

Composite Scheme of Arrangement & Amalgamation between Zee Digital Convergence Limited ('ZDCL'), India Webportal Private Limited ('IWPL'), Zee Unimedia Limited ('ZUL'), Sarthak Entertainment Private Limited ('SEPL') and Zee Entertainment Enterprises Limited ('ZEEL') and their respective Shareholders ('Composite Scheme') under Sections 230 to 232 read with section 66 of the of the Companies Act, 2013 containing documents submitted to the Stock Exchanges and required to be uploaded on Website of the Company pursuant to SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017.

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Sr. No.	Particulars	Annexure No
1	Draft of the Composite Scheme of Arrangement and Amalgamation	1
2	Valuation Report from Independent Chartered Accountants	Not Applicable
3	Report of the Audit Committee	2
4	Fairness Opinion by Merchant Banker	Not Applicable
5	Pre & Post Scheme Shareholding pattern of Resulting Company and Transferor Companies	3
6	Audited financials for last three years (financials not being more than six months old of unlisted entities)	4
7	Auditors certificate on Accounting Treatment	5
8	Detail compliance report duly certified by the Company Secretary, Chief Financial Officer and the Managing Director confirming compliance with various regulatory regulations specified for schemes of arrangement and all accounting standards.	6
9	Undertaking confirming non-applicability of Paragraph I(A)(9)(a) of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015 along with Auditor Certificate confirming the above.	7

For Zee Entertainment Enterprises Limited

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M Lakshminarayanan

Chief Compliance Officer & Company Secretary

Mumbai, September 25, 2017

