



Zee Learn Ltd.,
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Kohinoor City, Kirool Road,
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Mumbai - 400070.

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Registered Office:
135, Continental Building,
Dr. Annie Besant Road,
Worli, Mumbai - 400 018.
CIN :L80301MH2010PLC198405



www.zeelearn.com

April 26, 2019

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange
National Securities Depository Limited
Central Depository Services (India) Limited

Kind Attn.: Corporate Relationship / Listing Department

BSE Scrip Code: 533287

NSE SYMBOL: ZEELEARN

Dear Sir/ Madam,

**Sub: Certificate under Regulation 74 (5) of Securities and Exchange Board of India
(Depositories and Participants) Regulations, 2018**

With reference to above, we are enclosing herewith the Certificate under Regulation 74(5) of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 for the quarter ended March 31, 2019 dated 25.4.2019 received from M/s Link Intime India Private Limited, the Registrar and Share Transfer Agent of our Company.

Kindly acknowledge the receipt.

Yours faithfully,

For Zee Learn Limited


Bhautesh Shah
Company Secretary



Encl.: As stated

THINK EDUCATION. THINK ZEE LEARN.



Date : 25.04.2019

To
Company Secretary
Zee Learn Ltd

Subject: Confirmation Certificate in the matter of Regulation 74(5) of Securities and Exchange Board of India(Depositories and Participants) Regulations, 2018.

Reference: NSDL/CIR/II/5/2019 dated 25th January, 2019
CDSL/OPS/RTA/POLCY/2019/14 dated 25th January, 2019.
SEBI vide its letter ref no. MRD/DOP2/DSA2/OW/2019/2498/1 dated 24th January, 2019


Sir/Madam,

In reference to the above – captioned regulation, we hereby confirm that the securities received from the depository participants for dematerialisation during the quarter ended 31st March, 2019, were confirmed (accepted/rejected) to the depositories by us and that securities comprised in the said certificates have been listed on the stock exchanges where the earlier issued securities are listed.

We hereby also confirm that the security certificates received for dematerialisation have been mutilated and cancelled after due verification by the depository participant and the name of the depositories have been substituted in register of members as the registered owner within 30 days.

We request you to kindly take note of the above in your records.

Thanking you,
For: Link Intime India Private Limited


Authorised Signatory