

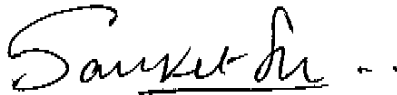
**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges In respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	ZEE ENTERTAINMENT ENTERPRISES LIMITED
2.	Name of the acquirer(s)	Maywind Holdings (Maywind) (100% owned and controlled by Mr. Subhash Chandra belonging to the Promoter Group)
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Maywind proposes to acquire shares of Essel International Limited from Mr. Subhash Chandra.
	b. Proposed date of acquisition	13 <sup>th</sup> February, 2012 or within 90 days thereafter
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Indirect Acquisition
	d. Total shares to be acquired as % of share capital of TC	--
	e. Price at which shares are proposed to be acquired	Not applicable since there is no direct acquisition of shares in the Target Company
	f. Rationale, if any, for the proposed transfer	--
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	The proposed transfer is exempt as inter se transfer of shares between qualifying persons under Regulation 10(1)(a)(iii) as Mr. Subhash Chandra beneficially owns and controls 100% of both Maywind and Essel International Limited.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 120.76/-
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes

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11. Shareholding details	Before the proposed transaction		After the proposed transaction	
	No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting Rights	% w.r.t total share capital of TC
- Acquirer(s) and PACs (other than sellers)(*)	Nil	Nil	2,30,00,000	2.40%
- Seller (s)	2,30,00,000	2.40%	Nil	Nil

Signature of the acquirer  
For Maywind Holdings



Authorised Signatory

Place: Mumbai

Date : 6<sup>th</sup> February, 2012