capital of the Company, on Fully Diluted Basis					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes –Against	% of Votes In favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100
Promoter and Promoter Group	E-Voting	10114659	10114659	100.0000	10114659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10114659	100.0000	10114659	0	100.0000	0.0000
Public Institutions	E-Voting	106717723	66596678	62.4045	66596678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66596678	62.4045	66596678	0	100.0000	0.0000
Public Non Institutions	E-Voting	508596298	155506195	30.5756	155470480	35715	99.9770	0.0230
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155506195	30.5756	155470480	35715	99.9770	0.0230
Total		625428680	232217532	37.1293	232181817	35715	99.9846	0.0154



Zee Media Corporation Limited								
Resolution Required : Special			Z - Issuance of Securities for an amount not exceeding INR 400 Crores or its equivalent in any other currency(ies)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100
Promoter and Promoter Group	E-Voting	10114659	10114659	100.0000	10114659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10114659	100.0000	10114659	0	100.0000	0.0000
Public Institutions	E-Voting	106717723	66596678	62.4045	26184326	40412352	39.3178	60.6822
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		66596678	62.4045	26184326	40412352	39.3178	60.6822
Public Non Institutions	E-Voting	508596298	155505877	30.5755	155465774	40103	99.9742	0.0258
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		155505877	30.5755	155465774	40103	99.9742	0.0258
Total		625428680	232217214	37.1293	191764759	40452455	82.5799	17.4201



M P SANGHAVI & ASSOCIATES LLP

Company Secretaries
LLPIN – AAS-2921

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Nirmal Galaxy LBS Road,
Mulund West, Mumbai - 400080
Tel: 022 2591 8827/ 4640 4420
Website: www.mpsanghavi.com

SCRUTINIZER'S REPORT
ON POSTAL BALLOT E-VOTING OF ZEE MEDIA CORPORATION LIMITED
(Pursuant to Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended)

21 February 2025

To,
The Chairman of the Board
Zee Media Corporation Limited
(CIN: L92100MH1999PLC121506)
135, Continental Building, 2nd Floor, Dr. Annie Besant Road
Worli, Mumbai-400018

Sub: Report of Scrutinizer on Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) in respect of passing of the resolutions contained in the Postal Ballot Notice dated 13th January, 2025 ('Notice') issued by Zee Media Corporation Limited ('the Company')

Dear Sir,

I, Mita Sanghavi, Partner of M/s. MP Sanghavi & Associates LLP, Company Secretaries (FRN: L2020MH007000) was appointed as Scrutinizer by the Board of Directors of Zee Media Corporation Limited ('the Company') vide resolution passed on January 13, 2025, to scrutinize and submit report on votes cast by electronic means only (remote e-voting) by the Shareholders of the Company in respect of all Resolutions as set out in the Postal Ballot Notice dated 13th January, 2025, in accordance with General Circular Nos. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 8, 2021; 3/2022 dated May 05, 2022; 11/2022 dated December 28, 2022; 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2') and other applicable laws and regulations for the time being in force (including any statutory modification(s) or re-enactments thereof), the resolutions as mentioned below was put before the Members of the Company for voting through Postal Ballot mechanism. The voting was allowed by remote e-voting only and no physical postal ballot forms were dispatched to the members, in terms of applicable provisions.

Regd Office: Runwal Anthurium, T4-602, LBS Road, Mulund West, Mumbai 400 080



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Company Secretaries

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The compliance with the provisions of the Companies Act, 2013 read with Rules made thereunder and MCA and SEBI Circulars, SS-2 and SEBI Listing Regulations relating to voting through electronic means, by the members on the Resolutions proposed in the Notice, is the responsibility of management. My responsibility as a Scrutinizer for e-voting process is restricted to scrutinizing the votes cast and submitting our Report on the votes cast "in favour" or "against" the resolution(s) proposed in the Postal Ballot Notice based on the reports generated from the remote e-voting system of National Securities Depository Limited ('NSDL'), the authorized agency, to provide remote e-voting facilities and engaged by the Company for that purpose.

Accordingly, I submit my report as under:

1. The Company had on 22nd January 2025 completed dispatch of Postal Ballot Notice by email to the Members whose e-mail id(s) were registered with the MUFG Intime India Private Limited (previously known as 'Link Intime India Private Limited') ("Registrar and Transfer Agents" of the Company) or the Depositories as on cut-off date i.e. 17th January, 2025.
2. In terms of MCA circulars, the Company has published an advertisement on January 18, 2025 informing the shareholders/Members about the Postal Ballot/E-voting in "Business Standard" and Marathi Newspaper - "Navshakti" and the process to register their email address with Company to receive the Notice of Postal Ballot in electronic mode.
3. The Company has also published an advertisement on January 23, 2025 informing the shareholders/Members about the dispatch of Notice through electronic mode only in "Business Standard" and Marathi Newspaper "Navshakti".
4. In compliance with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided E-voting facility to all its Shareholders, as on cut-off date, to enable them to cast their votes electronically. The E-voting commenced from Thursday 23rd January 2025, at 9:00 a.m. (IST) and ended on Friday 21st February 2025, at 5:00 p.m. (IST) ('e-voting period'). The voting during this period was considered for my scrutiny.
5. The Company had engaged National Securities Depository Limited (NSDL) as the service provider, for extending the facility of e-voting to all the Members of the Company.
6. E-voting was unblocked by me on 21st February 2025 after 5.00 p.m. in presence of two witnesses viz. Mr. Amogh Joshi and Mr. Kaushal Soni, who are not in the employment of the Company.

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Based on report made available from E-voting system of NDSL website, I hereby report as under:

Item No. 1: Special Resolution - Increase in aggregate limit of investment by Foreign Portfolio Investors ('FPIs') to 49% of the Paid-Up Equity Share Capital of the Company, on Fully Diluted Basis.:

Particulars	No. of Members	No. of Votes
Total E-Voting received	538	232217532
Less : Invalid E-Voting received	0	0
Total valid E-Voting received	538	232217532

Mode	Voted in Favour			Voted Against		
	Members	Votes	Voting %	Members	Votes	Voting %
E-Voting	494	232181817	99.98%	44	35715	0.02

Item No. 2: Special Resolution - Issuance of Securities for an amount not exceeding INR 400 Crores or its equivalent in any other currency(ies).:

Particulars	No. of Members	No. of Votes
Total E-Voting received	538	232217214
Less : Invalid E-Voting received	0	0
Total valid E-Voting received	538	232217214

Mode	Voted in Favour			Voted Against		
	Members	Votes	Voting %	Members	Votes	Voting %
E-Voting	476	191764759	82.57	62	40452455	17.43

Based on the above, we report that Special Resolutions in connection with Item Nos. 1 and 2 mentioned herein above and in the Postal Ballot Notice, proposed to the Members of Zee Media Corporation Limited have received requisite majority of votes in favor and thus both the **SPECIAL RESOLUTIONS WERE APPROVED** by shareholders.

Regd Office: Runwal Anthurium, T4-602, LBS Road, Mulund West, Mumbai 400 080



M P SANGHAVI & ASSOCIATES LLP

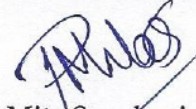
Company Secretaries
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The Chairman/Company Secretary may accordingly declare the result of voting through remote e-voting facility in connection with the resolutions mentioned in the Notice.

Electronic data and records related to e-voting have been handed over / sent to the Company Secretary of the Company, duly authorized for safe keeping.

With warm regards
For M P Sanghavi and Associates LLP
FRN: L2020MH007000



Mita Sanghavi
FCS- 7205, CP-6364
UDIN - F007205F003982418
Peer Review Certificate No: 2972/2023
Date: 21 February 2025
Place: Mumbai

