

# JAYNEER ENTERPRISES LLP

135, Continental Building, Dr. A. B. Road, Worli, Mumbai – 400018.  
LLPIN: AAA-2198

---

March 04, 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 pledge creation of encumbrance the equity shares of Zee Learn Limited

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

Thanking you,

Yours faithfully,

**For Jayneer Enterprises LLP**  
For JAYNEER ENTERPRISES LLP



**Authorised Signatory**

Director / 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	04.03.2016
Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released	Jayneer Enterprises LLP

**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 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	No of Shares	% of total share capital
Asian Satellite Broadcast Private Limited	63,052,512	19.67	N.A.	62,560,000	19.52	-	-	-	1,000,000	0.31	IDBI Trusteeship Services Limited	63,560,000	19.83
Jayneer Capital Private Limited	77,975,375	24.33	N.A.	70,229,000	21.91	-	-	-	1,390,000	0.43	IDBI Trusteeship Services Limited	68,839,000	21.47
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.	10,700,000	3.34	Creation	03.03.2016	Creation	2,600,000	0.81	Indusind Bank Ltd	13,300,000	4.15
Esael Media Ventures Pvt Ltd	12,861,036	4.01	N.A.	-	-	-	-	Collateral Pledge for facility of the Promoters Group	-	-	-	-	-
Esael Infraprojec	1,752,286	0.55	N.A.	-	-	-	-	-	-	-	-	-	-

FOR JAYNEER ENTERPRISES LLP

Director / Authorised Signatory

Ambience Business Services Pvt Ltd	622,883	0.19	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ashok Marathi Kurlen Sushila Goel	559,089	0.17	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Veena Investment Pvt Ltd	170,000	0.05	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ganjam Trading Company Pvt Ltd	3,449,013	1.08	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Essel Holdings Ltd	4,949,506	1.54	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	5,797,315	1.81	N.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

For JAYNEER ENTERPRISES LLP

  
Signature of Anil Anand, Statutory

Place : Mumbai  
Date : 04.03.2016

(\*\*) 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.