



June 16, 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: Outcome of Board Meeting held on June 16, 2025

In compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations'), we would like to inform you that the Board of Directors of the Company, at its meeting held today *i.e.* June 16, 2025, have *inter-alia* considered and approved the following:

1. Issue of up to 16,95,03,400 (Sixteen crore Ninety Five lakhs Three thousand and Four hundred only) fully convertible Warrants, for consideration to be received in cash, with each warrant convertible into or exchangeable with 1 fully paid-up equity share of the Company having face value of Re. 1/- (Rupee One Only) each ('Warrants') at a price (including the Warrant Subscription Price and the Warrant Exercise Price) of Rs. 132/- (Rupees One hundred Thirty Two only) each ('Warrant Issue Price'), aggregating up to ₹ 2237,44,48,800/- (Rupees Two thousand Two hundred Thirty Seven crore Forty Four lakhs Forty Eight thousand and Eight hundred Only) ('Total Issue Size') on a preferential basis, to Altilis Technologies Private Limited and Sunbright Mauritius Investments Limited, Promoter Group entities ('Proposed Warrant Holders' / 'Proposed Allottees'), with the upfront payment of Warrant Subscription Price of Rs. 33/- (Rupees Thirty Three Only) for each Warrant, which is equivalent to 25% (twenty five per cent) of the Warrant Issue Price ('Warrant Subscription Price'), entitling the Proposed Warrant Holders to seek conversion of Warrant(s) in one or more tranches, within a maximum period of 18 (eighteen) months from the date of allotment of Warrants, upon the payment of Warrant Exercise Price of Rs. 99/- (Rupees Ninety Nine Only) for each Warrant, equivalent to 75% (Seventy five per cent) of the Warrant Issue Price ('Warrant Exercise Price'), and be allotted one fully paid-up equity share of the Company of face value of Re. 1/- each ('Equity Share') at a price of Rs. 132/- per share (including premium of Rs. 131/- per share) in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('ICDR Regulations'), Companies Act, 2013, as may be amended from time to time and other applicable laws and regulations and subject to the approval of regulatory / statutory / government authorities or such other approvals, as may be required, and subject to the approval of the members of the Company.
2. Convening an Extra Ordinary General Meeting of the members of the Company on Thursday, July 10, 2025 through video conference and/or other audio-visual means in accordance with the

Zee Entertainment Enterprises Limited

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relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India to seek approval of the members of the Company for issuance of Warrants on a preferential basis.

The details required to be disclosed relating to the preferential issue as per Regulation 30 of the LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, are attached as **Annexure - A**.

The Board meeting commenced at 4.00 p.m. and concluded at 7.25 p.m.

Request you to take the same on record.

Thanking you,

Yours faithfully,
For Zee Entertainment Enterprises Limited

Ashish Agarwal
Company Secretary
FCS6669

Encl: As above

Annexure - A

Particulars	Details of Preferential Issue				
Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Fully Convertible Warrants of the Company ('Warrants')				
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue in accordance with Chapter V of the ICDR Regulations and other applicable laws				
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 16,95,03,400 (Sixteen crore Ninety Five lakhs Three thousand and Four hundred only) Warrants, each convertible in to, or exchangeable for 1 (one) fully paid-up equity share of the Company of face value of Re. 1/- each ('Warrants') at an issue price of Rs. 132/- (Rupees One hundred Thirty Two only) each ('Warrants Issue Price') which includes a premium of Rs. 131/- (Rupees One hundred Thirty One only) for each Warrant, aggregating up to Rs. 2237,44,48,800/- (Rupees Two thousand Two hundred Thirty Seven crore Forty Four lakhs Forty Eight thousand and Eight hundred Only). The amount paid against Warrants shall be adjusted against the issue price for the resultant Equity Shares.				
Name of Investors	1. Atilis Technologies Private Limited 2. Sunbright Mauritius Investments Limited				
<u>Post allotment of securities:</u> Outcome of subscription	The Warrants are proposed to be allotted to Atilis Technologies Private Limited and/or Sunbright Mauritius Investments Limited. Details of the shareholding of the Proposed Allottees in the Company, prior to and after the Preferential Issue, are as under: <table border="1" data-bbox="589 1249 1377 1640"> <thead> <tr> <th>Pre preferential issue to the proposed allottees</th> <th>Post allotment of Warrants pursuant to the Preferential Issue</th> </tr> </thead> <tbody> <tr> <td>NIL</td> <td>Up to 16,95,03,400 (Sixteen crore Ninety Five lakhs Three thousand and Four hundred only) Warrants constituting up to 15% of the share capital of the Company (on a fully diluted basis post conversion), considering the enhanced outstanding shares (i.e. existing outstanding shares plus maximum shares to be issued post conversion).</td> </tr> </tbody> </table>	Pre preferential issue to the proposed allottees	Post allotment of Warrants pursuant to the Preferential Issue	NIL	Up to 16,95,03,400 (Sixteen crore Ninety Five lakhs Three thousand and Four hundred only) Warrants constituting up to 15% of the share capital of the Company (on a fully diluted basis post conversion), considering the enhanced outstanding shares (i.e. existing outstanding shares plus maximum shares to be issued post conversion).
Pre preferential issue to the proposed allottees	Post allotment of Warrants pursuant to the Preferential Issue				
NIL	Up to 16,95,03,400 (Sixteen crore Ninety Five lakhs Three thousand and Four hundred only) Warrants constituting up to 15% of the share capital of the Company (on a fully diluted basis post conversion), considering the enhanced outstanding shares (i.e. existing outstanding shares plus maximum shares to be issued post conversion).				
Issue Price /allotted price	Rs. 132/- (Rupees One hundred Thirty Two only) per Warrant. While determining the Issue price, valuation report in accordance with Regulation 164(1) / 166A of the ICDR Regulations from Registered Valuer in accordance with Regulation 166A was considered.				

Number of investors:	Up to 2 (Two) investors.
<u>In case of convertibles</u> - Intimation on conversion of securities or on lapse of the tenure of the instrument	The rights attached to Warrants may be exercised by the Proposed Warrant Holders, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants. In the event the Proposed Warrant Holders does not exercise any Warrant(s) within 18 months from the date of allotment, such unexercised Warrant(s) shall lapse, and the amount paid to the Company at the time of subscription of such unexercised Warrant(s) shall stand forfeited.