

December 2, 2016

✓ **BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Ref: Disclosure by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to disclosure requirements by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/release of encumbrance in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith our disclosure for creation/ release of encumbrance on the equity shares of Zee Media Corporation Limited

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For **ARM Infra & Utilities Private Limited**



Authorised Signatory



For **25FPS Media Private Limited**



Authorised Signatory



Encl: As above

CC: Zee Media Corporation Limited
135, Continental Building,
Dr. Annie Besant Road, Worli,
Mumbai - 400 018.

(Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

Name of the Target Company (TC)	Zee Media Corporation Limited
Name of the stock exchanges where the shares of the target company are listed	NSE /BSE
Date of Reporting	2nd December, 2016
Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released	ARM Infra & Utilities Private Limited 25 FPS Media Private Limited

Details creation of encumbrance :

Name of Promoter (s) or PACs with him (**)	Promoter Holding in the target company(1)			Promoter holding already encumbered (2)				Details of Even pertaining to encumbrance (3)				Post event holding of encumbered shares {Creation [(2)+(3)]/release [(2)-(3)]/ invocation[(2)-(3)]}		
	No of Shares	% of total share Capital	% w.r.t diluted share capital (*)	No of Shares	% of total share Capital	Type of event (creation/release/invocation)	Date of creation invocation release of encumbrance	Type of encumbrance (pledge/lien/non disposal undertaking/other)	Reasons for encumbrance	No of Shares	% of total share capital	Name of the entity in whose favor shares encumbered	No of Shares	% of total share capital
ARM Infra & Utilities Private Limited	15,90,72,726	33.79	N.A.	9,68,45,724	20.57	Creation	25-Nov-16	Pledge	Collateral Pledge for Facility of Promoter Group Company	71,60,000	1.52	Bejaj Finance Limited	10,40,05,724	22.09
ARM Infra & Utilities Private Limited	15,90,72,726	33.79	N.A.	10,40,05,724	22.09	Release	25-Nov-16	Pledge	Collateral Release for Facility of Promoter Group Company	1,52,50,000	3.24	IDBI Trusteeship Services Limited	8,87,55,724	18.85
ARM Infra & Utilities Private Limited	15,90,72,726	33.79	N.A.	8,87,55,724	18.85	Creation	30-Nov-16	Pledge	Collateral Pledge for Facility of Promoter Group Company	60,00,000	1.27	STCI Finance Limited	9,47,55,724	20.13



25 FPS Media Private Limited	16,62,68,323	35.32	N.A.	3,03,00,000	6.44	Creation	29-Nov-16	Pledge	Collateral Pledge for Facility of Promoter Group Company	35,40,000	0.75	STCI Finance Limited	3,38,40,000	7.19
25 FPS Media Private Limited	16,62,68,323	35.32	N.A.	3,38,40,000	7.19	Creation	30-Nov-16	Pledge	Collateral Pledge for Facility of Promoter Group Company	53,50,000	1.14	Axis Finance Limited	3,91,90,000	8.32
25 FPS Media Private Limited	16,62,68,323	35.32	N.A.	3,91,90,000	8.32	Creation	30-Nov-16	Pledge	Collateral Pledge for Facility of Promoter Group Company	4,70,000	0.10	STCI Finance Limited	3,96,60,000	8.42
Prime Publishing Private Limited	23,635	0.01	N.A.	-	-	-	-	-	-	-	-	-	-	-
Essel Infraprojects Limited	130	0.00	N.A.	-	-	-	-	-	-	-	-	-	-	-
Sprit Textiles Private Limited	260	0.00	N.A.	-	-	-	-	-	-	-	-	-	-	-

Place : Mumbai

Date : 2nd December, 2016



Signature of the Authorised Signatory

(**) The names of all the promoters their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016. Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities /warrants into equity shares of the TC.