

To,
Zee Entertainment Enterprises Limited
18th Floor, A Wing, Marathon Futurex,
N. M. Joshi Marg, Lower Parel,
Mumbai - 400013

Sub: No Objection certificate (NOC)

**Ref: Scheme of Arrangement between Zee Entertainment Enterprises Limited
and Bangla Entertainment Private Limited and Sony Pictures Networks
India Private Limited**

Dear Sir,

We, HDFC Bank Limited have No Objection to your application to the stock exchanges for seeking their NOC to the Scheme of Arrangement between Zee Entertainment Enterprises Limited (the Company/Transferor I), Bangla Entertainment Private Limited ("BEPL/Transferor II") and Sony Pictures Networks India Private Limited ("Sony/Transferee Company") ("Scheme").

Please note that this NOC in accordance with the SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021. This NOC is not our consent for the proposed Scheme of Arrangement and shall not affect the rights of our Bank to vote on the resolution at the meeting of creditors.

Kindly take the same on record.

Thanking You

Yours Faithfully,

For HDFC Bank Limited



Alok Jhavar

Relationship Manager