



Extraordinary Together

July 13, 2023

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

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

Dear Sirs,

Sub: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We refer to the Postal Ballot Notice dated May 25, 2023, seeking approval of the Members of the Company, on the Special Resolution, pertaining to re-appointment of Ms. Alicia Yi (DIN: 08734283) as an Independent Director of the Company for a second term of 3 years.

In this regard, please find enclosed the following:

1. Voting results pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure 1; and
2. Report of the Scrutinizer dated July 13, 2023, as Annexure 2.

Based on the Scrutinizer's Report, the aforesaid Special Resolution has failed to receive requisite number of votes in favour and hence does not stand passed.

The above results and Scrutinizer's Report will also be available on the website of the Company (i.e. www.zee.com) and on the website of National Securities Depository Limited (i.e. www.evoting.nsdl.com).

Request you to take the same on your record and acknowledge receipt.

Thanking you,

Yours faithfully,
For Zee Entertainment Enterprises Limited

Ashish Agarwal
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



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Annexure -1

POSTAL BALLOT VOTING RESULTS

Disclosure pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	Not Applicable (Resolution proposed to be pass through Postal Ballot)
Total number of shareholders on record date (June 2, 2023)	4,44,325
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoter and Promoter Group Public	Not Applicable

Zee Entertainment Enterprises Limited

Resolution Required : (Special)			1 - Re-appointment of Ms. Alicia Yi (DIN: 08734283) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	731041045	653796115	89.4336	249913428	403882687	38.2250	61.7750
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		653796115	89.4336	249913428	403882687	38.2250	61.7750
Public Non Institutions	E-Voting	191162091	7167570	3.7495	5634692	1532878	78.6137	21.3863
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7167570	3.7495	5634692	1532878	78.6137	21.3863
Total		960519420	699279969	72.8023	293864404	405415565	42.0239	57.9761

VINOD KOTHARI & COMPANY

Practicing Company Secretaries

403-406, 175 Shreyas Chambers, D. N. Road, Fort

Mumbai-400 001, India

Phone: +91 – 22 - 22614021 | 22 - 62370959

Email: corplaw@vinodkothari.com

Web: www.vinodkothari.com

July 13, 2023

To,

Mr. R Gopalan,
Chairman,
Zee Entertainment Enterprises Limited,
18th Floor - A Wing, Marathon Futurex,
N M Joshi Marg, Lower Parel,
Mumbai 400013,
India.

Sub: Scrutinizer's Report on Postal Ballot (e-voting) Results

Dear Sir,

- 1) I, Vinita Nair, Senior Partner of Vinod Kothari & Company, Practicing Company Secretaries, (Membership No FCS 10559/ C.P. No 11902) have been appointed as the Scrutinizer by the Board of Directors of Zee Entertainment Enterprises Limited (“the Company”) in terms of the appointment letter dated April 24, 2023 for the purpose of scrutinizing the e-voting process, pursuant to the Notice dated May 25, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended from time to time, read with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022 and Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the following special business by passing the resolution set out in the notice through Postal Ballot through electronic means.
- 2) The Notice dated May 25, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the resolution mentioned in the notice, as confirmed by the Company, was sent via email only to the Members whose e-mail addresses were available with the Company, RTA and Depositories as on Friday, June 2, 2023 (“Cut-off Date”).
- 3) The Company had availed the e-voting facility offered by NSDL for conducting e-voting by the shareholders of the Company.
- 4) The shareholders of the Company holding shares as on the Cut-off Date were entitled to vote on the resolutions as contained in the Notice. The voting period for e-voting on Postal Ballot commenced on Wednesday, June 14, 2023 at 9:00 a.m. (IST) and ended on, Thursday, July 13, 2023 at 05:00 p.m. (IST) and

the NSDL e-voting module was disabled thereafter. The votes cast under the e-voting facility were thereafter unblocked in the presence of two witnesses, viz., Ms. Aisha Begum Ansari and Mr. Kaushal Shah, being Manager and Executive of Vinod Kothari & Company, Practicing Company Secretaries. These witnesses are not in the employment of the Company.

- 5) I have scrutinized and reviewed the votes cast through e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Rules, as amended.
- 6) The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and the MCA Circulars relating to e-voting on the Resolutions contained in the Notice.
- 7) My responsibility as the Scrutinizer of the voting process (through e-voting) was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favor and against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by NSDL.
- 8) For those Members whose email IDs were not available, a Public Notice with regard to the Company's Postal Ballot Notice was published on Tuesday, June 13, 2023 in Business Standard, English, and Navshakti, Marathi, providing requisite information and contact details of the RTA for registering email IDs and queries on e-voting.
- 9) I, now submit my Scrutinizer Report on the results of the voting by Postal Ballot only through the e-voting process in respect of:

Sr. No.	Type	Description of Resolution
1.	As a Special Resolution	Re-appointment of Ms. Alicia Yi (DIN: 08734283) as an Independent Director of the Company

Resolution: Special Resolution**Re-appointment of Ms. Alicia Yi (DIN: 08734283) as an Independent Director of the Company**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1806	29,38,64,404	42.0239

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
494	40,54,15,565	57.9761

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

10) Figures have been taken upto four decimal places.

11) In view of the above scrutiny, I hereby certify that the above Special Resolution is not approved as it failed to get the requisite majority of votes as required under reg. 25 (2A) of the Listing Regulations.

12) The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over after the Chairperson considers, approves and signs the minutes of the Postal Ballot, to Mr. Ashish Agarwal, Company Secretary, for safe keeping.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Firm Registration No.: P1996WB042300

VINITA
VENUGOPA
L NAIR

Digitally signed by
VINITA VENUGOPAL
NAIR
Date: 2023.07.13
20:43:08 +05'30'

Ms. Vinita Nair

Senior

Partner

FCS: 10559

COP: 11902

UDIN: F010559E000606055

Date: July 13, 2023

Place: Mumbai

Countersigned

Ashish Agarwal
Company Secretary
Zee Entertainment Enterprises Limited