POLL RESULTS ANNOUNCEMENT – PREFERENCE SHAREHOLDERS
Given below are the details of Polling conducted at the Court Convened Meeting of the Preference Shareholders of the Company held on Wednesday, June 4, 2014 at 11.50 a.m. (i.e. immediately after conclusion of Meeting of Equity Shareholders) at Nehru Auditorium, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai 400 018

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

150 (One Hundred and Fifty) shareholders / proxies representing 13,12,08,57,278 preference shares of the face value of Re.1 each fully paid up equivalent to 95.541% in Numbers and 99.437% in Value voted FOR the Scheme and 8 (Eight) shareholders / proxies representing 7,42,50,772 preference shares of the face value of Re.1 each fully paid up equivalent to 5.096% in Numbers and 0.563% in Value voted AGAINST the Scheme. 8 (Eight) shareholders / proxies representing 420 preference shares of the face value of Re.1 each fully paid up, casted invalid votes.

No.of Shareholders / Proxies	%	No of Shares / Votes	%	Voting
150*	95.541%	13120857278	99.437%	FOR
8*	5.096%	74250772	0.563%	AGAINST
157	100.64%	13195108050	100.00%	

* includes 1 shareholder voted for and against the Scheme for part holding in the same Poll Paper

Therefore, the resolution relating to the Scheme of Arrangement between Diligent Media Corporation Limited and Zee Entertainment Enterprises Limited and their respective shareholders and creditors <u>was approved by the Preference Shareholders of the Company with requisite majority.</u>

S/d
Punit Goenka
Chairman of the Meeting

Dated: June 4, 2014
Place: Mumbai