

ARM INFRA & UTILITIES PRIVATE LIMITED

(FORMERLY KNOWN AS ARM INFRA & UTILITIES LIMITED)

18th Floor, A-Wing, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai - 400013

CIN: U45400MH2013PTC244266

February 29, 2016

✓ **Bombay Stock Exchange 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 release / creation of Pledge of encumbrance the equity shares of Zee Media Corporation Limited

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

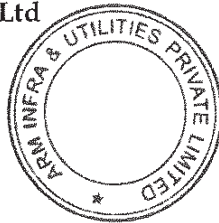
Thanking you,

Yours faithfully,

For ARM Infra & Utilities Private Ltd



Authorised Signatory



Encl: As above.

CC: Zee Media Corporation Ltd
Continental Building, 135,
Dr. A. B. Road,
Worli, Mumbai - 400018.

(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) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

Name of the Target Company (TC) Zee Media Corporation Limited

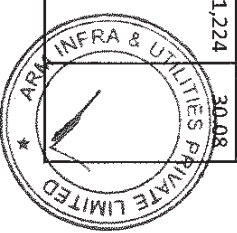
Name of the stock exchanges where the shares of the target company are listed NSE / BSE

Date of Reporting 29.02.2016

Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released ARM Infra & Utilities Private Limited

Details creation of encumbrance :

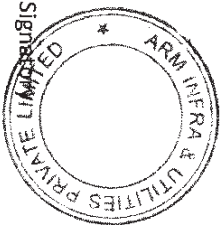
Name of Promoter (s) or PACs with him ^(*)	Promoter Holding in the target company(1)		Promoter holding already encumbered (2)		Details of Even pertaining to encumbrance (3)			Post event holding of encumbered shares					
	No of Shares	% of total share Capital	No of Shares	% of total share Capital	Type of event (creation/release invocation)	Date of creation release of encumbrance	Type of encumbrance (pledge/lien /non disposal /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	159,072,726	33.79	140,316,224	29.80	Release	23.02.2016	Pledge	Collateral Release for Facility of Promoter Group Company	7210000	1.53	IDBI Trusteeship Services Limited	133,106,224	28.27
ARM Infra & Utilities Private Limited	159,072,726	33.79	133,106,224	28.27	Creation	24.02.2016	Pledge	Collateral Pledge for Facility of Promoter Group Company	1,225,000	0.26	Xander Finance Private Limited	134,331,224	28.53
ARM Infra & Utilities Private Limited	159,072,726	33.79	134,331,224	28.53	Creation	25.02.2016	Pledge	Collateral Pledge for Facility of Promoter Group Company	7,300,000	1.55	IDBI Trusteeship Services Limited	141,631,224	30.08



ARM Infra & Utilities Private Limited	159,072,726	33.79	N.A.	141,631,224	30.08	Creation	29.02.2016	Pledge	Collateral Pledge for Facility of Promoter Group Company	200,000	0.04	IDBI Trusteeship Services Limited	141,831,224	30.13
25 FPS Media Private Limited	166,268,323	35.32	N.A.	45,450,000	9.65					-	-		45,450,000	9.65
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 : 29.02.2016

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 Clause 35 of the listing agreement. 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.