October 14, 2013

BSE Limited
National Stock Exchange of India Limited

Kind Attn: Corporate Relationship Department

Dear Sirs,

Sub: Proceedings of the Court Convened Meeting of Shareholders.

This is to inform you that, the Members of the Company at the Court Convened General Meeting held today i.e. on October 14, 2013, have approved, with requisite majority, the arrangement embodied in the Scheme of Arrangement between Zee Entertainment Enterprises Ltd and its Equity shareholders made under the provisions of Sections 391 read with Sections 16, 94 and other applicable provisions of the Companies Act, 1956, to facilitate issuance of 6% Cumulative Redeemable Non-Convertible Preference Shares to the Equity Shares of the Company by way of Bonus.

The said Scheme shall be subject to further approval of Hon'ble High Court of Judicature at Bombay and approval/ exemption / sanction of regulatory authority(ies) as may be required under applicable law.

We hereby enclose:

- Details of voting results, in compliance with Clause 35A of the Listing Agreement; and
- Copy of Poll result announcement as uploaded on Company's website www.zeetelevison.com

This is for your information and records please.

Yours faithfully,
For **ZEE ENTERTAINMENT ENTERPRISES LIMITED**

M. Lakshminarayanan
Chief Compliance Officer & Company Secretary

Zee Entertainment Enterprises Limited Mumbai

Encl. As above

ZEE ENTERTAINMENT

VASUDHAIVA KUTUMBAKAM
THE WORLD IS MY FAMILY

ZEE ENTERTAINMENT ENTERPRISES LIMITED
Continental Building, 135, Dr. Annie Besant Road, Worli, Mumbai - 400 018. India.

Details of Voting Results as per Clause 35A of the Listing Agreement

Particulars	Details
Date of Court Convened General Meeting	October 14, 2013
Total number of shareholders as on Date of the Meeting	93,694
No of Shareholders present in the meeting either in person or through proxy	
a) Promoters & Promoter Group	22
b) Public	395
No of Shareholders attended the meeting through video conferencing	
a) Promoters & Promoter Group	0
b) Public	0
Details of Agenda	To consider & approve arrangement embodied in the Scheme of Arrangement between Zee Entertainment Enterprises Limited and its Equity Shareholders
Resolution required	Special Majority
Mode of Voting	Poll
Voting results	Approved by requisite majority

Details of Voting in case of Poll

Category	Promoter & Promoter Group	Public – Institutional Shareholders	Public - Others	Total
No of Shares held	413670212	481846434	64686004	960202650
No of Votes Polled	413670212	331260722	110554	745041488
% of Votes Polled on Outstanding Shares	100%	68.75%	0.17%	
No of Votes – In favour	413670212	331062298	110542	744843052
No of Votes – Against	-	198424	12	198436
% of Votes in favour on Votes Polled	100%	99.94%	99.99%	
% of Votes against on Votes Polled	-	0.06%	0.01%	

For **ZEE ENTERTAINMENT ENTERPRISES LIMITED**

M. Lakshminarayanan
Chief Compliance Officer & Company Secretary

Mumbai, October 14, 2013

Zee Entertainment Enterprises Limited Mumbai

ZEE ENTERTAINMENT

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ZEE

|| Vasudhaiva Kutumbakam ||

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 / Proxies	%	No of Shares / Votes	%	Voting
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.

Punit Goenka
Chairman of the Meeting
Dated: October 14, 2013
Place: Mumbai

Zee Entertainment Enterprises Limited Mumbai