

October 16,2020

The Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001

BSE Scrip Code: Equity - 505537

Pref - 717503

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

NSE Scrip Code: Equity - ZEEL EQ Pref - ZEEL P2

Dear Sirs,

Sub: Compliance Certificate under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2020

Kindly find enclosed Compliance Certificate issued by M/s Mayekar & Associates, Practicing Company Secretary for the half year ended September 30, 2020 as per the Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, in connection with listed Equity and Preference Shares of the Company.

Kindly acknowledge receipt

Thanking you,

Yours faithfully,

For Zee Entertainment Enterprises Limited

Ashish Agarwal Company Secretary FCS6669

Encl as above





MAYEKAR & ASSOCIATES

Company Secretaries

Partners Anil V. Mayekar Ketki M. Save Jatin P. Patil

Mumbai: Nidhi Apartment No. 1, Flat No. 51/54, 5th Floor, Liberty Garden Rd No. 3, Malad (West), Mumbai - 400 064.

Tel.: +91-022-28890688 Office Mob.: +91-8452046339 Email: office@csmayekar.com

COMPLIANCE CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED SEPTEMBER 30, 2020

I have examined Share transfer forms, Memorandum of transfers Registers files and relevant records relating to Equity Shares and Preference Shares of M/s. ZEE ENTERTAINMENT ENTERPRISES LIMITED ('the Company') maintained by its Registrar and Share Transfer Agent (R&T Agent) M/s Link Intime India Private Limited at their office at C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai- 400083 for the period from April 1, 2020 to September 30, 2020 for the purpose of issuing the Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Based on such examination as well as information and explanations which were necessary and furnished to me for issuing my certificate and to the best of my knowledge and belief, I hereby certify that in my opinion the Registrar and Share Transfer Agent of the Company has during the half year ended on September 30, 2020 delivered all certificates within the period prescribed under the Listing Regulations from the date of lodgment of complete set of documents for transmission, sub-division, consolidation and issuance of duplicate share certificate(s), if any.

Out of the total 96,05,04,475 Equity shares of Re.1 each, 95,94,07,569 Equity Shares (i. e 99.89 %) have been dematerialized and out of 2,01,69,42,312 Preference Shares of Rs.4 each, 2,01,39,87,683 Preference shares (i. e 99.85%) have been dematerialized.

For Mayekar & Associates Firm U.I.N - P2005MH007400 U.D.I.N - F007282B000936474

JATIN

PRABHAKAR

Digitally signed by JATIN PRABHAKAR PATIL Date: 2020.10.13

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PATIL

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Jatin Prabhakar Patil (Partner) F.C.S – 7282 C.O.P - 7954

Place: - Mumbai

Date: - October 13, 2020

