



July 10, 2025

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,

**Sub: Intimation under Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations') - Summary of proceedings, Details of voting Results and Consolidated Report of the Scrutinizer for the Extraordinary General Meeting of the Equity Shareholders of the Company held on July 10, 2025**

This is to inform you that the Extraordinary General Meeting of the Company was held today, i.e. Thursday, July 10, 2025 at 11:00 a.m. through video conferencing/other audio visual means ('EGM') in accordance with the relevant circular(s), issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, for transacting the business(es) as mentioned in the Notice dated June 16, 2025 convening the EGM.

In this regard, please find enclosed the following:

1. Summary of proceedings of EGM pursuant to Regulation 30 and Part A of Schedule III of SEBI Listing Regulations as **Annexure - 1**;
2. Details of voting results of EGM pursuant to Regulation 44 of the SEBI Listing Regulations as **Annexure - 2**;
3. Consolidated Report of the Scrutinizer dated July 10, 2025, on remote e-voting and e-voting during EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure - 3**.

The abovementioned voting results will also be available on the website of the Company at <https://www.zee.com/regulatory-filings/#> and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and records.

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, Maharashtra, India  
**D:** +91 22 7106 1234 | **CIN:** L92132MH1982PLCO28767 | **W:** [www.zee.com](http://www.zee.com)

## Annexure – 1

### Summary of Proceedings of Extraordinary General Meeting of the Company held on July 10, 2025

The Extraordinary General Meeting of the Company was held on July 10, 2025 through Video Conferencing/Other Audio Visual Means ('EGM') in accordance with the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time. The meeting commenced at 11:00 a.m. IST and concluded at 12.25 p.m. IST (including the time allowed for e-Voting at the Meeting).

Mr. R Gopalan, Chairperson of the Company, chaired the proceedings of the meeting. He welcomed all the Members, Directors, Auditors and other participants to the EGM.

The Chairperson informed the Members that the Company has taken all requisite steps to enable the Members to participate through Video Conference and vote at the EGM. The requisite quorum being present through Video Conference, the Chairperson called the meeting to order.

The Chairperson informed the Members that the Company had provided the remote e-voting facility to cast the votes electronically, on resolution no. 1 set forth in the Notice of the EGM. He further informed that the e-voting facility was also made available during the EGM for the benefit of Members who were present during the EGM and had not cast their votes earlier through remote e-voting. He further informed the Members that copies of various documents as detailed in the explanatory statement, annexed to the notice of EGM, were available for inspection electronically.

All the Directors were present for the meeting through Video Conferencing from their respective locations. The representatives of the Statutory and Secretarial Auditors, Chief Executive Officer, Chief Financial Officer and the Company Secretary of the Company were also present through Video Conferencing. Thereafter, the Chairman called upon the names of the fellow board members and introduced them. Below mentioned members of the Board and Chief Executive Officer acknowledged their presence in the meeting:

Mr. Uttam Prakash Agarwal	Independent Director, Chairperson of Audit Committee and Stakeholders Relationship Committee
Mr. Shishir Babubhai Desai	Independent Director, Chairperson of Corporate Social Responsibility Committee and Member of Nomination & Remuneration Committee
Ms. Deepu Bansal	Independent Director, Member of Audit Committee and Stakeholders Relationship Committee
Mr. Venkata Ramana Murthy Piniseti	Independent Director, Chairperson of Nomination & Remuneration Committee and Member of Corporate Social Responsibility Committee
Ms. Divya Karani	Independent Director, Member of Nomination & Remuneration Committee and Risk Management Committee
Mr. Punit Goenka	Chief Executive Officer

The Chairperson then delivered his speech to the Members of the Company.

Afterwards, the Company Secretary informed the Members that the Notice of EGM was taken as read with the permission of the members of the Company as the same was earlier circulated to the Members.

Thereafter, Question & Answer forum was opened for the registered speakers to seek clarification or offer any comments related to the resolution as mentioned in the EGM Notice. Total 22 speaker shareholders raised queries/made comments on the relevant matters for which necessary clarifications and responses were provided by the management team and Mr. R Gopalan.

Afterwards, the Company Secretary informed the Members that Ms. Vinita Nair (Membership No. F10559), Senior Partner, M/s Vinod Kothari & Co., Company Secretaries has been appointed as scrutinizer for scrutiny of the votes cast through the remote e-voting platform and e-voting during the Meeting in a fair and transparent manner. He further stated that Consolidated results of remote e-voting and e-voting during the Meeting will be announced and uploaded on the websites of the Company and National Securities Depository Limited and the same shall also be intimated to the Stock Exchanges within the prescribed timelines.

Mr. Ashish Agarwal, Company Secretary thanked the Directors and Members of the Company and declared the meeting as closed.

The following business item, as per the Notice of EGM dated June 16, 2025, was transacted at the EGM:

Item No.	Details of the Resolution	Type of Resolution (Ordinary/Special)
<b>Special Business</b>		
1	Issue of Fully Convertible Warrants to the Promoter Group entities on Preferential Basis	Special

Post the conclusion of the e-voting, the consolidated report of Scrutinizer was received.

The above-mentioned resolution failed to get requisite majority of votes as required under the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,  
For **Zee Entertainment Enterprises Limited**

Ashish Agarwal  
Company Secretary  
FCS6669

Encl: As above

**Annexure – 2**

**Voting Results of Extraordinary General Meeting of the Company held on July 10, 2025**  
(Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Date of Extraordinary General Meeting	July 10, 2025
Total number of shareholders on cut-off date (i.e. Thursday, July 3, 2025)	653378
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing /Other Audio Visual Means:</b> Promoters and Promoter Group Public	9 114



**MUFG Intime India Private Limited**  
(Formerly Link Intime India Private Limited)

**CIN: U67190MH1999PTC118368**

**Registered Address:**

C-101, Embassy 247, L.B.S. Marg,  
Vikhroli (West), Mumbai – 400083.

**Tel: +91 22 4918 6000**

**www.in.mpms.mufg.com**

Zee Entertainment Enterprises Limited								
Resolution Required :Special			1 - Issue of Fully Convertible Warrants to the Promoter Group Entities on Preferential Basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	399594398	369856969	92.5581	176727963	193129006	47.7828	52.2172
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		369856969	92.5581	176727963	193129006	47.7828	52.2172
Public Non Institutions	E-Voting	522608738	137543003	26.3185	109733298	27809705	79.7811	20.2189
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		137543003	26.3185	109733298	27809705	79.7811	20.2189
Total		960519420	545716256	56.8147	324777545	220938711	59.5140	40.4860



**MUFG Intime India Private Limited**

A part of MUFG Corporate Markets, a division of MUFG Pension & Market Services

# VINOD KOTHARI & COMPANY

Practicing Company Secretaries

403 – 406, Shreyas Chambers, 175, Dr. D. N. Road,  
Fort, Mumbai – 400 001, India

Phone: 022 - 40056953 | 022 - 6237 0959

Email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Annexure – 3

July 10, 2025

To,  
The Chairperson,  
**Zee Entertainment Enterprises Limited,**  
18<sup>th</sup> Floor - A Wing, Marathon Futurex,  
N M Joshi Marg, Lower Parel,  
Mumbai, Maharashtra 400013.

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting carried out, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for Extra Ordinary General Meeting of the Company (“EGM”) of the Equity shareholders of Zee Entertainment Enterprises Limited, (“Company”) held on Thursday, 10<sup>th</sup> July, 2025 at 11:00 a.m. through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).**

Dear Sir,

1. I, Vinita Nair, Joint Managing 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 the Company at its meeting held on June 16, 2025, for the purpose of scrutinizing the remote e-voting prior to the EGM and e-voting during the EGM, pursuant to the Notice dated June 16, 2025 issued under Section 108 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 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), as amended from time to time, read with General Circular No. 9/2024 dated September 19, 2024 and other circulars issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as (“**MCA Circulars**”) and as per Regulation 44 of 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 special business as contained in the Notice of the EGM.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to Section 108 of the Act read with Rule 20 of the Rules in connection with resolution no. 1 proposed at the EGM, the Company has availed services of National Securities Depository Limited (“**NSDL**”) and provided remote e-voting facility prior to the EGM and e-voting facility during the EGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.

3. The Notice dated June 16, 2025 along with statement setting out material facts under Section 102 of the Act and in respect of the business mentioned in the notice, and corrigendum to the EGM Notice dated July 03, 2025, as confirmed by the Company, was sent via email to the Members whose e-mail addresses were available with the Company, RTA and Depositories.
4. The shareholders of the Company holding shares as on Thursday, July 3, 2025 (“**Cut-off Date**”) were entitled to vote on the resolution no. 1 as contained in the Notice. The voting period for remote e-voting commenced on Sunday, July 6, 2025 at 9:00 a.m. (IST) and ended on Wednesday, July 9, 2025 at 5:00 p.m. (IST) and the NSDL remote e-voting module was disabled thereafter. The NSDL e-voting platform was re-opened during the EGM for those members who had not cast their votes on the resolution no. 1 as contained in the Notice through remote e-voting and kept open for 15 minutes after the EGM.
5. The votes cast under remote e-voting facility and e-voting during the EGM were thereafter unblocked in the presence of two witnesses, viz., Ms. Palak Jaiswani and Ms. Viddhi Shalia, being Manager and Executive of Vinod Kothari & Company, Practicing Company Secretaries respectively. These witnesses are not in the employment of the Company.
6. I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the EGM 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.
7. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, MCA Circulars and the Listing Regulations relating to remote e-voting and e-voting facility during the EGM on the resolution contained in the Notice.
8. My responsibility as the Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast “IN FAVOUR” and “AGAINST” the business stated in the Notice, based on the reports generated from the NSDL e-voting system.
9. For those Members whose email IDs were not available, a Public Notice with regard to the Company’s EGM was published on Thursday, June 19, 2025 in Business Standard in English language, and Navshakti in Marathi language, *inter-alia* providing requisite information and contact details for registering email IDs and queries on e-voting.
10. I, now submit my Report on the results of the voting through the e-voting process in respect of the following:

Sr. No.	Type	Description of Resolution
<b>Special Business</b>		
1.	Special Resolution	Issue of Fully Convertible Warrants to the Promoter Group entities on Preferential Basis.

**SPECIAL BUSINESS:****Resolution 1: Special Resolution****Issue of Fully Convertible Warrants to the Promoter Group entities on Preferential Basis.**(i) Voted **in favour** of the resolution:

The number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1305	324777545	59.5140

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1978	220938711	40.4860

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

11. Figures have been taken upto four decimal places.

12. In view of the above scrutiny as the number of votes cast in favour of the resolution was not more than three times of the number of votes cast against, I hereby certify that the Special Resolution with regard to resolution no. 1 has not been passed with requisite majority.

13. 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 EGM, to Mr. Ashish Agarwal, Company Secretary, for safe keeping.

**Date: July 10, 2025****Place: Mumbai****Countersigned**

**Ashish Agarwal**  
**Company Secretary**  
**Membership No: F6669**  
**Zee Entertainment Enterprises Limited**

**For Vinod Kothari & Company**  
**Practicing Company Secretaries**  
**Firm Registration No.: P1996WB042300**

VINITA  
 VENUGOPAL  
 NAIR

Digitally signed by VINITA  
 VENUGOPAL NAIR  
 Date: 2025.07.10 17:20:19  
 +05'30'

**Vinita Nair**  
**Joint Managing Partner**  
**FCS: 10559**  
**COP: 11902**  
**UDIN: F010559G000753059**