

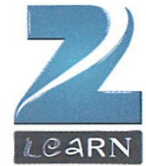


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www.zeelearn.com

August 16, 2016

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

Kind Attn.: Corporate Relationship / Listing Department

BSE Scrip Code: 533287

NSE SYMBOL: ZEELEARN

Dear Sir/ Madam,

Sub: Zee Learn Limited announces revised share swap ratio for amalgamation of Tree House

The Board of Directors of Zee Learn Ltd ("ZLL") approved the revised Scheme of Amalgamation of Tree House Education & Accessories Ltd ("THEAL") with ZLL, subject to requisite statutory and regulatory approvals. The Board of ZLL approved revised share swap ratio of 10 (Ten) equity shares of ZLL of INR 1 each fully paid up for every 10 (Ten) equity shares of THEAL of INR 10 each fully paid. For more details kindly refer to the intimation sent to stock exchange w.r.t. outcome of the Board meeting held on August 16, 2016.

We are pleased to share this announcement and feel that the revised Scheme of Amalgamation will:

- put to rest uncertainty and anxiety within different stakeholders
- help mitigating the recent developments in operational performance of THEAL over the past few quarters
- further strengthen ZLL position in the educational landscape.

Zee Learn Limited is an Essel Group Company listed on National Stock Exchange (NSE), Bombay Stock Exchange (BSE) and on Luxemburg Stock Exchange, and is **India's leading company in education segment** with the fastest growing chain of K-12 schools and Asia's No 1 chain of pre-schools in its portfolio. Zee Learn limited has its preschool network Kidzee with more than **1600+ preschools in over 550+ cities** across India and is **Asia's largest network of preschool**. Zee Learn acts as a consultant to local entrepreneurs who wish to setup K-12 schools, under its brand name Mount Litera Zee Schools and provides end to end Education management and Advisory services. Mount Litera Zee Schools is now the second largest chain of schools in the private-unaided category with over **100 schools in more than 75 cities** and is also the fastest growing chain in India.

Zee Learn Ltd is India's **"Most Trusted Diversified Education Brand"** for 2016 according to **Trust Research Advisory (TRA)**. In 2015, Zee Learn Ltd was also conferred with **"Make In India Award for Excellence"**. Further, Kidzee, which is already Asia's largest preschool chain, was recently Awarded **"Early Childhood Playschool Chain of the Year – National, 2016"** at the recent Indian Education Awards.

For Zee Learn Limited

Hemangi Patil

Hemangi Patil
Company Secretary
ACS19644



THINK EDUCATION. THINK ZEE LEARN.



Mount Litera
World Preschool

