

July 24, 2020

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Dear Sir,

**Ref:** Disclosure by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to disclosure requirements by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/release of encumbrance, in terms of Regulation 31(1) and 31(2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith our disclosure for creation/ release/ invocation of pledge on the equity shares of Zee Learn Limited.

Request you to kindly take the same on record and oblige.

Thanking you,

**For Asian Satellite Broadcast Pvt. Ltd.**

**For Jayneer Enterprises LLP**

**Ashok Sanghavi**  
**Authorised Signatory**

**Ashok Sanghavi**  
**Authorised Signatory**

**Encl:** As above.

**CC:** Zee Learn Ltd  
135, Continental Building,  
Dr. Annie Besant Road, Worli,  
Mumbai - 400018.

(Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

<b>Name of the Target Company (TC)</b>	<b>Zee Learn Limited</b>
<b>Name of the stock exchanges where the shares of the target company are listed</b>	NSE /BSE
<b>Date of Reporting</b>	24th July, 2020
<b>Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released</b>	Asian Satellite Broadcast Private Limited
	Jayneer Enterprises LLP

**Details creation of encumbrance :**

Name of Promoter (s) or PACs with him *	Promoter Holding in the target company(1)		Promoter holding already encumbered (2)		Details of Event pertaining to encumbrance (3)							Post event holding of encumbered shares {Creation [(2)+(3)]/release [(2)-(3)]/ invocation[(2)-(3)]}	
	No of Shares	% of total share Capital	No of Shares	% of total share Capital	Type of event (creation/release/ invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/lien/ non disposal undertaking /other)	Reasons for encumbrance**	No of Shares	% of total share capital	Name of the entity in whose favor shares encumbered***	No of Shares	% of total share capital
Asian Satellite Broadcast Private Limited	5,12,60,917	15.72	4,80,16,167	14.72	Invocation	15-Jul-2020	Pledge	Collateral for loan	66,10,000	2.03	Indusind Bank Limited	4,14,06,167	12.70
Asian Satellite Broadcast Private Limited	4,46,50,917	13.69	4,14,06,167	12.70	-	-	-	-	-	-	-	4,14,06,167	12.70
Jayneer Infrapower & Multiventures Private Limited	5,47,64,227	16.79	5,21,64,227	16.00	-	-	-	-	-	-	-	5,21,64,227	16.00

Sprit Infrapower & Multiventures Private Limited	61,03,864	1.87	61,00,000	1.87	-	-	-	-	-	-	-	61,00,000	1.87
Jayneer Enterprises LLP	1,50,00,000	4.60	1,49,60,000	4.59	Invocation	15-Jul-2020	Pledge	Collateral for loan	1,07,60,000	3.30	Indusind Bank Limited	42,00,000	1.29
Jayneer Enterprises LLP	42,40,000	1.30	42,00,000	1.29	-	-	-	-	-	-	-	42,00,000	1.29
Essel Media Ventures Private Limited	1,28,61,036	3.94	1,28,50,000	3.94	-	-	-	-	-	-	-	1,28,50,000	3.94
Essel Infraprojects Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
Essel Holdings Ltd	2,88,74,238	8.85	-	-	-	-	-	-	-	-	-	-	-

Place : Mumbai  
Date : 24th July, 2020

Ashok Sanghavi  
Signature of the Authorised Signatory

\*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

\*\* For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

\*\*\*This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.