

ASIAN SATELLITE BROADCAST PRIVATE LIMITED

March 17, 2016

✓ **Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Ref: 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

With reference to disclosure requirements 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 please find attached herewith our disclosure for release of encumbrance of equity shares of Zee Learn Limited

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Asian Satellite Broadcast Private Limited



Authorised Signatory



Encl: As above.

CC: Zee Learn Ltd
Continental Building, 135,
Dr. A. B. Road,
Worli, Mumbai - 400018.

(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		17.03.2016	
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)			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	19.67	N.A.	62,560,000	19.52	Release	09.03.2016	Pledge	Collateral Pledge for facility of the Promoters Group	9,130,000	2.85	Yes Bank Ltd	53,430,000	16.67
Asian Satellite Broadcast Private Limited	63,052,512	19.67	N.A.	53,430,000	16.67	Release	17.03.2016	Pledge	Collateral Pledge for facility of the Promoters Group	1,500,000	0.47	Yes Bank Ltd	51,930,000	16.20
Jayneer Capital Private Limited	77,975,375	24.33	N.A.	70,229,000	21.91	-	-	-	-	-	-	-	70,229,000	21.91
Sprit Textiles Pvt Ltd	11,103,864	3.46	N.A.	10,990,000	3.43	-	-	-	-	-	-	-	10,990,000	3.43
Jayneer Enterprises LLP	15,000,000	4.6794	N.A.	13,300,000	4.15	-	-	-	-	-	-	-	13,300,000	4.15



