

**INSIDER TRADING CODE
FORM D**

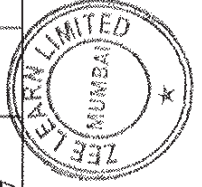
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulations 13(6)]

Details of change in shareholding in respect of persons holding more than 5% shares in the Company

| Name, PAN No. & Address of shareholder | Shareholding prior to acquisition / sale | Date of receipt of allotment / acquisition / sale of shares / voting rights | Date of intimation to company | Mode of purchase (market purchase / public right / 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 |
|--|--|---|-------------------------------|---|---|---|--|----------------|-----------|---------------|--------------|
| Orange Mauritius Investments Limited PAN No. AABC00594R Address: 4 th Floor, Raffles Tower, 19, Cyber City, Ebene, Republic of Mauritius. | Number of shares: 2,22,00,315 Percentage: 6.9403% | 08.01.2015 | April 15, 2015 | Open Market | Number of shares: 13,202,209 Percentage: 4.1257% | i) Edelweiss Securities Ltd. NSE SEBI No: INB231193310 | NSE | - | - | 1,00,000 | 31,42,427.85 |
| | | 08.01.2015 | | | | BSE | 3,275 | 1,01,275.81 | | | |
| | | 27.01.2015 | | | | BSE | 75,000 | 23,66,878.00 | | | |
| | | 27.01.2015 | | | | NSE | 75,000 | 23,68,047.00 | | | |
| | | 27.01.2015 | | | | NSE | 10,00,000 | 3,11,31,196.84 | | | |
| | | 03.02.2015 | | | | NSE | 15,00,000 | 4,66,96,495.26 | | | |
| | | 03.02.2015 | | | | NSE | 1,13,545 | 36,43,537.30 | | | |
| | | 05.02.2015 | | | | NSE | 20,404 | 6,78,811.97 | | | |
| | | 18.02.2015 | | | | NSE | 4,434 | 1,54,821.28 | | | |
| | | 13.03.2015 | | | | BSE | 15,00,000 | 5,22,95,814.00 | | | |
| | | 13.03.2015 | | | | NSE | 15,00,000 | 5,23,00,027.50 | | | |
| | | 09.04.2015 | | | | NSE | 38,890 | 14,66,107.38 | | | |
| | | 10.04.2015 | | | | NSE | 61,058 | 23,09,383.62 | | | |
| | | 09.04.2015 | | | | BSE | 3,000 | 1,13,197.00 | | | |
| 13.04.2015 | | | NSE | 15,00,000 | 5,52,89,949.50 | | | | | | |
| 13.04.2015 | | | BSE | 15,00,000 | 5,52,92,814.00 | | | | | | |
| 13.04.2015 | | | NSE | 3,500 | 1,31,829.55 | | | | | | |
| | | | | | | | | | 89,98,106 | | |

For Zee Learn Limited



Samir Raval
Company Secretary

Place: Mumbai
Date: 16.04.2015