

Corporate Governance Report

Symbol :- ZEEL
 Quarter From:- July 1, 2016
 Company Name:- Zee Entertainment Enterprises Limited
 Quarter To:- September 30, 2016
 Applicability of Corporate Governance Report: - Yes

Annexure I

I. Composition of Board of Directors									
Title	Name of the Director	PAN & DIN	Category	Date of Appointment in the current term	Date of Cessation	Tenure (In years and months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Dr Subhash Chandra	AACPC4004A	Chairman & Non-Executive Director	25.06.1992	-	24.3 years	1	-	-
		00031458				291 months			
Mr	Subodh Kumar, Vice Chairman	AEDPK1431Q	Non-Executive Director	22.01.2014	-	2.8 years	1	-	-
		02151793				32 months			
Mr	Ashok Kurien	AADPK4942]	Non-Executive Director	17.11.1992	-	23.10 years	2	1	2
		00034035				286 months			
Mr	Prof Sunil Sharma	ADBPS7563G	Independent Director	22.01.2014	-	2.8 years	1	1	-
		06781655				32 months			
Mrs	Prof. Neharika Vohra	ABNPV7199M	Independent Director	12.03.2014	-	2.7 years	1	-	-
		06808439				31 months			



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Certified True Copy
 For Zee Entertainment Enterprises Limited

[Signature]

M. Lakshminarayana
 Company Secretary

Mr	Manish Chokhani	AAAPC647IH 00204011	Independent Director	01.04.2015	-	1.6 year 18 months	3	4	-
Mr	Adesh Kumar Gupta	AACPG9490L 00020403	Independent Director	30.12.2015	-	0.9 years 9 months	1	1	1
Mr	Punit Goenka, Managing Director	AAEPG2529E 00031263	Executive Director	01.01.2005	-	11.9 years 141 months	2	2	1


II. Composition of Committees

Name of Committee	Name of Committee members	Category
1. Audit Committee	Adesh Kumar Gupta Manish Chokhani Sunil Sharma Ashok Kurien	Chairperson Member Member Member
2. Nomination & Remuneration Committee	Neharika Vohra Adesh Kumar Gupta Subodh Kumar	Chairperson Member Member
3. Risk Management Committee	Subodh Kumar Adesh Kumar Gupta Punit Goenka Mihir Modi M Lakshminarayanan	Chairperson Member Member Member Member
4. Stakeholders Relationship Committee	Ashok Kurien Punit Goenka	Chairperson Member

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive in number of days
May 10, 2016	July 26, 2016	76 days
-	August 31, 2016	35 days



IV. Meeting of Committees	Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Maximum gap between any two consecutive meetings in number of days
Type of Meeting				
Audit Committee	May 10, 2016	July 18, 2016	Yes	68 days
	-	July 26, 2016	Yes	7 days
Nomination and Remuneration Committee	April 27, 2016	-	NA	-
Risk Management Committee	-	-	-	-
Stakeholders Relationship Committee	April 27, 2016	-	Yes	-
	May 26, 2016	July 26, 2016	Yes	60 days
V. Related Party Transactions				
Subject	Compliance status (Yes/No/NA)			
Whether prior approval of audit committee obtained	Yes			
Whether shareholder approval obtained for material RPT	Not Applicable			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes			
VI. Affirmations				
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015				
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015				
a. Audit Committee				
b. Nomination & Remuneration committee				
c. Stakeholders Relationship committee				
d. Risk Management Committee (applicable to the top 100 listed entities).				
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.				
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.				
5. The report submitted for the quarter ended September 30, 2016 shall be placed before Board of Directors at the ensuing meeting.				
Note: Filings relating to quarter ended June 30, 2016 were placed before and taken on record by the Board of Directors. There were no comments / observations of the Board members in this regard.				
For Zee Entertainment Enterprises Limited				
 M Lakshminarayanan Company Secretary & Chief Compliance Officer				
Place: -Mumbai				
Date :- October 13, 2016				



Annexure III

1. Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes. The Chairperson of the Nomination and Remuneration Committee authorised Mr Adesh Kumar Gupta, Member of Nomination and Remuneration Committee to represent the Committee at the Meeting.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Zee Entertainment Enterprises Limited

Lakshminarayanan

M Lakshminarayanan

Company Secretary & Chief Compliance Officer

Place: -Mumbai

Date :- October 13, 2016

