

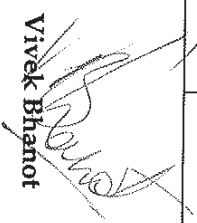
**INSIDER TRADING CODE  
FORM D**

*Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992*  
[Regulations 13(4)]

**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/Officer	Date of receipt of allotment/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchased/ public rights/ preferential offer, etc)/sale	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Vivek Bhanot PAN No. AGKPB1244R Address: R- 9/262, Raj Nagar, Ghaziabad, U.P.- 201002	Number of shares: 5,000 Percentage 0.00%	March 31, 2015	April 2, 2015	Market Transaction	Number of shares: 2,000 Percentage 0.00%	INB231347031	NSE	-	-	3,000	1,09,024.05

Place: Mumbai  
Date: 02.04.2015

  
Vivek Bhanot