Date: 11th December, 2019

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 under Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as 'SEBI (SAST), 2011') we wish to inform you that we, Essel Holdings Limited propose to acquire 23,076,923 shares of Zee Learn Limited, a company listed on your stock exchange, on the 11th December, 2019 or any day thereafter within a period of 90 days by way of off-market inter-se transfer of shares amongst the promoter group. In this connection, please find enclosed the disclosure as per regulation 10(5) of the SEBI (SAST), 2011

Hold

GBL1 Co

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

Thanking you,

Yours faithfully,

For Essel Holdings Limited

Authorised Signatory

Encl: As above.

CC:

Zee Learn Limited 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai – 400 018

Essel Holdings Ltd

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

1.	Name of the Target Company (TC)	Zee Learn Limited
2.	Name of the acquirer(s)	Essel Holdings Limited
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	Asian Satellite Broadcast Private Limited Jayneer Infrapower & Multiventures Private Limited Essel Infraprojects Limited
	b. Proposed date of acquisition	11 th December, 2019 or within 90 days thereafter
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Asian Satellite Broadcast Private Limited – 5,659,262 equity shares Jayneer Infrapower & Multiventures Private Limited – 15,665,375 equity shares Essel Infraprojects Limited – 1,752,286 equity shares
	d. Total shares to be acquired as % of share capital of TC	7.08%
	e. Price at which shares are proposed to be acquired	Rs. 22.10 per share
	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	Regulation 10(1)(a)(ii)
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. 21.74
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	Yes
9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will	Yes

Essel Holdings Ltd

	Ta (cc re	mply with applicable disclosure quirements in Chapter V of the keover Regulations, 2011 orresponding provisions of the pealed Takeover Regulations 97)				
	du da	The aforesaid disclosures made ring previous 3 years prior to the te of proposed acquisition to be rnished.		disclosures ma with as Annexu	ide by Essel Holdin re 1	gs Limited are
10.	the reg ex	eclaration by the acquirer that all econditions specified under gulation 10(1)(a) with respect to emptions has been duly complied th.				
11.	Shareholding details			proposed	After the propose	d 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
	Α	Acquirer(s) and PACs (other than sellers)(*) – Essel Holdings Limited	5,797,315	1.78	28,874,238	8.85
	В	Seller(s)				
		Asian Satellite Broadcast Private Limited	63,052,512	19.34	57,393,250	17.60
		Jayneer Infrapower & Multiventures Private Limited	76,875,375	23.57	61,210,000	18.77
-		Essel Infraprojects Limited	1,752,286	0.54	Nil	Nil

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more
 than one acquirer, the report shall be signed either by all the persons or by a person duly authorized
 to do so on behalf of all the acquirers.

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Soal GBL1 Co

For Essel Holdings Limited

Authorised Signatory

Place: Mumbai

Date: 11th December, 2019

JAYNEER CAPITAL PRIVATE LIMITED

Date: April 6, 2017

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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Capital Private Limited, one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 19,72,92,879 Equity Shares comprising of 61.14% of paid-up Capital of ZLL, as detailed herein:

Sr.	Name of the Promoter	Shares	% of Paid-up
No.			Capital
1	Jayneer Capital Pvt. Ltd.	7,79,75,375	24.17
2	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.54
3	Essel Media Ventures Private Limited	1,28,61,036	3.99
4	Sprit Textiles Private Limited	1,11,03,864	3.44
5	Ganjam Trading Company Private Limited	49,49,506	1.53
6	Veena Investments Private Limited	34,49,013	1.07
7.	Essel Infraprojects Limited	17,52,286	0.54
8.	Ambience Business Services Private Limited	6,22,883	0.19
9	Essel Holdings Ltd.	57,97,315	1.80
10.	Jayneer Enterprises LLP	1,50,00,000	4.65

Regd. Office: 18th Floor, A-Wing, Marathon Futurex, N. M Joshi Marg, Lower Parel, Mumbai - 400018

Tel.: +91-22-7106 1567 CIN: U61190MH1986PTC039204

JAYNEER CAPITAL PRIVATE LIMITED

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
11.	Ashok Mathai Kurien	5,59,089	0.17
12.	Sushila Devi	1,70,000	0.05
	Total	19,72,92,879	61.14

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanking you,

Yours faithfully,

For Jayneer Capital Private Limited

Director/ Authorized Signatory

Encl: As above.

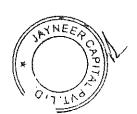
C: Zee Learn Limited Continental Building 135, Dr. AB Road, Worli, Mumbai Maharashtra-400018



Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & <u>Takeovers</u>) Regulations, 2011

Part-A- Details of Shareholding

	A- Details of Shareholding Name of the Target Company (TC)	Zee Learn Limited			
1.	Name of the Target Company (TC)	255 EGGIT ENTITED			
	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd			
	shares of the TC are listed	2) National Stock	Exchange of India	Limited	
3. a	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.				
b	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	, ·			
	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	
А	s of March 31, 2017 holding of:				
a)	Shares	7,79,75,375	24.17%	24.17%	
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA	
c)	Warrants	NA	NA	NA	
d)	Convertible Securities	· NA	NA	NA	
e)	Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA	
	Total	7,79,75,375	24.17%	24.17%	



Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in		PAN of the person and
Concert (PAC) with the person	to Promoter/ Promoter group	PACs
<u>Promoters</u>		
Jayneer Capital Private Limited	Yes	AAACJ1688G
Asian Satellite Broadcast Pvt. Ltd.	Yes	AACCA0162A
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Textiles Private Limited	Yes	AALCS5905J
Ganjam Trading Company Private Limited	Yes	AAACG3975H
Veena Investments Private Limited	Yes	AAACV6436A
Essel Infraprojects Limited	Yes	AAACP6095M
Ambience Business Services Private Limited	Yes	AAACA9528L
Essel Holdings Ltd.	Yes	AACCE3104C
Jayneer Enterprises LLP	Yes	AAHFJ5369G
Ashok Mathai Kurien	Yes	AADPK4942J
Sushila Devi	Yes	AATPD5221B
<u>PACs</u>		
Nil	Nil	Nil

For Jayneer Capital Private Limited

Director/Authorized Signatory

Place: Mumbai Date: April 4, 2017

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
 - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

	- Details of Shareholding			
1. 1	Name of the Target Company (TC)	Zee Learn Limited		
2. 1	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd.		
s	shares of the TC are listed	2) National Stock	Exchange of India	a Limited
a.	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or			
<u> </u>	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.		td	
	articulars of the Shareholding of persons	Number of	% w.r.t .total	% of total
rr	nentioned at (3) above	Shares	share /voting capital wherever applicable	diluted share/voting capital of TC (*)
As	of March 31, 2017 holding of:			
a)	Shares	5,797,315	1.80%	1.80%
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA
c)	Warrants	NA	NA	NA
d)	Convertible Securities	NA	NA .	NA
ė)	Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA:
	Total	5,797,315	1.80%	1.80%

For Essel Holdings Ltd

Director

Place: Mauritius

Date: 04 April 2017

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Dhaval Ashar

From:

Sent: To: 10/04/2017 17:42 'takeover@nse.co.in'

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011

Attachments:

Disclosure 30 - SAST - ZLL.PDF

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Capital Private Limited, one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 19,72,92,879 Equity Shares comprising of 61.14% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
11	Jayneer Capital Pvt. Ltd.	7,79,75,375	24.17
2	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.54
3	Essel Media Ventures Private Limited	1,28,61,036	3.99
4	Sprit Textiles Private Limited	1,11,03,864	3.44
5	Ganjam Trading Company Private Limited	49,49,506	1.53
6	Veena Investments Private Limited	34,49,013	1.07
7.	Essel Infraprojects Limited	17,52,286	0.54
8.	Ambience Business Services Private Limited	6,22,883	0.19
9	Essel Holdings Ltd.	57,97,315	1.80
10.	Jayneer Enterprises LLP	1,50,00,000	4.65
11	Ashok Mathai Kurien	5,59,089	0.17
12.	Sushila Devi	1,70,000	0.05
	Total	19,72,92,879	61.14

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanks & Regards, Ashok Sanghavi Direct: 022 -71061437

JAYNEER CAPITAL PRIVATE LIMITED

Date: April 6, 2017

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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Capital Private Limited, one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 19,72,92,879 Equity Shares comprising of 61.14% of paid-up Capital of ZLL, as detailed herein:

Sr.	Name of the Promoter	Shares	% of Paid-up
No.			Capital
11	Jayneer Capital Pvt. Ltd.	7,79,75,375	24.17
2	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.54
3	Essel Media Ventures Private Limited	1,28,61,036	3.99
4	Sprit Textiles Private Limited	1,11,03,864	3.44
5	Ganjam Trading Company Private Limited	49,49,506	1.53
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7.	Essel Infraprojects Limited	17,52,286	0.54
8.	Ambience Business Services Private Limited	6,22,883	0.19
9	Essel Holdings Ltd.	57,97,315	1.80
10.	Jayneer Enterprises LLP	1,50,00,000	4.65

Regd. Office: 18th Floor, A-Wing, Marathon Futurex, N. M Joshi Marg, Lower Parel, Mumbai - Tel.: +91-22-7106 1567 CIN: U61190MH1986PTC039204

JAYNEER CAPITAL PRIVATE LIMITED

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
11.	Ashok Mathai Kurien	5,59,089	0.17
12.	Sushila Devi	1,70,000	0.05
	Total	19,72,92,879	61.14

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanking you,

Yours faithfully,

For Jayneer Capital Private Limited

Director/ Authorized Signatory

Encl: As above.

CC: Zee Learn Limited Continental Building 135, Dr. AB Road, Worli, Mumbai

Maharashtra-400018

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

Part-A- Details of Shareholding					
Name of the Target Company (TC)	Zee Learn Limite	Zee Learn Limited			
2. Name(s) of the Stock Exchange(s) where the	1) BSE Ltd				
shares of the TC are listed	2) National Stock	Exchange of India	Limited		
Particulars of the shareholder(s):					
a. Name of person(s) together with Persons Acting					
in Concert (PAC) whose total holding (including	!				
that in the form of shares, warrants, convertible					
securities and any other instrument that would	1				
entitle the holder to receive shares in the target	1				
company) is more than 25% of the voting rights					
of the TC.					
or					
b. Name(s) of promoter(s), member of the		Private Limited			
promoter group and Persons Acting in Concert					
(PAC) with him.			56 56 1		
4. Particulars of the Shareholding of persons	Number of	% w.r.t .total	% of total		
mentioned at (3) above	Shares	share /voting	diluted		
		capital wherever	share/voting		
·		applicable	capital of TC (*)		
As of March 31, 2017 holding of:		applicable			
As of March 31, 2017 Holding of.					
a) Shares	7,79,75,375	24.17%	24.17%		
b) Voting Rights (otherwise than by shares)	NIL	NIL	NA NA		
c) Warrants	NA	NA	NA		
d) Convertible Securities	· NA	NA	NA NA		
dy Commention operation		1471	17/3		
e) Any other instrument that would entitle the	NA	NA	NA		
holder to receive shares in the TC.					
Total	7,79,75,375	24.17%	24.17%		
		<u> </u>	PITAL		

Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Promoters		
Jayneer Capital Private Limited	Yes	AAACJ1688G
Asian Satellite Broadcast Pvt. Ltd.	Yes	AACCA0162A
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Textiles Private Limited	Yes	AALCS5905J
Ganjam Trading Company Private Limited	Yes	AAACG3975H
Veena Investments Private Limited	Yes	AAACV6436A
Essel Infraprojects Limited	Yes	AAACP6095M
Ambience Business Services Private Limited	Yes	AAACA9528L
Essel Holdings Ltd.	Yes	AACCE3104C
Jayneer Enterprises LLP	Yes	AAHFJ5369G
Ashok Mathai Kurien	Yes	AADPK4942J
Sushila Devi	Yes	AATPD5221B
PACs		
Nii	Nil	Nii

For Jayneer Capital Private Limited

Director/Authorized Signatory

Place: Mumbai Date: April 4, 2017

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
 - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A	Part-A- Details of Shareholding				
1.	Name of the Target Company (TC)	Zee Learn Limited			
2.	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd.			
	shares of the TC are listed	2) National Stock	Exchange of India	a Limited	
l	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.				
b		Essel Holdings L	td		
	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	
A	s of March 31, 2017 holding of:				
a)	Shares	5,797,315	1.80%	1.80%	
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA	
c)	Warrants	NA	NA	NA	
d)	Convertible Securities	NA	NA	NA	
e)	Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Total	5,797,315	1.80%	1.80%	

For Essel Holdings Ltd

Place: Mauritius

Date: 04 April 2017

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

promoters

From:

Sent:

10/04/2017 17:41

To:

'corp.relations@bseindia.com'

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011

Attachments:

Disclosure 30 - SAST - ZLL.pdf

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Capital Private Limited, one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 19,72,92,879 Equity Shares comprising of 61.14% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1	Jayneer Capital Pvt. Ltd.	7,79,75,375	24.17
2	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.54
3	Essel Media Ventures Private Limited	1,28,61,036	3.99
4	Sprit Textiles Private Limited	1,11,03,864	3.44
5	Ganjam Trading Company Private Limited	49,49,506	1.53
6	Veena Investments Private Limited	34,49,013	1.07
7.	Essel Infraprojects Limited	17,52,286	0.54
8.	Ambience Business Services Private Limited	6,22,883	0.19
9	Essel Holdings Ltd.	57,97,315	1.80
10.	Jayneer Enterprises LLP	1,50,00,000	4.65
11.	Ashok Mathai Kurien	5,59,089	0.17
12.	Sushila Devi	1,70,000	0.05
	Total	19,72,92,879	61.14

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

Date: April 6, 2018

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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 18,75,42,388 Equity Shares comprising of 57.55% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1.	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	7,79,75,375	23.93
2.	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.35
3.	Essel Media Ventures Private Limited	1,28,61,036	3.95
4.	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	1,11,03,864	3.41
5.	Essel Infraprojects Limited	17,52,286	0.54
6.	Essel Holdings Ltd.	57,97,315	1.78
7.	Jayneer Enterprises LLP	1,50,00,000	4.60
	Total	18,75,42,388	57.55

Regd. Office: 18th Floor, A-Wing, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai - 400013 Tel No. 022 7106 1234 CIN: 1748 1986 PTC 039204

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanking you,

Yours faithfully,

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited), Rel & Multiventures Private Limited

Director/ Authorized Signatory

Encl: As above.

CC: Zee Learn Limited

Continental Building 135, Dr. AB Road, Worli, Mumbai Maharashtra-400018

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & <u>Takeovers</u>) Regulations, 2011

Part-A- Details of Shareholding

Name of the Target Company (TC)	Zee Learn Limited			
Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1) BSE Ltd 2) National Stock Exchange of India Limited			
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.	ng ng ole uld jet			
 b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 	1 *			
Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)	
As of March 31, 2018 holding of:				
a) Shares	7,79,75,375	23.93%	23.93%	
b) Voting Rights (otherwise than by shares)	NIL	NIL	NA .	
c) Warrants	NA NA	NA	NA	
d) Convertible Securities	NA	NA	NA	
e) Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA	
. Total	7,79,75,375	23.93%	23.93%	



Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in	Whether the person belongs	PAN of the person and
Concert (PAC) with the person	to Promoter/ Promoter group	PACs
Promoters		
Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)	Yes	AAACJ1688G
Asian Satellite Broadcast Pvt. Ltd.	Yes	AACCA0162A
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	Yes	AALCS5905J
Essel Infraprojects Limited	Yes	AAACP6095M
Essel Holdings Ltd.	Yes	AACCE3104C
Jayneer Enterprises LLP	Yes	AAHFJ5369G
PACs		
Nil ·	Nil	Nil

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/Authorized Signatory

Place: Mumbai Date: April 6, 2018

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
 - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

	Details of Shareholding			
1. 1	Name of the Target Company (TC)	Zee Learn Limited		
2. 1	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd		
5	shares of the TC are listed	2) National Stock	Exchange of India	a Limited
3. F	Particulars of the shareholder(s):			
a.	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.			
b.	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Essel Holdings L		
4. F	articulars of the Shareholding of persons	Number of	% w.r.t. total	% of total
n	nentioned at (3) above	Shares	share /voting capital wherever applicable	diluted share/voting capital of TC (*)
As	of March 31, 2018 holding of:			
a)	Shares	5,797,315	1.78%	1.78%
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA
c)	Warrants	NA	NA	NA
d)	Convertible Securities	NA	NA	NA
e)	Any other instrument that would entitle the holder to receive shares in the TC.	ΝA	NA	NA .
	Total	5,797,315	1.78%	1.78%

For Essel Holdings Ltd

Director/Authorized Signatory

Place: Mauritius Date: April 4, 2018



- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Promoters

From:

Promoters

Sent:

06/04/2018 19:36

To:

takeover@nse.co.in

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011

Attachments:

DISCLOSURE 30 SAST - ZLL.PDF

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 18,75,42,388 quity Shares comprising of 57.55% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1.	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	7,79,75,375	23.93
2.	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.35
3.	Essel Media Ventures Private Limited	1,28,61,036	3.95
4.	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	1,11,03,864	3.41
5.	Essel Infraprojects Limited	17,52,286	0.54
6.	Essel Holdings Ltd.	57,97,315	1.78
7.	Jayneer Enterprises LLP	1,50,00,000	4.60
	Total	18,75,42,388	57.55

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanks & Regards, Dhaval Ashar

Direct: 022 -71083387

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED (FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

Date: April 6, 2018

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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 18,75,42,388 Equity Shares comprising of 57.55% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1.	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	7,79,75,375	23.93
2	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.35
3.	Essel Media Ventures Private Limited	1,28,61,036	3.95
4.	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	1,11,03,864	3.41
5.	Essel Infraprojects Limited	17,52,286	0.54
6.	Essel Holdings Ltd.	57,97,315	1.78
7.	Jayneer Enterprises LLP	1,50,00,000	4.60
	Total	18,75,42,388	57.55

Regd. Office: 18th Floor, A-Wing, Marathon Futures, N. M. Joshi Marg, Lower Parel, Mumbai – 400013
Tel No. 022 7106 1234 (This Office) TC039204 1 DAPR 2018

CONTENTS NOT VERIFIED

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED (FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanking you,

Yours faithfully,

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/ Authorized Signatory

Encl: As above.

CC: Zee Learn Limited
Continental Building
135, Dr. AB Road,
Worli, Mumbai
Maharashtra-400018

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 4. Particulars of the Shareholding of persons mentioned at (3) above As of March 31, 2018 holding of: a) Shares 7,79,75,375 23.93% 23 b) Voting Rights (otherwise than by shares) NIL NIL NIL NIC NA NA NA NA NA NA NA NA NA N	etails of Shareholding			
shares of the TC are listed 3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 4. Particulars of the Shareholding of persons mentioned at (3) above As of March 31, 2018 holding of: a) Shares 7,79,75,375 23.93% 7,79,75,375 23.93% 23 b) Voting Rights (otherwise than by shares) NIL NIL NA NA NA NA NA NA NA NA NA NA	ne of the Target Company (TC)	Zee Learn Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 4. Particulars of the Shareholding of persons mentioned at (3) above As of March 31, 2018 holding of: a) Shares 7,79,75,375 23,93% 23 b) Voting Rights (otherwise than by shares) Number of % w.r.t. total share voting capital wherever applicable 7,79,75,375 23,93% 23 b) Voting Rights (otherwise than by shares) NIL NIL NIL NA NA NA Any other instrument that would entitle the NA NA	ne(s) of the Stock Exchange(s) where the	1) BSE Ltd		
a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him. 4. Particulars of the Shareholding of persons mentioned at (3) above As of March 31, 2018 holding of. a) Shares 7,79,75,375 23.93% 7,79,75,375 23.93% 23.93% Any other instrument that would entitle the NA NA NA NA NA NA NA NA NA N	res of the TC are listed	National Stock Exchange of India Limited		
promoter group and Persons Acting in Concert (PAC) with him. 4. Particulars of the Shareholding of persons mentioned at (3) above As of March 31, 2018 holding of: a) Shares b) Voting Rights (otherwise than by shares) c) Warrants d) Convertible Securities Private (formerly known as Jayneer Capital Private (special) and the share share share share share share share share share capital wherever applicable 7,79,75,375 13.93% 23.93% 23.93% And NA	lame of person(s) together with Persons Acon Concert (PAC) whose total holding (included in the form of shares, warrants, convertecurities and any other instrument that we notife the holder to receive shares in the tallompany) is more than 25% of the voting right the TC.			
mentioned at (3) above Shares Share /voting capital wherever applicable As of March 31, 2018 holding of: a) Shares 7,79,75,375 23.93% 23 b) Voting Rights (otherwise than by shares) NIL NIL C) Warrants NA NA NA NA NA NA NA NA NA N	romoter group and Persons Acting in Con	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)		
a) Shares 7,79,75,375 23.93% 23 b) Voting Rights (otherwise than by shares) NIL NIL c) Warrants NA NA d) Convertible Securities NA NA e) Any other instrument that would entitle the NA NA	- · · · · · · · · · · · · · · · · · · ·	Shares share /voting diluted capital share/voting wherever capital of TC (*		
b) Voting Rights (otherwise than by shares) NIL NIL NIL NA NA d) Convertible Securities NA NA NA NA NA NA NA NA NA N	of March 31, 2018 holding of:			
c) Warrants NA NA d) Convertible Securities NA NA e) Any other instrument that would entitle the NA NA	hares	7,79,75,375 23.93% 23.93%		
d) Convertible Securities NA NA e) Any other instrument that would entitle the NA NA	oting Rights (otherwise than by shares)	NIL NIL NA		
e) Any other instrument that would entitle the NA NA	Varrants	NA NA NA		
-/ -	convertible Securities	NA NA NA		
	· ·	NA NA NA		
Total 7,79,75,375 23.93% 23	. Total	7,79,75,375 23.93% 23.93%		



Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in	Whether the person belongs	PAN of the person and
Concert (PAC) with the person	to Promoter/ Promoter group	PACs
<u>Promoters</u>		
Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)	Yes	AAACJ1688G
	Yes	AACCA0162A
Asian Satellite Broadcast Pvt. Ltd.		
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	Yes	AALCS5905J
Essel Infraprojects Limited	Yes	AAACP6095M
Essel Holdings Ltd.	Yes .	AACCE3104C
Jayneer Enterprises LLP	Yes	AAHFJ5369G
PACs	·	
Nil	Nil	Nil

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/Authorized Signatory

Place: Mumbai Date: April 6, 2018

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
 - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

,	Details of Shareholding			
1. 1	lame of the Target Company (TC)	Zee Learn Limited		
2. N	lame(s) of the Stock Exchange(s) where the	1) BSE Ltd		
s	hares of the TC are listed	2) National Stock	Exchange of India	Limited
3. F	Particulars of the shareholder(s):			
a.	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.	g e d		
b.	group and Persons Acting in Concert (PAC) with him.	Essel Holdings Lt		
	articulars of the Shareholding of persons	Number of	% w.r.t. total	% of total
π	nentioned at (3) above	Shares	share /voting capital wherever applicable	diluted share/voting capital of TC (*)
As	of March 31, 2018 holding of:			
a)	Shares	5,797,315	1.78%	1.78%
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA .
c)	Warrants	NA	NA	NA
d)	Convertible Securities	NA	NA	NA
e)	Any other instrument that would entitle the	NA	NA	NA
- /	holder to receive shares in the TC.			
	Total	5,797,315	1.78%	1.78%

For Essel Holdings Ltd

Director/Authorized Signatory

Place: Mauritius Date: April 4, 2018



- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Promoters

From:

Promoters

Sent:

06/04/2018 19:35

To:

corp.relations@bseindia.com

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011

Attachments:

DISCLOSURE 30 SAST - ZLL.PDF

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 18,75,42,388 Equity Shares comprising of 57.55% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1.	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	7,79,75,375	23.93
2.	Asian Satellite Broadcast Pvt. Ltd.	6,30,52,512	19.35
3.	Essel Media Ventures Private Limited	1,28,61,036	3.95
4.	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	1,11,03,864	3.41
5.	Essel Infraprojects Limited	17,52,286	0.54
6.	Essel Holdings Ltd.	57,97,315	1.78
7.	Jayneer Enterprises LLP	1,50,00,000	4.60
٠	Total	18,75,42,388	57.55

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

Thanks & Regards,

Dhaval Ashar

Direct: 022 -71083387

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

Date: April 8, 2019

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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 186,442,388 Equity Shares comprising of 57.18% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	76,875,375	23.58
2	Asian Satellite Broadcast Pvt. Ltd.	63,052,512	19.34
3	Essel Media Ventures Private Limited	12,861,036	3,94
4	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	11,103,864	3.41
5	Essel Infraprojects Limited	1,752,286	0.54
6	Essel Holdings Ltd.	5,797,315	1.78
7	Jayneer Enterprises LLP	15,000,000	4.60
	Total	186,442,388	57.18

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

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

Thanking you,

Yours faithfully,

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/ Authorized Signatory

Encl: As above.

CC: Zee Learn Limited Continental Building 135, Dr. AB Road, Worli, Mumbai Maharashtra-400018

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

	Details of Shareholding ame of the Target Company (TC)	Zee Learn Limited		
2. No	ame(s) of the Stock Exchange(s) where the	1) BSE Ltd		
sl	nares of the TC are listed	2) National Stock	Exchange of India	Limited
	articulars of the shareholder(s):			
a.	Name of person(s) together with Persons Acting			
	in Concert (PAC) whose total holding (including			
	that in the form of shares, warrants, convertible			
	securities and any other instrument that would			
	entitle the holder to receive shares in the target			
	company) is more than 25% of the voting rights of the TC.			
	or the 16.			
b.	Name(s) of promoter(s), member of the	Javneer Infrance	er & Multiventures	Private Limited
	promoter group and Persons Acting in Concert	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)		
	(PAC) with him.			
4. Pa	articulars of the Shareholding of persons	Number of	% w.r.t .total	% of total
m	entioned at (3) above	Shares.	share /voting	diluted
			capital	share/voting
		wherever capital of TC (*		capital of TC (*)
			applicable	
As	of March 31, 2019 holding of:			
a)	Shares	76,875,375	23.58	23,58
σ,	5 ,10,10	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	20.00	20,00
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA
	•			
c)	Warrants	NA	NA	NA
d)	Convertible Securities	NΑ	NA	NA
			4.5	4.5
e)	Any other instrument that would entitle the	NA NA	NA	NA
	holder to receive shares in the TC.	70 975 055	90.70	0.0 = 0
	Total	76,875,375	23.58	23.58
	Infrapo			

Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in	Whether the person belongs	PAN of the person and
Concert (PAC) with the person	to Promoter/ Promoter group	PACs
<u>Promoters</u>		
Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)	Yes	AAACJ1688G
Asian Satellite Broadcast Pvt. Ltd.	Yes	AACCA0162A
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	Yes	AALCS5905J
Essel Infraprojects Limited	Yes	AAACP6095M
Essel Holdings Ltd.	Yes	AACCE3104C
Jayneer Enterprises LLP	Yes	AAHFJ5369G
PACs		
Níl	Nil	Nil

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/Authorized Signatory

Place: Mumbai Date: April 8, 2019

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
 - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

art-A	- Details of Shareholding			
1. 1	Name of the Target Company (TC)	Zee Learn Limited		
2.	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd		
s	hares of the TC are listed	2) National Stock	Exchange of India	a Limited
3. F a.	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.			
b.	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Essel Holdings L	imited	
	Particulars of the Shareholding of persons nentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
A	s of March 31, 2019 holding of:			
a)	Shares	5,797,315	1.78%	1.78%
b)	Voting Rights (otherwise than by shares)	NIL	NIL	NA
c)	Warrants	NA	NA	NA
d)	Convertible Securities	NA	NA	NA
e)	Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
·	Total	5,797,315	1.78%	1.78%

For Essel Holdings Ltd

Director/Authorized Signatory

Place: Mauritius Date: April 4, 2019

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
 - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Promoters

From:

Promoters

Sent:

08/04/2019 17:53

To:

'takeover@nse.co.in'

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011.

Attachments:

Disclosure 30 SAST - ZLL.pdf

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 186,442,388 Equity Shares comprising of 57.18% of paid-up Capital of ZLL, as detailed herein:

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3	Essel Media Ventures Private Limited	12,861,036	3.94
4	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	11,103,864	3.41
5	Essel Infraprojects Limited	1,752,286	0.54
6	Essel Holdings Ltd.	5,797,315	1.78
7	Jayneer Enterprises LLP	15,000,000	4.60
	Total	186,442,388	57.18

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

On behalf of Promoters of ZLL

Authorized Signatory Contact: 022-71061234

JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

Date: April 8, 2019

, 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: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 186,442,388 Equity Shares comprising of 57.18% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	76,875,375	23.58
```2	Asian Satellite Broadcast Pvt. Ltd.	63,052,512	19.34
3	Essel Media Ventures Private Limited	12,861,036	3.94
4	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	11,103,864	3.41
5	Essel Infraprojects Limited	1,752,286	0.54
6	Essel Holdings Ltd.	5,797,315	1.78
7	Jayneer Enterprises LLP	15,000,000	4.60
	Total	186,442,388	57.18

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

#### JAYNEER INFRAPOWER & MULTIVENTURES PRIVATE LIMITED

(FORMERLY KNOWN AS JAYNEER CAPITAL PRIVATE LIMITED)

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

Thanking you,

Yours faithfully,

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/ Authorized Signatory

Encl: As above.

CC: Zee Learn Limited Continental Building 135, Dr. AB Road, Worli, Mumbai Maharashtra-400018

# Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

	the Target Company (TC)	Zee Learn Limited			
2. Name(s)	of the Stock Exchange(s) where the	1) BSE Ltd			
	f the TC are listed	2) National Stock	k Exchange of India	Limited	
	rs of the shareholder(s):				
	e of person(s) together with Persons Actin				
	ncert (PAC) whose total holding (includin				
	n the form of shares, warrants, convertible				
	ities and any other instrument that woul	1		•	
	e the holder to receive shares in the targe	ì			
	any) is more than 25% of the voting right	ŝ			
of the	TC.				
or			er en je		
	e(s) of promoter(s), member of the		ver & Multiventures		
•	oter group and Persons Acting in Conce	t   (formerly known	as Jayneer Capital	Private Limited)	
	) with him.				
	rs of the Shareholding of persons	Number of	% w.r.t .total	% of total	
mentione	ed at (3) above	Shares	share /voting	diluted	
			capital	share/voting	
			wherever	capital of TC (*)	
			applicable		
As of Mar	ch 31, 2019 holding of:				
a) Share	es .	76,875,375	23.58	23,58	
b) Voting	Rights (otherwise than by shares)	NIL	NIL	NA	
c) Warra	ants	NA	NA	NA .	
d) Conve	ertible Securities	NA	NA	NA	
e) Any	other instrument that would entitle the	NA	NA	NÄ	
holde	r to receive shares in the TC.				
,,,,,,,,,					

Part-B

Name of the Target Company: Zee Learn Limited

Name of the person and Persons Acting in	Whether the person belongs	PAN of the person and
Concert (PAC) with the person	to Promoter/ Promoter group	PACs
<u>Promoters</u>		
Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)	Yes	AAACJ1688G
Asian Satellite Broadcast Pvt. Ltd.	Yes	AACCA0162A
Essel Media Ventures Private Limited	Yes	AANCS6794B
Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	Yes	AALCS5905J
Essel Infraprojects Limited	Yes	AAACP6095M
Essel Holdings Ltd.	Yes	AACCE3104G
Jayneer Enterprises LLP	Yes	AAHFJ5369G
PACs		
Níl	Nil	Nil

For Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Private Limited)

Director/Authorized Signatory

Place: Mumbal Date: April 8, 2019

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
  - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
  - (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

## Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & <u>Takeovers</u>) Regulations, 2011

Part-A- Details of Shareholding

1. N	Name of the Target Company (TC)	Zee Learn Limited		
	Name(s) of the Stock Exchange(s) where the	1) BSE Ltd     2) National Stock Exchange of India Limited		
3. F a.	Particulars of the shareholder(s):  Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC.			
b.	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Essel Holdings L	imited	
	articulars of the Shareholding of persons nentioned at (3) above	Number of Shares	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*
As	of March 31, 2019 holding of:			
a)	Shares	5,797,315	1.78%	1.78%
b)	Voting Rights (otherwise than by shares)	NIL	NIL	. NA
c)	Warrants	NA.	NA	NA
d)	Convertible Securities	NA	. NA	NA
e)	Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
	Total	5,797,315	1.78%	1.78%

For Essel Holdings Ltd

Director/Authorized Signatory

Place: Mauritius Date: April 4, 2019

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
  - (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

#### **Promoters**

From:

Promoters

Sent:

08/04/2019 17:51

To:

'corp.relations@bseindia.com'

Subject:

Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011.

Attachments:

Disclosure 30 SAST - ZLL.pdf

Dear Sir,

Ref: Disclosures under Regulation 30 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We, Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.), one of the Promoters of Zee Learn Limited (ZLL) together with other promoter entities hold in aggregate 186,442,388 Equity Shares comprising of 57.18% of paid-up Capital of ZLL, as detailed herein:

Sr. No.	Name of the Promoter	Shares	% of Paid-up Capital
1	Jayneer Infrapower & Multiventures Private Limited (formerly known as Jayneer Capital Pvt. Ltd.)	76,875,375	23.58
2	Asian Satellite Broadcast Pvt. Ltd.	63,052,512	19.34
3	Essel Media Ventures Private Limited	12,861,036	3.94
4	Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)	11,103,864	3.41
5	Essel Infraprojects Limited	1,752,286	0.54
6	Essel Holdings Ltd.	5,797,315	1.78
7	Jayneer Enterprises LLP	15,000,000	4.60
	Total	186,442,388	57.18

In this regard, please find enclosed our disclosures as per Regulation 30(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with our shareholding in Zee Learn Limited.

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

On behalf of Promoters of ZLL

Authorized Signatory Contact: 022-71061234