



Extraordinary Together

September 13, 2021

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code Equity: 505537
Preference: 717503

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE Symbol: ZEEL EQ
: ZEEL P2

Dear Sirs,

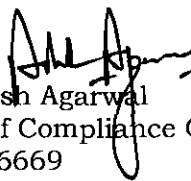
Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

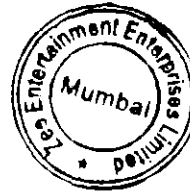
We have on September 12, 2021 received a letter titled 'Requisition for calling an Extraordinary General Meeting of the shareholders of the Company under Section 100(2)(a) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder' ('Letter').

Invesco Developing Markets Fund (formerly Invesco Oppenheimer Developing Markets Fund) and OFI Global China Fund LLC are shareholders of the Company who hold 7,43,18,476 equity shares and 9,73,50,000 equity shares respectively, representing an aggregate of 17.88% of the paid-up share capital of the Company. The copy of the said Letter is enclosed herewith, the contents of which are self-explanatory. The Company is examining the said letter, its related attachments and will take necessary action as per applicable law.

Thanking You,

Yours faithfully,
For Zee Entertainment Enterprises Limited


Ashish Agarwal
Chief Compliance Officer & Company Secretary
FCS6669



Encl: As above

Zee Entertainment Enterprises Limited

Regd. Office : 18th Floor, A-Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai - 400 013, India

P: +91 22 7106 1234 | F: +91 22 2300 2107 | CIN: L92132MH1982PLC028767 | www.zee.com

11 September 2021

The Board of Directors
Zee Entertainment Enterprises Limited
18th Floor, 'A' Wing, Marathon Futurex
NM Joshi Marg, Lower Parel
Mumbai - 400013

Dear Sir,

Sub: Requisition for calling an Extraordinary General Meeting of the shareholders of Zee Entertainment Enterprises Limited under Section 100(2)(a) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder

1. We, Invesco Developing Markets Fund (formerly Invesco Oppenheimer Developing Markets Fund) and OFI Global China Fund LLC are shareholders of Zee Entertainment Enterprises Limited (the "**Company**") and hold, as on the date of this letter, 7,43,18,476 equity shares and 9,73,50,000 equity shares, respectively representing an aggregate of 17.88% of the paid-up share capital of the Company that carries the right of voting.
2. Pursuant to Section 100(2)(a) and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, we submit this requisition to you for calling an extraordinary general meeting of the shareholders of the Company in the manner prescribed under the applicable provisions of the Companies Act, 2013, to pass the following resolutions as ordinary resolutions:

Item no. 1

REMOVAL OF MR PUNIT GOENKA AS DIRECTOR

"RESOLVED THAT pursuant to the provisions of Section 169 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, Mr. Punit Goenka (DIN: 00031263) be and is hereby removed from the office of the director of the Company."

Item no. 2

REMOVAL OF MR MANISH CHOKHANI AS DIRECTOR

"RESOLVED THAT pursuant to the provisions of Section 169 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, Mr. Manish Chokhani (DIN: 00204011) be and is hereby removed from the office of the director of the Company."

Item no. 3

REMOVAL OF MR ASHOK KURIEN AS DIRECTOR

"RESOLVED THAT pursuant to the provisions of Section 169 and other applicable provisions of the Companies Act, 2013 and the Rules framed

thereunder, Mr. Ashok Kurien (DIN: 00034035) be and is hereby removed from the office of the director of the Company."

Item no. 4

APPOINTMENT OF MR. SURENDRA SINGH SIROHI AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Mr. Surendra Singh Sirohi (DIN: 07595264) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by him."

Item No. 5

APPOINTMENT OF MS. NAINA KRISHNA MURTHY AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Ms. Naina Krishna Murthy (DIN: 01216114) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by her."

Item No. 6

APPOINTMENT OF MR. ROHAN DHAMIJA AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Mr. Rohan Dhamija (DIN: 06503402) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by him."

Item No. 7

APPOINTMENT OF MS. ARUNA SHARMA AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Ms. Aruna Sharma (DIN: 06515361) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by her."

Item No. 8

APPOINTMENT OF MR. SRINIVASA RAO ADDEPALLI AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Mr. Srinivasa Rao Addepalli (DIN: 00362918) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by him."

Item No. 9

APPOINTMENT OF MR. GAURAV MEHTA AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152(2) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment thereto or modification(s) or re-enactment thereof and subject to the approval of Ministry of Information and Broadcasting, Government of India and such other approvals, as may be required, Mr. Gaurav Mehta (DIN: 07025315) be appointed as an independent director of the Company to hold office for a term up to five consecutive years for which requisite declaration required under Section 149(7) has been provided by him."

3. For the resolutions proposed in items 1 – 3 above, please treat this letter also as a special notice under Section 169(2) read with Section 115 of the Companies Act, 2013.
4. For the resolutions proposed in items 4 – 9 above, please treat this letter also as a proposal for candidature of the following persons under Section 160 of the Companies Act, 2013:
 - (a) Mr. Surendra Singh Sirohi, aged 66 years, son of Late Mr. Hukam Singh Sirohi, residing at D-249, 3rd Floor, Defence Colony, New Delhi – 24.
 - (b) Ms. Naina Krishna Murthy, aged 49 years, daughter of Ambuga Srinivasa Raghavachar Krishnamurthy, residing at No. 1404, 4th Floor, Anriya Palatial, RMV 2nd Stage, Dollars Colony, Bangalore 560094.
 - (c) Mr. Rohan Dhamija, aged 41 years, son of Ranjan Dhamija, residing at L1/13 DLF 2, Gurugram, Haryana, 122002.
 - (d) Ms. Aruna Sharma, aged 63, daughter of Gopal Damodar Limaye, residing at 7033,B 10, Vasant Kunj, Delhi 110070.
 - (e) Mr. Srinivasa Rao Addepalli, aged 46 years, son of Satyendranath Dixit Addepalli, residing at 303, Dosti Orchid, Dosti Acres, Wadala East, Mumbai 400037.
 - (f) Mr. Gaurav Mehta, aged 43 years, son of Promod Mehta, residing at 2306, North Tower, The Imperial, Tardeo, Mumbai-400034, Maharashtra, India.

(collectively, "**Proposed Independent Directors**"), in each case, as an independent director of the Company, at the next extraordinary general meeting of the Company. The requirement of deposit of amount under Section 160(1) of the Companies Act, 2013 is not applicable as each of these Proposed Independent Directors is sought to be appointed as an independent director.
5. The requisite information regarding each of the Proposed Independent Directors is enclosed as **Annexure 1 (colly)**:
 - (a) Identification proof;
 - (b) Proof of address;
 - (c) Consent to act as director (Form DIR- 2);
 - (d) Declaration of qualification (Form DIR-8);
 - (e) Declaration under section 149(7) of the Companies Act, 2013.

Form MBP-1 (notice of interest by a director) will be submitted by the Proposed Independent Directors on the date of their appointment or subsequently, but prior to the first board meeting of the Company which they attend as a director.

6. We understand that the Company is required to seek an approval from the Ministry of Information and Broadcasting ("MIB") in connection with the appointment of the Proposed Independent Directors. For the purpose of such application, we hereby enclose the relevant declarations and information required from each of the Proposed Independent Directors as **Annexure 2 (colly)**. Accordingly, we request that the Company submit an application with the MIB seeking approval for the appointment of the Proposed Independent Directors at the earliest. You are also requested to share a copy of the application for our records.
7. The board of directors of the Company is requested to take all necessary action to call for and conduct the extraordinary general meeting, as requisitioned by us, in accordance with applicable law, including Sections 100, 101 and 102 of the Companies Act, 2013 and Rule 23(3) of the Companies (Management and Administration) Rules, 2014.
8. We request you to please disclose the receipt of this Special Notice and Requisition, along with its copy (but excluding Annexures 1 and 2 as they contain personal details such as identity proof and address of the Proposed Independent Directors), to the BSE Limited and the National Stock Exchange of India Limited under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as this constitutes material information.

[Signature page follows]

Yours faithfully,

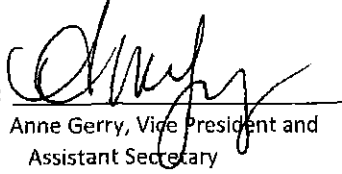
**INVESCO DEVELOPING MARKETS
FUND, a series portfolio of AIM
Investment Funds (Invesco
Investment Funds)**

By: Invesco Advisers, Inc., as its
Investment Adviser

By: 
Anne Gerry, Assistant Secretary

OFI GLOBAL CHINA FUND, LLC

By: Oppenheimer Funds, Inc., its
Managing Member

By: 
Anne Gerry, Vice President and
Assistant Secretary