



Extraordinary Together

September 14, 2021

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code Equity: 505537
Preference: 717503

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE Symbol: ZEEL EQ
: ZEEL P2

Dear Sirs,

Sub: Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

This is to inform you that the 39th Annual General Meeting ("AGM") of the Company was held on Tuesday, September 14, 2021 at 4:30 p.m. through video conferencing/other audio visual means in accordance with the relevant circular(s) issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India and business(es) mentioned in the Notice dated August 06, 2021 (except businesses mentioned under Item No. 4 and 8), convening the AGM were transacted thereat.

In this regard, please find enclosed the following:

1. Summary of AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations as Annexure 1;
2. Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations as Annexure 2; and
3. Consolidated Report of the Scrutinizer dated September 14, 2021, on remote e-voting and electronic voting at the AGM as Annexure 3.

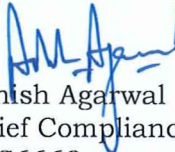
The above results will also be available on the website of the Company (i.e. www.zee.com) and on the website of National Securities Depository Limited (i.e. www.evoting.nsdl.com).

The above is for your information and record.

Thanking you,

Yours faithfully,

For Zee Entertainment Enterprises Limited


Ashish Agarwal
Chief Compliance Officer & Company Secretary
FCS6669



Encl: As above

Zee Entertainment Enterprises Limited

Regd. Office : 18th Floor, A-Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai - 400 013, India

P: +91 22 7106 1234 | F: +91 22 2300 2107 | CIN: L92132MH1982PLC028767 | www.zee.com



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Annexure 1

**SUMMARY OF PROCEEDINGS OF THE
39TH ANNUAL GENERAL MEETING OF THE COMPANY**

The 39th Annual General Meeting ("AGM") of the Company was held on Tuesday, September 14, 2021, through Video Conferencing/Other Audio Visual Means in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time in this regard. The meeting commenced at 4.30 p.m. IST and concluded at 05.55 p.m. IST (including the time allowed for e-Voting at AGM).

Mr. R Gopalan, Chairman of the Company, chaired the proceedings of the meeting. He welcomed all the Members, Directors, Auditors and other participants to the AGM.

The Chairman informed the Members that the Company has taken all requisite steps to enable Members to participate through Video Conference and vote at the AGM.

The requisite quorum being present through Video Conference, the Chairman called the meeting to order. All the Directors were present for the meeting through Video Conferencing from their respective locations. The representatives of the Statutory and Secretarial Auditors, Chief Financial Officer and the Company Secretary of the Company were also present through Video Conferencing. Thereafter, the Chairman called upon the names of the following persons who had joined the meeting to introduce themselves.:

Mr. Subhash Chandra	Chairman Emeritus
Mr. Adesh Kumar Gupta	Independent Director
Ms. Alicia Yi	Independent Director
Mr. Piyush Pandey	Independent Director and Chairman of the Nomination and Remuneration Committee
Mr. Sasha Mirchandani	Independent Director
Mr. Vivek Mehra	Independent Director and Chairman of the Audit Committee
Mr. Punit Goenka	Managing Director & Chief Executive Officer

The Chairman informed the Members that Mr. Ashok Kurien and Mr. Manish Chokhani had resigned as Non-Executive Non-Independent Directors of the Company with effect from September 13, 2021 owing to pre-occupation and changed life circumstances and perspective post COVID respectively. Hence, the voting with respect to Agenda Items No. 4 and 8 mentioned in the AGM Notice was not considered pertaining to continuation of directorship of Mr. Ashok Kurien and Mr. Manish Chokhani respectively.

The Chairman informed the Members that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice of the meeting. He further informed that the remote e-voting facility was also made available during



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the AGM and 15 minutes after the conclusion of the AGM for the benefit of Members who were present during the AGM and had not cast their votes earlier through remote e-voting.

The Chairman informed the Members that the necessary Registers and documents referred to in the Notice of the 39th AGM were available for inspection electronically.

The Notice convening the AGM of the Company was taken as read with the permission of the members of the Company as the same was earlier circulated to the Members. As required under Section 145 of the Companies Act, 2013, read with Para 13 of the Secretarial Standard – 2 on General Meetings, the qualifications in the Statutory Auditors Report along with the Management response on the same, were read out by the Company Secretary.

The Chairman then delivered his speech to the Members of the Company.

On Chairman's request Mr. Punit Goenka, Managing Director & CEO then addressed the Members of the Company which included highlights on business performance, outlook, etc. and conducted the balance proceedings of the meeting.

Thereafter, Mr. Punit Goenka opened the Question & Answer (Q&A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions or Financial Statements and Operations of the Company. Total 13 speaker shareholders raised queries/made comments on the financial performance and other relevant matters for which necessary clarifications and responses were provided by Mr. Punit Goenka.

Mr. Punit Goenka informed the Members that Ms. Vinita Nair (Membership No. F10559), Senior Partner, M/s Vinod Kothari & Co., Company Secretaries has been appointed as scrutinizer for scrutiny of the votes cast through the remote e-voting platform and electronic voting at the AGM. He further stated that Consolidated results of remote e-voting and voting at the AGM would be announced after the AGM and the Results along with the Scrutinizer's report would be uploaded on website of the Company and on the website of NSDL and the same shall also be intimated to the Stock Exchanges.

Mr. Punit Goenka, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and observations. He informed the Members that voting on the NSDL platform would continue for another 15 minutes to enable the Members to cast their votes.

154 numbers of shareholders were present in the AGM through Video Conferencing.

The following items of business, as per the Notice of AGM dated August 06, 2021, were transacted at the meeting through remote e-voting:



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Item No.	Details of the Resolution(s)	Resolution required (Ordinary/ Special)
1	Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2021 including the Balance sheet, Statement of Profit & Loss and the Reports of the Auditors and Directors thereon	Ordinary
2	Confirmation of Dividend paid on Preference Shares by the Company during, and for, the financial year ended March 31, 2021	Ordinary
3	Declaration of Dividend of Rs. 2.50 per Equity Share for the financial year ended March 31, 2021	Ordinary
4	Ratification of remuneration payable to Cost Auditor for FY 2020-21	Ordinary
5	Appointment of Mr. Sasha Mirchandani (DIN 01179921) as an Independent Director of the Company	Ordinary
6	Appointment of Mr. Vivek Mehra (DIN 00101328) as an Independent Director of the Company	Ordinary

Post the conclusion of the e-voting at the AGM, the Scrutinizers' report was received.

All the aforesaid resolutions were passed with requisite majority.

For Zee Entertainment Enterprises Limited


 Ashish Agarwal
 Chief Compliance Officer & Company Secretary
 FCS6669



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			1 - Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2021 including the Balance sheet, Statement of Profit & Loss and the Reports of the Auditors and Directors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	591434016	83.4747	496417918	95016098	83.9346	16.0654
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		591434016	83.4747	496417918	95016098	83.9346	16.0654
Public Non Institutions	E-Voting	213680262	99687932	46.6528	99025492	662440	99.3355	0.6645
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99687932	46.6528	99025492	662440	99.3355	0.6645
Total		960515715	729438232	75.9424	633759694	95678538	86.8833	13.1167



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			2 - Confirmation of Dividend paid on Preference Shares by the Company during, and for, the financial year ended March 31, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	610421528	86.1546	608208399	2213129	99.6374	0.3626
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		610421528	86.1546	608208399	2213129	99.6374	0.3626
Public Non Institutions	E-Voting	213680262	99688073	46.6529	99670145	17928	99.9820	0.0180
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99688073	46.6529	99670145	17928	99.9820	0.0180
Total		960515715	748425885	77.9192	746194828	2231057	99.7019	0.2981



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			3 - Declaration of Dividend of Rs. 2.50 per Equity Share for the financial year ended March 31, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	610421528	86.1546	608208399	2213129	99.6374	0.3626
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		610421528	86.1546	608208399	2213129	99.6374	0.3626
Public Non Institutions	E-Voting	213680262	99699715	46.6584	99690576	9139	99.9908	0.0092
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99699715	46.6584	99690576	9139	99.9908	0.0092
Total		960515715	748437527	77.9204	746215259	2222268	99.7031	0.2969



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			4 - Re-appointment of Mr. Ashok Kurien (DIN 00034035) as a Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0	0.00	0.00	0.00	0.00	0.00
	Total		0	0.00	0.00	0.00	0.00	0.00
Public Institutions	E-Voting	708519169	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0	0.00	0.00	0.00	0.00	0.00
	Total		0	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	213680262	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0	0.00	0.00	0.00	0.00	0.00
	Total		0	0.00	0.00	0.00	0.00	0.00
Total		960515715	0	0.00	0.00	0.00	0.00	0.00



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			5 - Ratification of remuneration payable to Cost Auditor for FY 2020-21					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	610421528	86.1546	610421528	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		610421528	86.1546	610421528	0	100.0000	0.0000
Public Non Institutions	E-Voting	213680262	99686792	46.6523	99297556	389236	99.6095	0.3905
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99686792	46.6523	99297556	389236	99.6095	0.3905
Total		960515715	748424604	77.9190	748035368	389236	99.9480	0.0520



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			6 - Appointment of Mr. Sasha Mirchandani (DIN 01179921) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	593819688	83.8114	501591045	92228643	84.4686	15.5314
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		593819688	83.8114	501591045	92228643	84.4686	15.5314
Public Non Institutions	E-Voting	213680262	99698259	46.6577	99260883	437376	99.5613	0.4387
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99698259	46.6577	99260883	437376	99.5613	0.4387
Total		960515715	731834231	76.1918	639168212	92666019	87.3378	12.6622



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)			7 - Appointment of Mr. Vivek Mehra (DIN 00101328) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	38316284	100.0000	38316284	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38316284	100.0000	38316284	0	100.0000	0.0000
Public Institutions	E-Voting	708519169	593819688	83.8114	390067861	203751827	65.6879	34.3121
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		593819688	83.8114	390067861	203751827	65.6879	34.3121
Public Non Institutions	E-Voting	213680262	99653652	46.6368	99253084	400568	99.5980	0.4020
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		99653652	46.6368	99253084	400568	99.5980	0.4020
Total		960515715	731789624	76.1872	527637229	204152395	72.1023	27.8977



Zee Entertainment Enterprises Limited

Resolution Required : (Ordinary)

8 - Appointment of Mr. Manish Chokhani (DIN 00204011) as a Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	38316284	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	708519169	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	213680262	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		960515715	0	0.0000	0	0	0.0000	0.0000



VINOD KOTHARI & COMPANY

Practising Company Secretaries
403-406, 175 Shreyas Chambers, D. N. Road, Fort
Mumbai-400 001, India
Phone: +91 - 22 - 22614021 | 22 - 62370959
email: corplaw@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300

To,
Mr. R Gopalan,
Chairman,
Zee Entertainment Enterprises Limited,
18th floor, A Wing, Marathon Futurex,
N M Joshi Marg, Lower Parel,
Mumbai - 400 013
India

Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting carried out, pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 39th Annual General Meeting (the "AGM") of the Equity shareholders of Zee Entertainment Enterprises Limited (the "Company") held on Tuesday, the 14th day of September, 2021 at 4:30 pm through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')

Dear Sir,

1. I, Vinita Nair, Senior Partner of M/s Vinod Kothari & Company, Practising Company Secretaries, (Membership No FCS 10559/ C.P. No 11902) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of the appointment letter dated August 07, 2021 for the purpose of scrutinizing the remote e-voting and voting through electronic system during the AGM as per the provisions of Section 108 of Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the businesses contained in Notice of the 39th AGM of the Company.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the 39th AGM, the Company availed services of National Securities Depository Limited ('NSDL') and provided remote e-voting facility and facility of electronic voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and Listing Regulations on the businesses set out in the Notice of the 39th AGM. My responsibility as a Scrutinizer is restricted in making a consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of AGM, based on the reports generated from the e-voting system of NSDL, the authorized agency engaged by the Company.

4. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as at the "cut-off date" of Tuesday, September 07, 2021 commenced on Friday, September 10, 2021 at 9:00 am and ended on Monday, September 13, 2021 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Tuesday, September 07, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM. The NSDL e-voting platform was re-opened during the AGM and kept open for 15 minutes after the AGM.
6. Pursuant to Rule 20 (4)(xii) of the MGT Rules, I unblocked the voting on NSDL website on September 14, 2021 in the presence of two witnesses, viz., Mr. Burhanuddin Dohadwala and Mr. Henil Shah, being Senior Manager and Assistant Manager of Vinod Kothari & Company, Practising Company Secretaries. These witnesses are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
7. I now submit the Consolidated Report as under:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company prepared on a standalone and consolidated basis, for the financial year ended March 31, 2021 including the Balance Sheet as at March 31, 2021, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1096	63,37,59,694	86.88

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
84	9,56,78,538	13.12

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 2: Ordinary Resolution

To confirm Dividend paid on the Preference Shares by the Company during, and for, the financial year ended March 31, 2021

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1130	74,61,94,828	99.70

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	22,31,057	0.30

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 3: Ordinary Resolution

To declare Dividend of ₹ 2.50 per Equity Share for the financial year ended March 31, 2021.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1164	74,62,15,259	99.70

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
35	22,22,268	0.30

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. Ashok Kurien (DIN 00034035), who retires by rotation and being eligible, offers himself for re-appointment.

Mr. R Gopalan, Chairman of the Company, at the AGM announced that in view of the resignation of Mr. Ashok Kurien as a Director of the Company with effect September 13, 2021 the resolution proposing re-appointment of Mr. Ashok Kurien, who retires by rotation, has become infructuous. Hence, the result of electronic voting for the same has not been provided in the report.

Resolution 5: Ordinary Resolution**Ratification of Cost Auditors' Remuneration**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1086	74,80,35,368	99.95

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
101	3,89,236	0.05

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 6: Ordinary Resolution**Appointment of Mr. Sasha Mirchandani (DIN 01179921) as an Independent Director of the Company**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1047	63,91,68,212	87.34

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
127	9,26,66,019	12.66

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 7: Ordinary Resolution

Appointment of Mr. Vivek Mehra (DIN 00101328) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
938	52,76,37,229	72.10

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
233	20,41,52,395	27.90

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
-	-	-

Resolution 8: Ordinary Resolution

Appointment of Mr. Manish Chokhani (DIN 00204011) as a Director of the Company.

Mr. R Gopalan, Chairman of the Company, at the AGM announced that in view of the resignation of Mr. Manish Chokhani as the Additional Director of the Company with effect September 13, 2021, the resolution proposing appointment of Mr. Manish Chokhani as a Director of the Company has become infructuous. Hence, the result of electronic voting for the same has not been provided in the report.

8. Figures have been taken upto two decimal places.
9. In view of the above scrutiny, I hereby certify all the above Resolutions, except for the resolution no. 4 and 8 which have become infructuous, have been passed with requisite majority on September 14, 2021.
10. The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over, after the Chairman considers, approves and signs the minutes of the AGM, to Mr. Ashish Agarwal, Company Secretary, for safe keeping.



For M/s Vinod Kothari & Company
Practising Company Secretaries
Firm Registration No.: P1996WB042300

VINITA NAIR

Digitally signed by VINITA NAIR
DN: cn=Vinita Nair, o=Vinod Kothari & Co., ou=Practising Company Secretaries, email=vinita.nair@vinodkothari.com, c=IN
2.5.4.20=8720a4e370d73e78181326ca4715e155c7c3d190638184
56d5f326d8d4, postalCode=400046, street=804 Alhambra tower chd
Kalyanesh road BORIVALI EAST NEAR SANJAY GANESH
NATYACHAL PARK,
serialNumber=7d20d1f6e09915346f44c124e39e202a565dc9f9
96b395d51251584, cn=VINITA NAIR,
o=Vinod Kothari & Co., ou=Practising Company Secretaries,
email=vinita.nair@vinodkothari.com, c=IN
Date: 2021.09.14 20:18:37 +05'30'

Ms. Vinita Nair
Senior Partner

FCS: 10559

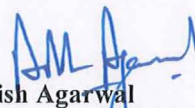
COP: 11902

UDIN: F010559C000946296

Date: September 14, 2021

Place: Mumbai

Countersigned


Ashish Agarwal

Company Secretary

Zee Entertainment Enterprises Ltd

