ZEE ENTERTAINMENT ENTERPRISES LIMITED

Registered Office: Continental Building, 135, Dr. Annie Besant Road, Worli, Mumbai-400 018.
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Contact Person: Mr. M Lakshminarayanan, Executive Vice President & Company Secretary

CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT, FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF ZEE ENTERTAINMENT ENTERPRISES LIMITED

This Corrigendum to the Public Announcement ("**PA**") dated April 9, 2012 issued on April 10, 2012 is being issued in connection with the Buyback of Equity Shares from the open market through the electronic trading mechanism of the Stock Exchanges by Zee Entertainment Enterprises Limited ("**ZEE**" or "**the Company**"). This Corrigendum should be read in conjunction with the PA. This corrigendum is being made pursuant to the letter issued by Securities and Exchange Board of India bearing Reference No. CFD/DCR1/VSS/NB/8808/2012 dated April 19, 2012. The capitalized terms and abbreviations used in this Corrigendum have the same meaning as ascribed to them in the PA, unless otherwise specified.

The shareholders of ZEE are requested to kindly note the following with respect to or in connection with the PA:

a) At the end of paragraph C of Clause 12.5 of the PA, the following be read in addition to the existing disclosure:

This off-market *inter-se* transfer from Essel Infraprojects Ltd was carried out on October 18, 2011.

b) Last paragraph of clause 12.5 of the PA be substituted with the following disclosure :

There were no purchase or sale of Equity Shares of the Company by any Promoters / Promoter Group / Persons who are in Control of Company and/or Directors of Promoters of the Company during the period of last 12 months ended on April 4, 2012 except as disclosed hereinabove.

c) In Clause 1.2 and the second paragraph of Clause 13.2 of the PA the following disclosure be read in addition to the existing disclosure:

In view of the exemption available in terms of the clause (iii) to the proviso to Regulation 10(4)(c) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations"), in relation to the approval of the buyback by the Board, the Company has duly complied with the proviso of the aforesaid clause of the Takeover Regulations.

Being interested in the resolution approving the Buyback, the Promoter Directors of the Company had neither participated in the discussions relating to the said proposal nor voted in favour of the resolution for the said Buy-back. The existing Promoters are already in control over the Company and any increase in shareholding / voting rights pursuant to the Buyback will not result in any change in control over the Company. Thus, any consequential increase in the shareholding / voting rights of the Promoters will be exempt in terms of the clause (iii) to the Proviso to Regulation 10(4)(c) of the Takeover Regulations.

All other information and terms of the Buyback as disclosed in the PA remain unchanged.

MANAGER TO THE BUYBACK

Enam Securities Private Limited
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Email: zeebuyback@enam.com; Contact Person: Ms. Simran Gadh

DIRECTORS' RESPONSIBILITY

The Board accepts full responsibility for the information contained in this Corrigendum.

For and on behalf of the Board of Directors of **Zee Entertainment Enterprises Limited**

	(sd/-)	(sd/-)	(sd/-)
Date : April 19, 2012	**Punit Goenka**	**Ashok Kurien**	**M Lakshminarayanan**
Place : Mumbai	Managing Director & CEO	Director	Company Secretary

PRESSMAN

Size: 12 (w) X 15 (h)