

ZEE MEDIA CORPORATION LIMITED

Regd. Office: Continental Building, 135,
Dr. Annie Besant Road, Worli, Mumbai - 400 018
CIN- L92100MH1999PLC121506

Tel:-91-22-71061234 Fax:-91-22-23002107 Website: www.zeenews.india.com



॥ VASUDHAIVA KUTUMBAKAM ॥
THE WORLD IS MY FAMILY

POSTAL BALLOT FORM

Serial No.:

1. Name and Registered address of the Sole/First Shareholder (In block letters) :
2. Name(s) of the Joint Holder(s) if any (In block letters) :
3. Registered folio No./*DPID No./ Client ID No. (*Applicable to investors holding shares in dematerialized form) :
4. Number of Shares held :

I/We hereby exercise my/our vote(s) in respect of Resolution as detailed in the Notice dated February 17, 2017 convening Meeting of Equity Shareholders of Zee Media Corporation Limited, as directed by Hon'ble National Company Law Tribunal, on Monday, March 27, 2017 at 11.00 A.M. at the Hall of Culture, Nehru Centre, Dr Annie Besant Road, Worli, Mumbai 400 018 by sending my/our assent or dissent to the said Resolution by placing a tick mark (✓) in the appropriate box below:

Description of the Resolution	No. of Equity Shares held	I/We assent to the Resolution (FOR)	I/We dissent from the Resolution (AGAINST)
Resolution approving Scheme of Arrangement and Amalgamation pursuant to Section 230 to 232, 52 and other applicable provisions of Companies Act, 2013 between Zee Media Corporation Limited; and Diligent Media Corporation Limited; and Mediavest India Private Limited; and Pri-Media Services Private Limited and Maurya TV Private Limited; and their respective Shareholders and Creditors.			

Place:

(Signature of the shareholder)

Date:

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Electronic Voting Particulars

EVEN (E-voting Event Number)	User ID	Password

Note: Please read the instructions printed overleaf carefully before exercising the vote.

Instructions

1. Pursuant to Section 230 to 232 read with Section 108 and 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, assent or dissent of the members in respect of the resolution detailed in the Notice dated February 17, 2017 convening Meeting of Equity Shareholders of Zee Media Corporation Limited convened, as per directions of Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT), on Monday, March 27, 2017 at 11.00 a.m. at the Hall of Culture, Nehru Centre, Dr Annie Besant Road, Worli, Mumbai 400 018 is being additionally sought through Postal Ballot process/e-voting as per directions of NCLT.
2. A member desiring to exercise vote by postal ballot, may send duly completed form in the enclosed business reply envelope. The voting period commences on and from Saturday, February 25, 2017 at 9.00 a.m. and shall end on Sunday, March 26, 2017 at 5.00 p.m. The envelopes containing the Postal Ballot should reach the Scrutinizer not later than 5.00 p.m. on Sunday, the 26th day of March 2017 at the registered office of the Company. The Postal Ballot Form received after this date and time will be strictly treated as if reply from the Member has not been received.
3. Assent/Dissent to the proposed resolution may be recorded by placing tick mark (✓) in the appropriate column. Postal Ballot Form bearing (✓) mark in both the column will render the form invalid.
4. The Postal Ballot Form should be completed and signed by the Member. An unsigned Postal Ballot Form will be rejected.
5. In case of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the first named Member and in the absence of such Member, by the next named joint holder. A Member may sign the Postal Ballot Form through an attorney; in such case certified true copy of Power of Attorney should be attached to the Postal Ballot Form. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
6. In case of shares held by Companies, Trust, Societies etc., a duly completed Postal Ballot Form should be signed by its authorised signatories. In such cases the duly completed Postal Ballot Forms should also be accompanied by a certified true copy of the Board resolution/ Authority together with the specimen signature(s) of the authorised signatory(ies) duly verified.
7. A member neither needs to use all votes nor needs to cast all votes in the same way.
8. An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form will be rejected. The Postal Ballot shall not be exercised by a proxy. The Scrutinizers' decision on the validity of Postal Ballot Form will be final.
9. Voting right shall be reckoned on the paid up value of shares registered in the name of Member as at the close of business on Friday, the 17th day of February, 2017.
10. A member may request for duplicate Postal Ballot Form, if required. However, the duly completed duplicate Postal Ballot Form should reach the scrutinizer not later than the date and time specified above.
11. Members are requested not to send any other paper along with the Postal Ballot Form as all Postal Ballot(s) will be sent to the Scrutinizer and any extraneous paper would be destroyed by the Scrutinizer.
12. The proposed Scheme, if assented by majority of Shareholders representing three-fourth of the value, by way of Postal Ballot, E-voting and Voting by Poll at the meeting shall be considered as passed on the date of Meeting i.e. Monday, the 27th day of March 2017.
13. E-VOTING: The Company is pleased to provide E-Voting as an alternative for the Members of the Company to enable them to cast their votes electronically instead of through Physical Postal Ballot. E-Voting is optional. In case a member has voted through E-Voting facility, he/she does not need to send a physical Postal Ballot Form. In case a Member votes through E-Voting facility as well as sends his vote through Physical vote, vote casted through e-voting shall only be considered and the voting through physical Postal Ballot shall not be considered by the Scrutinizer. Members are requested to refer to the Notice and notes thereto, for detailed instructions with respect to e-voting.