

November 7, 2024

|   |   |
|---|---|
| <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Plot no. C/1, G Block,<br>Bandra- Kurla Complex, Bandra (E),<br>Mumbai - 400 051<br><b>NSE Symbol : ZEEMEDIA</b> | <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers<br>Dalal Street,<br>Mumbai- 400 001<br><b>Scrip Code : 532794</b> |
|---|---|

**Kind Attn. : Corporate Relationship Department**  
**Ref : Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**  
**Subject : Allotment of Fully Convertible warrants on Preferential Basis to Foreign Portfolio Investors.**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Schedule III to the Listing Regulations, and in continuation to our earlier intimation(s) in this regard, we would like to inform you that pursuant to the resolution passed by the board of directors (**'Board'**) in its meeting held on September 27, 2024 and the special resolution passed by the members of the Company in the Extra Ordinary General Meeting held on October 22, 2024 and in pursuance of the in-principle approval Letter No. LOD/PREF/PR/FIP/1211/2024-25 and letter No. NSE/LIST/44408, both dated October 24, 2024, received from BSE Limited and National Stock Exchange of India Limited respectively, the Board, through a resolution by circulation dated November 7, 2024, has allotted 13,33,33,333 (*Thirteen Crores Thirty Three Lakhs Thirty Three Thousand Three Hundred and Thirty Three Only*) fully convertible warrants (**'Warrants'**) at a price (*inclusive of both the Warrant Subscription Price and the Warrant Exercise Price*) of Rs. 15/- per warrant (**'Warrant Issue Price'**), aggregating to Rs. 1,99,99,99,995/- (Rupees One Hundred Ninety Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred and Ninety Five Only), on a preferential basis to three Foreign Portfolio Investors (**'FPIs'**) (*forming part of the Non-Promoter / Non-Promoter Group category*) namely, UNICO Global Opportunities Fund Limited, Ebisu Global Opportunities Fund Limited and AL Maha Investment Fund PCC - Onyx Strategy (**'Allottees'**), in the following manner:

| Sr.          | Name of the Allottee                        | Category                                   | Warrant Subscription Price Received (In INR) | Number of Warrants allotted |
|--------------|---|--|--|-----------------------------|
| 1            | UNICO Global Opportunities Fund Limited     | Non-Promoter / Non-Promoter Group category | 16,87,50,000                                 | 4,50,00,000                 |
| 2            | Ebisu Global Opportunities Fund Limited     |  | 16,87,50,000                                 | 4,50,00,000                 |
| 3            | AL Maha Investment Fund PCC - Onyx Strategy |  | 16,24,99,999                                 | 4,33,33,333                 |
| <b>Total</b> |   |  | <b>49,99,99,999</b>                          | <b>13,33,33,333</b>         |

**Zee Media Corporation Limited**

**Corporate Office:** FC-9, Sector-16A, Film City, Noida - 201301, UP, India | Phone: +91-120-7153000

**Regd. Office:** 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai-400018, Maharashtra, India | Phone: +91-22-71055001

Website: www.zeemedia.in | Email: zmcl@zeemedia.com | CIN: L92100MH1999PLC121506

**News Channels in**

Hindi • English • Urdu • Marathi • Bangla • Punjabi • Gujarati • Tamil • Telugu • Kannada • Malayalam

The Company has received 25% of the Warrant Issue Price, *i.e.*, Rs. 3.75/- per warrant, aggregating to Rs. 49,99,99,999/- (Rupees Forty Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred and Ninety Nine Only), as the Warrant Subscription Price from the Allottees.

The allotment of these Warrants entitles the Allottees to seek conversion of the Warrants in one or more tranches, within a maximum period of 18 months from the date of allotment of the Warrants *viz.* November 7, 2024. The conversion will happen upon the payment of the Warrant Exercise Price of Rs. 11.25/- per Warrant (which is 75% of the Warrant Issue Price), and the Allottees will be allotted 1 (one) fully paid-up Equity Share of the Company of face value Re. 1/- each at a price of Rs. 15/- per share (including a premium of Rs. 14/- per share), against each Warrant.

As the Company has allotted the Convertible Warrants to Allottees, there is no change in the paid-up share capital of the Company at this stage.

The details as required by SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are enclosed as **Annexure-A**.

Kindly take the same on record.

Thanking you,

Yours truly,

For **Zee Media Corporation Limited**



**Ranjit Srivastava**  
**Company Secretary & Compliance Officer**  
Membership No: A18577  
Contact No.:+ 91-120-715 3000

Encl. as above

**Zee Media Corporation Limited**

**Corporate Office:** FC-9, Sector-16A, Film City, Noida - 201301, UP, India | Phone: +91-120-7153000

**Regd. Office:** 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai-400018, Maharashtra, India | Phone: +91-22-71055001

Website: [www.zeemedia.in](http://www.zeemedia.in) | Email: [zmcl@zeemedia.com](mailto:zmcl@zeemedia.com) | CIN: L92100MH1999PLC121506

**News Channels in**

Hindi • English • Urdu • Marathi • Bangla • Punjabi • Gujarati • Tamil • Telugu • Kannada • Malayalam

**Details regarding the preferential issue pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 on disclosure of material events/ information by listed entities, dated July 13, 2023**

| Particulars  | Information   |                            |   |              |   |  |                    |        |                          |              |   |        |       |             |       |
|--|---|----------------------------|---|--------------|---|--|--------------------|--------|--------------------------|--------------|---|--------|-------|-------------|-------|
| Type of securities proposed to be issued<br>(viz. equity shares, convertibles etc.)  | Fully Convertible Warrants<br><br>Each Warrant shall be fully convertible into, or exchangeable for, one fully paid-up equity shares of the Company of face value Re. 1/- each at a price of Rs. 15/- per share (including a premium of Rs. 14/- per share).  |                            |   |              |   |  |                    |        |                          |              |   |        |       |             |       |
| 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.   |                            |   |              |   |  |                    |        |                          |              |   |        |       |             |       |
| Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)                           | The Company has allotted 13,33,33,333 (Thirteen Crores Thirty Three Lakhs Thirty Three Thousand Three Hundred and Thirty Three Only) Warrants of the Company, for cash consideration upon receipt of 25% of the Warrant Issue Price, i.e., Rs. 3.75/- per warrant, aggregating to Rs. 49,99,99,999/- (Rupees Forty Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred and Ninety Nine Only), as the Warrant Subscription Price, in terms of extant provisions.   |                            |   |              |   |  |                    |        |                          |              |   |        |       |             |       |
| Name of Investors  | <ul style="list-style-type: none"> <li>• UNICO Global Opportunities Fund Limited</li> <li>• AL Maha Investment Fund PCC - Onyx Strategy</li> <li>• Ebisu Global Opportunities Fund Limited</li> </ul> <i>(All of the above mentioned Allottees are FPIs entities forming part of the Non-Promoter / Non-Promoter Group category)</i>  |                            |   |              |   |  |                    |        |                          |              |   |        |       |             |       |
| Post allotment of securities:<br>Outcome of subscription   | <table border="1"> <thead> <tr> <th rowspan="2">Name of proposed allottees</th> <th colspan="2">Shareholding pre preferential issue to the proposed allottees as on September 20, 2024 (on a fully diluted basis)</th> <th colspan="2">Shareholding post conversion of proposed Warrants (on fully diluted basis)*</th> </tr> <tr> <th>No. of shares held</th> <th>% Held</th> <th>No. of shares to be held</th> <th>% to be held</th> </tr> </thead> <tbody> <tr> <td>UNICO Global Opportunities Fund Limited</td> <td>50,000</td> <td>0.01%</td> <td>4,50,50,000</td> <td>5.04%</td> </tr> </tbody> </table> <p style="text-align: right;"><b>Zee Media Corporation Limited</b></p> | Name of proposed allottees | Shareholding pre preferential issue to the proposed allottees as on September 20, 2024 (on a fully diluted basis) |              | Shareholding post conversion of proposed Warrants (on fully diluted basis)* |  | No. of shares held | % Held | No. of shares to be held | % to be held | UNICO Global Opportunities Fund Limited | 50,000 | 0.01% | 4,50,50,000 | 5.04% |
| Name of proposed allottees   | Shareholding pre preferential issue to the proposed allottees as on September 20, 2024 (on a fully diluted basis)   |                            | Shareholding post conversion of proposed Warrants (on fully diluted basis)*                                       |              |   |  |                    |        |                          |              |   |        |       |             |       |
|  | No. of shares held  | % Held                     | No. of shares to be held  | % to be held |   |  |                    |        |                          |              |   |        |       |             |       |
| UNICO Global Opportunities Fund Limited  | 50,000  | 0.01%                      | 4,50,50,000   | 5.04%        |   |  |                    |        |                          |              |   |        |       |             |       |

Corporate Office: FC-9, Sector-16A, Film City, Noida - 201301, UP, India | Phone: +91-120-7153000

Regd. Office: 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai-400018, Maharashtra, India | Phone: +91-22-71055001

Website: www.zeemedia.in | Email: zmcl@zeemedia.com | CIN: L92100MH1999PLC121506

|  |   |   |   |             |       |
|--|---|---|---|-------------|-------|
|  | Ebisu Global Opportunities Fund Limited   | - | - | 4,50,00,000 | 5.03% |
|  | AL Maha Investment Fund PCC - Onyx Strategy   | - | - | 4,33,33,333 | 4.85% |
|  | <p><i>*The number of shares mentioned in this column and the % calculated, have assumed that all the warrants (currently outstanding as well as proposed to be allotted) will be fully converted into equity shares.</i></p>  |   |   |             |       |
| Issue Price / allotted price   | <p>Rs. 15 per Warrant.<br/>For determining the Issue price, valuation report from registered valuer and pricing certificate, in accordance with Regulation 164(1) / 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, were considered.</p>   |   |   |             |       |
| Number of investors  | 3 (Three)   |   |   |             |       |
| In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument | <p>The right attached to Warrants may be exercised by the Warrant holder(s), in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants <i>i.e.</i> November 7, 2024. In the event the Warrant holder(s) does not exercise the right attached to the Warrant(s) within 18 months from the date of allotment of the Warrants, 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.</p> |   |   |             |       |

### Zee Media Corporation Limited

**Corporate Office:** FC-9, Sector-16A, Film City, Noida - 201301, UP, India | Phone: +91-120-7153000

**Regd. Office:** 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai-400018, Maharashtra, India | Phone: +91-22-71055001

Website: [www.zeemedia.in](http://www.zeemedia.in) | Email: [zmcl@zeemedia.com](mailto:zmcl@zeemedia.com) | CIN: L92100MH1999PLC121506

### News Channels in

Hindi • English • Urdu • Marathi • Bangla • Punjabi • Gujarati • Tamil • Telugu • Kannada • Malayalam