

April 11, 2017

BSE Limited  
National Stock Exchange of India Limited.

Kind Attn.: Manager- Corporate Relationship

Dear Sir,

**Sub: Certificate as per Regulation 40(9) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed a Certificate from Mr. Satish K. Shah, Practicing Company Secretary.

Kindly acknowledge receipt.

For Zee Media Corporation Limited



Pushpal Sanghavi  
Company Secretary



Encl. As stated



|| 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 : 91-22-2490 0302

www.zeenews.india.com | CIN : L92100MH1999PLC121506

B-2/201, Lok Everest, Jata Shankar Dosa Road,  
Mulund West, Mumbai – 400 080.



**Satish K. Shah**

B.A., LL.B., FCS

**Company Secretary**

FCS 1313; CP 3142;

Trade Marks Agent Code No. 1503

Telefax : 25649808 • Cell : 7738036028

E-mail: satshah@gmail.com

### COMPLIANCE CERTIFICATE

I have examined the relevant Books and records relating to Equity Shares of **M/s Zee Media Corporation Limited** ('the Company') maintained by its Registrar and Share Transfer Agent (R&T Agent) M/s Link Intime India Private Limited, at their office at C - 101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai - 400083 for the purpose of issuing the Certificate as per Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Based on such examination as well as information and explanations which were necessary and furnished to me for issuing my certificate and to the best of my knowledge and belief, I hereby certify that in my opinion the R&T Agent of the Company has during the half year ended 31<sup>st</sup> March, 2017, delivered all certificates within the period of 30 days prescribed under the Listing Regulations from the date of lodgment of complete set of documents for transfer, sub-division, consolidation and issuance of duplicate share certificate(s) etc., if any.

Out of 470,789,505 Equity shares of Re. 1 each, 470,439,459 Equity Shares have been dematerialized.

Place: Mumbai

Date: April 11, 2017



  
CS Satish K. Shah