

(Format for Disclosure by the Promoter (s) to the 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

Name of the stock exchanges where the shares of the target company are listed

NSE /BSE

Date of Reporting

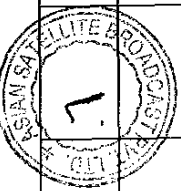
14.01.2016

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

Asian Satellite Broadcast Private Limited

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	% w.r.t. diluted share capital (*)	No of Shares	% of total share Capital	Type of event (creation/ release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledge/lien/ non disposal undertaking /other)	Reasons for encumbrance	No of Shares	% of total share capital		Name of the entity in whose favor shares encumbered	
Asian Satellite Broadcast Private Limited	63,052,512	19.70	N.A.	48,769,000	15.23	Creation	08.01.2016	pledge	Collateral Pledge for Loan of the Promoters Group Company	3,300,000	1.03	Indusind Bank Limited	52,069,000	16.27
Jayneer Capital Private Limited	77,975,375	24.36	N.A.	70,677,000	22.08	-	-	-	-	-	-	-	70,677,000	22.08
Sprit Textiles Pvt Ltd	11,103,864	3.47	N.A.	10,990,000	3.43	-	-	-	-	-	-	-	10,990,000	3.43
Jayneer Enterprises LLP	15,000,000	4.69	N.A.	-	-	-	-	-	-	-	-	-	-	-
Essel Media Ventures Pvt Ltd	12,861,036	4.02	N.A.	-	-	-	-	-	-	-	-	-	-	-
Essel Infraproject Ltd	1,752,286	0.55	N.A.	-	-	-	-	-	-	-	-	-	-	-



Ambience Business Services Pvt.Ltd	622,883	0.19	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ashok Mathai Kurien Sushila Goel	559,089	0.17	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Veena Investment Pvt.Ltd	3,449,013	1.08	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ganjam Trading Company Pvt.Ltd	4,949,506	1.55	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Essel Holdings Ltd	5,797,315	1.81	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

For Authorised Signatory Director


 Authorised Signatory Director
 Signature of the Authorised Signatory

Place : Mumbai
 Date : 14.01.2016

(**) 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 on 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.