

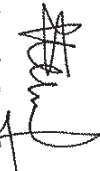
**INSIDER TRADING CODE**  
**FORM D**  
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992  
[Regulations 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company – Zee Learn Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director / Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer	Date of receipt of allotment/ advised acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchase/ public rights / preferential offer, etc.)/ sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registrant on No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Pradeep Pillai PAN No. AJYPP5919J Address: C-1002, Dev Exotica, Kharadi, Pune - 411014	Number of shares: 35,000 Percentage 0.01%	December 15, 2014	December 16, 2014	Market Transaction	Number of shares: 30,000 Percentage 0.01%	INB011286 854	NSE	-	-	5,000	1,46,250

Place: Mumbai  
Date: 17.12.2014



For Zee Learn Limited  
  
Samir Raval  
Company Secretary