

Ref: MTEL/2019-20/008

April 30, 2019

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	Scrip Code: MTEDUCARE

Sub: Certificate under Regulation 74(5) of SEBI (Depository & Participants) Regulations, 2018.

Dear Sir/ Madam,

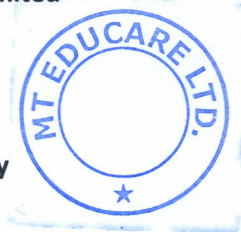
With reference to above, we are enclosing herewith the Certificate under Regulation 74(5) of SEBI (Depository & Participants) Regulations, 2018 for the Quarter ended March 31, 2019 dated April 26, 2019 received from M/s Link Intime India Private Limited, the Registrar and Share Transfer Agent of our Company.

This is for your information, action and record please.

Thanking you

Yours faithfully,
For MT Educare Limited


Mandar Chavan
Company Secretary



Encl: as above

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