

(Format for Disclosure by the Promoter (s) to its stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

**Name of the Target Company (TC)**  
Zee Learn Limited  
NSE /BSE  
13.08.2015  
Asian Satellite Broadcast Private Limited  
Jayneer Capital Private Limited

**Name of the Promoter or PAC on whose share encumbrance has been created /invoked /released**

**Details creation of encumbrance :**

Name of Promoter (s) or PACs with him (**)	Promoter Holding in the target company(1)		Promoter holding already encumbered (2)		Details of Even pertaining to encumbrance (3)				Post event holding of encumbered shares (Creation [(2)-(3)]/release [(2)-(3)]/ Invocation[(2)-(3)])			
	No of Shares	% of total share Capital	No of Shares	% of total share Capital	Type of event (release/invoked / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledged/lien / non disposal undertaking / other)	No of Shares	% of total share capital	Name of the entity in whose favor shares encumbered	No of Shares	% of total share capital
Asian Satellite Broadcast Private Limited	63,052,512	19.70	N.A.	17.52	release	05.08.2015	pledge	25,000,000	7.81	IDBI Bank Ltd	31,083,024	9.71
Asian Satellite Broadcast Private Limited	63,052,512	19.70	N.A.	9.71	release	05.08.2015	pledge	770,000	0.24	Yes Bank Ltd	30,313,024	9.47
Jayneer Capital Private Limited	77,975,375	24.36	N.A.	19.24	release	05.08.2015	pledge	5,000,000	1.56	IDBI Bank Ltd	56,578,098	17.67

**For Jayneer Capital Private Limited**

*[Signature]*  
Authorised Signatory / Director

**For ASIAN SATELLITE BROADCAST PVT. LTD.**

*[Signature]*  
Authorised Signatory/Director

Signature of the Authorised Signatory

(\*\*) The names of all the promoters their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting or the date of event or not.

(\*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing agreement. 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.