

ZEE ENTERTAINMENT ENTERPRISES LIMITED

Registered office: Continental Building, 135, Dr. Annie Besant Road, Worli, Mumbai 400 018

POLL RESULTS ANNOUNCEMENT

Given below are the details of Polling conducted at the Court Convened Meeting of the Members of the Company held on Monday, October 14, 2013 at 10.30 a.m. at Ravindra Natya Mandir, P L Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai 400 025

Based on the Scrutineers Report submitted to the Chairman of the Meeting, it is declared that:

401 (Four Hundred & One) shareholders / proxies representing 744,843,052 equity shares of the face value of Re.1 each fully paid up equivalent to 98.77% in Numbers and 99.97% in Value voted FOR the Scheme and 5 (Five) shareholders / proxies representing 198,436 equity shares of the face value of Re.1 each fully paid up equivalent to 1.23% in Numbers and 0.03% in Value voted AGAINST the Scheme. 2 (Two) shareholders / proxies representing 900,050 equity shares of the face value of Re.1 each fully paid up have casted invalid votes.

No.of Shareholders /	%	No of Shares /	%	Voting
Proxies		Votes		_
401	98.77	744,843,052	99.97	FOR
5	1.23	198,436	0.03	AGAINST
406	100	745,041,488	100	

Therefore, the resolution for approving the arrangement embodied in the Scheme of Arrangement between Zee Entertainment Enterprises Limited and its Equity Shareholders, under Section 391 read with Sections 16, 94 and other applicable provisions of the Companies Act, 1956, was approved by the Members of the Company with requisite majority.

S/d **Punit Goenka Chairman of the Meeting** Dated: October 14, 2013 Place: Mumbai