IDBI Trusteeship Services Ltd

CIN: U65991MH2001GOI131154



Ref:6388/ITSL/OPR/2018-19

Date: October 05, 2018

1	Bombay Stock Exchange Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumba; - 400 051		
	Zee Media Corporation Ltd. Marathon Futurex, 14th Floor, A Wing, N M Josh Marg, Lower Sarel Mumbai - 400013			

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of shares of Zee Media Corporation Ltd.

Pursuant to the disclosure required to be made under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the pledge of shares of Zee Media Corporation Ltd. in favour of IDBI Trusteeship Services Limited (ITSL) in the capacity of Debenture Trustee and Security Trustee for the benefit of Debenture Holders and Lenders.

For and on behalf of

IDBI Trusteeship Services Ltd

Authorized Signatory

Regd. Office: Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001.

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Part A - Annexure

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Part- A – Details of Acquisition

Part- A – Details	of Acquisition		
et Company (TC)	Zee Media Corporation	on Ltd	'
uirer belongs to	Pledge of Equity shares of Zee Media Corporation Ltd. with IDBI Trusteeship Services Limited as security for and on behalf of Debenture Holders for NCDs issued by New Media Broadcasting Private Limited and as Security Trustee for loans availed by Essel Corporate Resources Pvt Ltd.		
	Barahay Stack Eycha	age Limited Natio	nal Stock Exchange
	of India Limited		
quisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
tion under consideration (under	9,79,00,000	20.80%	20.80%
rying voting rights nature of encumbrance en/non-disposal ng/others) nts (VR) otherwise than by convertible securities/ any other t that entities the acquirer to ares carrying voting rights in the ry holding in each category)		20.80%	20.80%
rrying voting rights acquired/ red/sold otherwise than by /convertible securities/any other nt that entitles the acquirer to nares carrying voting rights in the	94,50,000*	2.01%*	2.01%*
	cquirer and Persons Acting in the acquirer where the ted ted quisition as follows tion under consideration (under f acquirer along with PACs of: rying voting rights nature of encumbrance en/non-disposal ng/others) nts (VR) otherwise than by (convertible securities/ any other at that entities the acquirer to ares carrying voting rights in the fly holding in each category) bion (pledge of shares) rrying voting rights acquired/ rred/sold otherwise than by /convertible securities/any other at that entitles the acquirer to the fly holding in each category) bion (pledge of shares) rrying voting rights acquired/ rred/sold otherwise than by	equirer and Persons Acting in the acquirer the acquirer The acquirer The acquirer Pledge of Equity sharwith IDBI Trusteeship on behalf of Debent Media Broadcasting Trustee for loans as Pvt Ltd. No Trustee for loans as Pvt Ltd. No Rock Exchange(s) where the ted The acquirer along with PACs of: Trying voting rights nature of encumbrance enchon-disposal ng/others) The that entities the acquirer to arres carrying voting rights in the five holding in each category) The cholenge of shares) Trying voting rights acquired/ Trying voting rights in the acquirer to	zee Media Corporation Ltd requirer and Persons Acting in the acquirer Pledge of Equity shares of Zee Media with IDBI Trusteeship Services Limited on behalf of Debenture Holders for No Media Broadcasting Private Limited Trustee for loans availed by Essel Copyt Ltd. No regroup Rock Exchange(s) where the ted Rombay Stock Exchange Limited, Nation of India Limited Rumber Rumber Number Numbe



				\neg
acquired/sold				
d) Shares in nature of encumbrance				
(pledge/lien/non-disposal]			
undertaking/others)]
and a state of the				1
e) Total (a+b+c+d)	94,50,000*	2.01%*	2.01%*	ヿ
			22.81%	一
After the acquisition under consideration (under	10,73,50,000	22.81%	22.0170	
pledge) holding of acquirer along with PACs of :			;	
	i		:	I
 a) Shares carrying voting rights 			:	
b) VRs otherwise than by shares	1		į	- 1
c) Warrants/convertible securities/any other			i .	
instrument that entitles the acquirer to			i	
receive shares carrying voting rights in the				
TC (specify holding in each category) after	1			
			'	l
acquisition. d) Shares in nature of encumbrance				1
1 7				
(pledge/lien/non-disposal			1	
undertaking/others)			22.040/	\dashv
e) Total (a+b+c+d)	10,73,50,000	22.81%	22.81%	4
6. Mode of acquisition/Release (e.g.open market /	94,50,000 Equity			
public issue / rights issue / preferential allotment /	Shares constituting			- {
inter-se transfer etc.)	2.01% of paid up			
	capital were pledged			
	in favour of IDBI			
	Trusteeship Services			- 1
	Limited (acting as			
	Debenture / Security			
	1			
	Trustee) for the			
	benefit of Debenture			
	Holders/Lenders.			
	Out of which			
	14,50,000 Equity			
	Shares constituting		1	
	0.31% have been		İ	
	pledged on	1		
1	03.10.2018.]		
7.Salient features of the securities acquired	94,50,000 Equity			
including time till redemption, ratio at which it can	Shares constituting	[
	2.01% of paid up			
be converted into equity shares, etc.		I .		
	capital were pledged in favour of IDBI			
	1	1	1	
	Trusteeship Services			
	Limited (acting as			
	Debenture / Security	1		
	Trustee) for the	1	1	
	benefit of Debenture			



	Holders/Lenders.			
	Out of which			
	14,50,000 Equity			ì
	Shares constituting			
	0.31% have been			
	pledged on		İ	
	03.10.2018.			
8. Date of acquisition /sale of shares / VR or date	03-10-2018			
of receipt of intimation of allotment of shares,				
whichever is applicable				Ļ
9. Equity share capital /total voting capital of the	47,07,89,505 equity	İ		
TC before the said acquisition/ sale	shares of face value			
	of as disclosed in the			
	shareholding pattern			
	dated June 30, 2018			
	disclosed on the		i	
	website of BSE		1	
	Limited.			
10. Equity share capital/total voting capital of the	47,07,89,505 equity			t
TC after the said acquisition/ sale	shares of face value		1	
To dite the said doquisition, as-	of as disclosed in the			i
	shareholding pattern			
	dated June 30, 2018	1		
	disclosed on the			
	website of BSE			
	Limited.			
11. Total diluted share/voting capital of the TC	47,07,89,505 equity			
after the said acquisition/sale.	shares of face value			
	of as disclosed in the			
	shareholding pattern			
	dated June 30, 2018			
	disclosed on the			
	website of BSE			
	Limited.			
		1		1

Note:

- Out of 94,50,000 Equity Shares constituting 2.01% of paid up capital were pledged in favour of IDBI Trusteeship Services Limited, (i) Pledge over 80,00,000 Equity Shares of Zee Media Corporation Ltd. constituting to 1.70% have been pledged on July 03, 2018 as security for Non-Convertible Debentures of Rs. 300 Crs issued by New Media Broadcasting Private Limited and (ii) 14,50,000 Equity Shares of Zee Media Corporation Ltd. constituting to 0.31% have been pledged on October 03, 2018 as security for loan of Rs. 200cr availed by Essel Corporate Resources Pvt Ltd.
- The present disclosure is made within 2 working days of pledge aggregating to more than 2% of the paid up capital of target company.



Signature of the acquirer:

IDBI Trusteeship Services L

Authorized Signatory

Place: Mumbai .

Date: October 05, 2018

Note:

(*) Total share capital/ voting 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

(****) We are the Trustees and holding the shares by way of Share Pledge as Security and we do not have any intention of making investment in shares or acquisition of shares for trading. It is not the business or activity of ITSL to deal in any shares. ITSL does not operate and acquire any shares by purchasing or buying from the Securities Market. ITSL need to sell the Pledged shares only when the Borrower has committed default in Payment of interest or repayment of Principal and in no other case. The sole purpose of the sale is to recover the defaulted dues of the Lenders and not for making any gain.