

June 25, 2026

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block G, Bandra Kurla Complex (E) Mumbai – 400051  <b>NSE Symbol - ZEEMEDIA</b>	<b>BSE Limited</b> Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001  <b>Script Code - 532794</b>
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**Kind Attn.:** Corporate Relationship Department  
**Reference:** Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')  
**Subject:** Allotment of Convertible Warrants on Preferential Basis to Public Category – Foreign Portfolio Investors (*i.e. Non-Promoter / Non-Promoter Group entities*)

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 (as amended from time to time), 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") at its meeting held on May 18, 2026 and the special resolution passed by the members of the Company at the Extra Ordinary General Meeting held on June 13, 2026 and in pursuance of the in-principle approval Letter No. NSE/LIST/55366 and letter No. LOD/PREF/MV/FIP/374/2026-27, both dated June 12, 2026, received from the National Stock Exchange of India Limited and BSE Limited respectively, the Board, through a resolution dated June 25, 2026, has allotted 14,00,00,000 (Fourteen Crores) fully convertible warrants ("Warrants") at a price (inclusive of both the Warrant Subscription Price and the Warrant Exercise Price) of ₹ 8.50/- per warrant ("Warrant Issue Price"), aggregating upto ₹ 1,19,00,00,000/- (Rupees One Hundred and Nineteen Crores Only) on a preferential basis to Public Category – Foreign Portfolio Investors (*i.e. Non-Promoter / Non-Promoter Group entities*) namely, Magnifica Global Opportunities VCC-MGO High Conviction Fund Incorporated VCC Sub-Fund, Minerva Ventures Fund and Sun India Opportunities Investing Fund Incorporated VCC Sub-Fund, in the following manner:

Sr. No.	Name of the Allotees	Category	Warrant Subscription Price Received (in INR)	Number of Warrants allotted
1	Magnifica Global Opportunities VCC-MGO High Conviction Fund Incorporated VCC Sub-Fund	Public Category - Foreign Portfolio Investors ( <i>i.e. Non-Promoter / Non-Promoter Group entities</i> )	9,56,25,000	4,50,00,000
2	Minerva Ventures Fund		9,56,25,000	4,50,00,000
3	Sun India Opportunities Investing Fund Incorporated VCC Sub-Fund ( <i>a sub-fund of Sun Alpha Global VCC</i> )		10,62,50,000	5,00,00,000
<b>Total</b>			<b>29,75,00,000</b>	<b>14,00,00,000</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 | D: +91-22-71055001

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

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The Company has received 25% of the Warrant Issue Price, *i.e.*, ₹ 2.125/- per warrant, aggregating to ₹ 29,75,00,000/- (Rupees Twenty-Nine Crores Seventy-Five Lakhs Only), as the Warrant Subscription Price from the Allottees mentioned above, basis which the Board has made the allotment of Warrants.

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.* June 25, 2026, upon payment of Warrant Exercise Price of ₹ 6.375/- (Rupees Six *decimal point* three seven five only), equivalent to 75% (Seventy five per cent) of the Warrant Issue Price ('Warrant Exercise Price'), and be allotted one fully paid-up Equity Share of the Company of face value of ₹ 1/- each at a price of ₹ 8.50/- per share (including premium of ₹ 7.50/- per share), against each Warrant, with the amount paid against each Warrant be adjusted against the issue price for the resultant Equity Share.

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 Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed herewith as **Annexure-A**.

Thanking you,

Yours truly,

For Zee Media Corporation Limited



**Ranjit Srivastava**  
**Company Secretary & Compliance Officer**  
Membership No: F14007  
Contact No.:+ 91-120-715 3000

*Encl. as above*

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**Details on Preferential Allotment in terms of Regulation 30 of Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

Particulars	Information
Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Warrants  Each Warrant shall be fully convertible into one fully paid-up equity share of the Company.
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential issue on a private placement basis, in accordance with the applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations'), as amended from time to time.
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Allotment of 14,00,00,000 (Fourteen Crores) Warrants of the Company, for cash consideration, at an issue price of ₹ 8.50/- (Rupees Eight decimal point Five Zero Only) per Warrant, aggregating upto ₹ 1,19,00,00,000/- (Rupees One Hundred and Nineteen Crores Only), convertible into, 1 (One) fully paid Equity Share of face value ₹ 1/- each of the Company at a price of ₹ 8.50/- per share (including premium of ₹ 7.50/- per share) for each Warrant ('Warrant Issue Price'). The amount paid against Warrant shall be adjusted against the issue price for the resultant Equity Shares.  An amount equivalent to 25% of the Warrant Issue Price, which was payable at the time of subscription and allotment of each Warrant, has been received by the Company.  Upon the receipt of the balance 75% of the Warrant Issue Price from the Warrant holder(s), the said Warrants will be converted into equity shares of the Company.  The price of the Warrants and the number of Equity Shares to be allotted on conversion Warrants shall be subject to appropriate adjustments as permitted under applicable laws.
<b>In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):</b>	
Name of the Investors	<ul style="list-style-type: none"> <li>Magnifica Global Opportunities VCC-MGO High Conviction Fund Incorporated VCC Sub-Fund;</li> <li>Minerva Ventures Fund; and</li> <li>Sun India Opportunities Investing Fund Incorporated VCC Sub-Fund (a sub-fund of Sun Alpha Global VCC)</li> </ul> <p>[All of the above-mentioned allottees forms part of Public Category – Foreign Portfolio Investors (i.e. Non-Promoter / Non-Promoter Group entities)]</p>



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Post allotment of securities: Outcome of the subscription	Name of allottees	Shareholding pre preferential issue of the allottees as on May 14, 2026 (on a fully diluted basis)		Shareholding post conversion of Warrants (on fully diluted basis) <sup>§</sup>	
		No. of shares held	% Held*	No. of shares to be held	% to be held
	Magnifica Global Opportunities VCC-MGO High Conviction Fund Incorporated VCC Sub-Fund	3,69,645	0.05%	4,53,69,645	5.04%
	Minerva Ventures Fund	15,00,000	0.20%	4,65,00,000	5.16%
	Sun India Opportunities Investing Fund Incorporated VCC Sub-Fund (a sub-fund of Sun Alpha Global VCC)	-	-	5,00,00,000	5.55%
	<p>*The % holding calculated in this column is based on the assumption that all the currently outstanding convertible warrants of the company will be fully converted into equity shares.</p> <p>§The post-preferential shareholding on a fully diluted basis in the above table has been prepared on the assumption that the Warrant Holders will subscribe to all the equity shares and shall continue to hold the pre-issue equity shareholding in the Company and also includes currently outstanding convertible warrants. The above Shareholding pattern would undergo corresponding changes in the event conversion of proposed and outstanding Warrants are not exercised, partly or fully.</p>				
Issue Price / allotted price (in case of convertibles)	<p>₹ 8.50/- per Warrant.</p> <p>For determining the Issue Price, Pricing Report and Valuation Report obtained from a Registered Valuer in accordance with Regulations 164(1) and 166A of the SEBI ICDR Regulations, have been considered, pursuant to Regulation 166A of the SEBI ICDR Regulations.</p>				
Number of investors	3 (Three)				
In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument.	The rights 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. In the event the Warrant Holder(s) do 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.				
Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not applicable				



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