

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L92100MH1999PLC121506

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACZ1213B

(ii) (a) Name of the company

ZEE MEDIA CORPORATION LIM

(b) Registered office address

14th Floor, 'A' Wing, Marathon Futurex
N M Joshi Marg, Lower Parel
Mumbai
Maharashtra
400013

(c) *e-mail ID of the company

complianceofficer@zeemedia.a

(d) *Telephone number with STD code

01207153000

(e) Website

www.zeenews.com

(iii) Date of Incorporation

27/08/1999

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

29/12/2020

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM granted

Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

R51198927

Pre-fill

(e) Extended due date of AGM after grant of extension

31/12/2020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	ZEE AKAASH NEWS PRIVATE LI	U92132MH2005PTC157148	Subsidiary	100
2	TODAY MERCHANDISE PRIVAT	U74999DL2010PTC210696	Associate	49
3	TODAY RETAIL NETWORK PRIV	U51909DL2007PTC167147	Associate	49

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,930,000,000	470,789,505	470,789,505	470,789,505
Total amount of equity shares (in Rupees)	1,930,000,000	470,789,505	470,789,505	470,789,505

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	1,930,000,000	470,789,505	470,789,505	470,789,505
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1,930,000,000	470,789,505	470,789,505	470,789,505

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	470,789,505	470,789,505	470,789,505	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	470,789,505	470,789,505	470,789,505	
Preference shares				
At the beginning of the year	0	0	0	

Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year)				<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>	
Ledger Folio of Transferor		<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	
Ledger Folio of Transferee		<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>	
Ledger Folio of Transferor		<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	
Ledger Folio of Transferee		<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	Surname	middle name	first name	

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,182,206,512
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			1,182,206,512

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

5,593,454,039

(ii) Net worth of the Company

1,316,057,947

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	211,215,147	44.86	0	
10.	Others	0	0	0	
	Total	211,215,147	44.86	0	0

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	160,421,605	34.08	0	
	(ii) Non-resident Indian (NRI)	20,892,441	4.44	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	17,581	0	0	
5.	Financial institutions	131,188	0.03	0	
6.	Foreign institutional investors	42,634,718	9.06	0	
7.	Mutual funds	452	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	27,210,036	5.78	0	
10.	Others Clearing Member, Trust, OC	8,266,337	1.76	0	
	Total	259,574,358	55.15	0	0

Total number of shareholders (other than promoters)

114,243

**Total number of shareholders (Promoters+Public/
Other than promoters)**

114,248

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA BANYAN PAR	CITIBANK N.A. CUSTODY SERVICES			5,760,000	1.22
ACACIA CONSERVATIC	CITIBANK N.A. CUSTODY SERVICES			10,080,000	2.14
ACACIA II PARTNERS, I	CITIBANK N.A. CUSTODY SERVICES			800,600	0.17
ACACIA INSTITUTIONA	CITIBANK N.A. CUSTODY SERVICES			9,360,000	1.98
ACACIA PARTNERS, LP	CITIBANK N.A. CUSTODY SERVICES			10,080,000	2.14
CAPITAL INTERNATIO	THE HONGKONG & SHANGHAI BA			452	0
DB FUND (MAURITIUS)	C/O DEUTSCHE BANK AG SECURIT			50	0
EMERGING MARKETS	THE HONGKONG & SHANGHAI BA			904	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
IL F MAURITIUS	CITIBANK N.A. (CUSTODY SERVICE			2,712	0
INDIA OPPORTUNITIES	STANDARD CHARTERED BANK Sec			6,350,000	1.34
TARRA FUND	STANDARD CHARTERED BANK Sec			200,000	0.07

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	5
Members (other than promoters)	110,862	114,243
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	1	0	1	0	0
B. Non-Promoter	1	5	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	4	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DINESH KUMAR GARC	02048097	Whole-time directo	0	
PUNIT GOENKA	00031263	Director	0	22/07/2020
UMA MANDAVGANE	03156224	Director	0	31/08/2020
RASHMI AGGARWAL	07181938	Director	0	
RAJ KUMAR GUPTA	02223210	Director	0	
AMITABH KUMAR	00222260	Additional director	3,000	
SUDHIR CHAUDHARY	AAOPC3106H	CEO	0	
DINESH KUMAR GARC	AASPG2473R	CFO	0	
RANJIT SRIVASTAVA	AXMPS3436P	Company Secretar	2,250	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SURJIT BANGA	00001637	Director	01/04/2019	Cessation
ASHOK VENKATRAMA	02839145	Managing Director	10/07/2019	Cessation
ASHOK VENKATRAMA	02839145	CEO	10/07/2019	Cessation
PUNIT GOENKA	00031263	Director	31/07/2019	Change in Designation
ARUN KUMAR KAPOOR	01779523	Director	31/07/2019	Change in Designation
RAJ KUMAR GUPTA	02223210	Director	31/07/2019	Change in Designation
DINESH KUMAR GARC	02048097	Additional director	20/09/2019	Appointment
DINESH KUMAR GARC	AASPG2473R	CFO	20/09/2019	Appointment
SUDHIR CHAUDHARY	AAOPC3106H	CEO	20/09/2019	Appointment
SUMIT KAPOOR	AKKPK6514B	CFO	14/09/2019	Cessation
Pushpal Sanghavi	AOLPS7170L	Company Secretar	24/01/2020	Cessation
RANJIT SRIVASTAVA	AXMPS3436P	Company Secretar	01/02/2020	Appointment
Arun Kumar Kapoor	01779523	Director	03/03/2020	Cessation
Amitabh Kumar	00222260	Additional director	26/03/2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
20th Annual General Meetin	31/07/2019	113,681	64	61.82

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/05/2019	6	6	100
2	31/07/2019	5	5	100
3	20/09/2019	5	5	100
4	23/10/2019	6	5	83.33
5	20/11/2019	6	4	66.67
6	23/01/2020	6	6	100
7	26/03/2020	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held

17

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/05/2019	4	4	100
2	Audit Committee	31/07/2019	3	3	100
3	Audit Committee	20/09/2019	3	3	100
4	Audit Committee	23/10/2019	4	4	100
5	Audit Committee	23/01/2020	4	4	100
6	Audit Committee	26/03/2020	4	4	100
7	Nomination & I	20/09/2019	3	3	100
8	Nomination & I	23/01/2020	3	3	100
9	Nomination & I	26/03/2020	3	3	100
10	Stakeholders F	14/05/2019	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/12/2020
								(Y/N/NA)
1	DINESH KUMAR	4	4	100	8	6	75	Yes
2	PUNIT GOENKA	7	4	57.14	3	0	0	Not Applicable
3	UMA MANDAVI	7	7	100	14	13	92.86	Not Applicable
4	RASHMI AGGARWAL	7	7	100	12	12	100	Yes
5	RAJ KUMAR GUPTA	7	6	85.71	11	11	100	Yes
6	AMITABH KUMAR	0	0	0	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashok Venkatraman	Managing Director	21,641,329			690,968	22,332,297
2	Dinesh Kumar Garg	Whole Time Director	2,671,905			182,825	2,854,730
	Total		24,313,234	0	0	873,793	25,187,027

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sumit Kapoor	CFO	3,096,810	0	0	181,866	3,278,676
2	Sudhir Chaudhary	Chief Executive	9,534,302	0	0	618,332	10,152,634
3	Ranjit Srivastava	Company Secretary	418,910	0	0	28,872	447,782
4	Pushpal Sanghavi	Company Secretary	11,079,380	0	0	2,000,000	13,079,380
	Total		24,129,402	0	0	2,829,070	26,958,472

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amitabh Kumar	Additional Director	0	6,849.32	0	0	6,849.32
2	Arun Kumar Kapoor	Director	0	461,643.84	0	160,000	621,643.84
3	Puneet Goenka	Director	0	500,000	0	80,000	580,000
4	Raj Kumar Gupta	Director	0	500,000	0	260,000	760,000
5	Rashmi Aggarwal	Director	0	500,000	0	380,000	880,000
6	Uma Mandavgane	Director	0	500,000	0	320,000	820,000
	Total		0	2,468,493.16	0	1,200,000	3,668,493.16

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director 

DIN of the director

To be digitally signed by 

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Zee Media Corporation Limited_MGT7_SH Approval letter for extention of AGM.pdf MGT_8_ZMCL_2020.pdf committee details.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company