

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

Tel: + 91 22 71061234 CIN: U45400MH2013PTC244266

April 15, 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 of pledge of 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



Encl: As above.

CC: Zee Media Corporation Limited
135, Continental Building,
Dr. Annie Besant Road, Worli,
Mumbai - 400018.

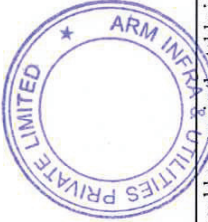
(Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

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	15th April, 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 {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	
ARM Infra & Utilities Private Limited	15,90,72,726	33.79	N.A.	13,15,81,224	27.95	Creation	12.04.2016	Pledge	Collateral Pledge for Facility of Promoter Group Company	1,15,00,000	2.44	STCI Finance Limited	14,30,81,224	30.39
25 FPS Media Private Limited	16,62,68,323	35.32	N.A.	4,54,50,000	9.65								4,54,50,000	9.65
Prime Publishing Private Limited	23,635	0.01	N.A.	-	-								-	-
Essel Infraprojects Limited	130	0.00	N.A.	-	-								-	-



Spirit Textiles Private Limited	260	0.00	N.A.															
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[Handwritten Signature]

Signature of the Authorised Signatory

Place : Mumbai
Date : 15th April, 2016

(**) 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.