



Extraordinary Together

May 23, 2024

To,
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 Sir / Madam,

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Dear Sir/ Madam,

This is with reference to our disclosure letters dated January 22, 2024, January 24, 2024 and April 16, 2024 with respect to the termination of the Merger Cooperation agreement dated December 22, 2021 ("MCA") between Zee Entertainment Enterprises Limited ("Company") and Culver Max Entertainment Private Limited ("Culver Max") and Bangla Entertainment Private Limited ("BEPL") by Culver Max and BEPL and the Company's application before the Hon'ble National Company Law Tribunal, Mumbai seeking directions to implement the Composite Scheme of Arrangement and the withdrawal of the said application.

Pursuant to Regulation 30 and Part A of Schedule III of the Listing Regulations, we hereby wish to inform you that the Company has, on account of Culver Max's and BEPL's breaches under the MCA, terminated the MCA by issuing a letter dated May 23, 2024, and sought a termination fee from Culver Max and BEPL in accordance with the provisions of the MCA.

The details as required under the SEBI Listing Regulations read with the SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in **Annexure A**.

Thanking you,

Yours faithfully,
For Zee Entertainment Enterprises Limited

Ashish Agarwal
Company Secretary
FCS6669

Encl: As above



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Annexure A

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sr. No.	Particulars	Details
1.	Name of parties to the agreement	<ul style="list-style-type: none">• Culver Max Entertainment Private Limited (<i>formerly</i> Sony Pictures Networks India Private Limited (“Culver Max”));• Bangla Entertainment Private Limited (“BEPL”); and• Zee Entertainment Enterprises Limited (“Company”).
2.	Nature of the agreement	Merger Cooperation Agreement to record the mutual understanding amongst the Company, Culver Max and BEPL in relation to a proposed merger scheme, to set forth their respective rights, obligations and matters are incidental thereto.
3.	Date of execution of the agreement	December 22, 2021
4.	Details of amendment and impact thereof or reasons of termination and impact thereof	Culver Max and BEPL have failed to comply with their obligations under the MCA. Therefore, the Company has terminated the MCA and called upon Culver Max and BEPL to pay the termination fee i.e. the aggregate amount equal to USD 90,000,000, in accordance with the MCA.