

November 21, 2013

BSE Limited
National Stock Exchange of India Limited

Kind Attn: Corporate Relationship Department

Dear Sirs,

Sub: Proceedings of the Court Convened Meeting of Shareholders.

This is to inform you that, the Members of the Company at the Court Convened General Meeting held today i.e. on November 21, 2013, have approved, with requisite majority, the Scheme of Amalgamation of Essel Publishers Private Limited with Zee Media Corporation Limited and their respective shareholders and creditors, made under the provisions of Sections 391 to 394 and other applicable provisions of the Companies Act, 1956.

The said Scheme shall be subject to further approval of the Public Shareholders of the Company by way of Postal Ballot / E-voting and other regulatory authorities including approval of Hon'ble High Court of Judicature at Bombay.

We hereby enclose:

- Details of voting results of the Court Convened General Meeting of shareholders, in compliance with Clause 35A of the Listing Agreement; and
- Copy of Poll result announcement as uploaded on Company's website www.zeenews.india.com

This is for your information and records please.

Yours faithfully,
For ZEE MEDIA CORPORATION LIMITED
(formerly Zee News Limited)


Pushpal Sanghavi
Company Secretary



Encl. As above



|| VASUDHAIVA KUTUMBAKAM ||
THE WORLD IS MY FAMILY

ZEE MEDIA CORPORATION LIMITED
Regd. office : Continental Building, 135, Dr. Annie Besant Road, Worli,
Mumbai - 400018, India Tel.: +91 22 2483 1234, Fax.: +91 22 2495 5974


Details of Voting Results as per Clause 35A of the Listing Agreement

| Particulars | Details |
|---|---|
| Date of Court Convened General Meeting | November 21, 2013 |
| Total number of shareholders as on Date of the Meeting | 1,09,207 |
| No of Shareholders present in the meeting either in person or through proxy | |
| a) Promoters & Promoter Group | 4 |
| b) Public | 97 |
| No of Shareholders attended the meeting through video conferencing | |
| a) Promoters & Promoter Group | 0 |
| b) Public | 0 |
| Details of Agenda | To consider & approve the Scheme of Amalgamation of Essel Publishers Pvt Ltd with Zee Media Corporation Ltd & their respective shareholders and creditors |
| Resolution required | Special Majority |
| Mode of Voting | Poll |
| Voting results | Approved by requisite majority |

Details of Voting in case of Poll

| Category | Promoter & Promoter Group | Public - Institutional Shareholders | Public Others | Total |
|---|---------------------------|-------------------------------------|---------------|-------------|
| No of Shares held | 127,899,010 | 49,348,074 | 62,516,872 | 239,763,956 |
| No of Votes Polled | 127,899,010 | 48,798,707 | 2,427,566 | 179,125,283 |
| % of Votes Polled on Outstanding Shares | 100 | 98.89 | 3.88 | 74.70 |
| No of Votes - In favour | 127,899,010 | 33,398,707 | 2,427,542 | 163,725,259 |
| No of Votes - Against | 0 | 15,400,000 | 24 | 15,400,024 |
| % of Votes in favour on Votes Polled | 100 | 68.44 | 99.99 | 91.40 |
| % of Votes against on Votes Polled | 0 | 31.56 | 0.01 | 8.60 |

For ZEE MEDIA CORPORATION LIMITED
(formerly Zee News Limited)


Pushpal Sanghavi
Company Secretary
Mumbai, November 21, 2013



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(Formerly Zee News Limited)

Registered office: Continental Building, 135, Dr. Annie Besant Road, Worli, Mumbai 400 018

POLL RESULTS ANNOUNCEMENT

Given below are the details of Polling conducted at the Court Convened Meeting of the Members of the Company held on Thursday, November 21, 2013 at 10.30 a.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai 400 018

Based on the Scrutineers Report submitted to the Chairman of the Meeting, it is declared that:

78 (Seventy Eight) shareholders / proxies representing 163,725,259 equity shares of the face value of Re.1 each fully paid up equivalent to 90.698% in Numbers and 91.403% in Value voted FOR the Scheme and 8 (Eight) shareholders / proxies representing 15,400,024 equity shares of the face value of Re.1 each fully paid up equivalent to 9.302% in Numbers and 8.597% in Value voted AGAINST the Scheme. None of the shareholders / proxies casted invalid votes.

| No.of Shareholders / Proxies | % | No of Shares / Votes | % | Voting |
|------------------------------|---------|----------------------|--------|---------|
| 78 | 90.698 | 16,37,25,259 | 91.403 | FOR |
| 8 | 9.302 | 1,54,00,024 | 8.597 | AGAINST |
| 86 | 100.000 | 17,91,25,283 | 100.00 | |

Therefore, the resolution for approving the Scheme of Amalgamation of Essel Publishers Private Limited with Zee Media Corporation Limited and their respective shareholders and creditors under Section 391 to 394 and other applicable provisions of the Companies Act, 1956, was approved by the Members of the Company with requisite majority.

S/d
Alok Agrawal
Chairman of the Meeting
Dated: November 21, 2013
Place: Mumbai