

# JAYNEER CAPITAL PRIVATE LIMITED

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September 2, 2016

✓ **BSE 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 creation/release of pledge of the equity shares of Zee Learn Limited.

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

Thanking you,

Yours faithfully,

**For Jayneer Capital Private Limited**



**Authorised Signatory**



**Encl:** As above.

**CC:** Zee Learn Ltd  
135, Continental Building,  
Dr. Annie Besant 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)

<b>Name of the Target Company (TC)</b>		Zee Learn Limited
<b>Name of the stock exchanges where the shares of the target company are listed</b>		NSE /BSE
<b>Date of Reporting</b>		2nd September, 2016
<b>Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released</b>		Jayneer Capital 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/ 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	6,30,52,512	19.67	N.A.	5,09,30,000	15.89	-	-	-	-	-	-	-	5,09,30,000	15.89
Jayneer Capital Private Limited	7,79,75,375	24.33	N.A.	6,69,69,000	20.89	Release	25-Aug-2016	Pledge	Collateral Release for facility of the Promoters Group Company	17,00,000	0.53	IIFL Wealth Finance Limited	6,52,69,000	20.36
Jayneer Capital Private Limited	7,79,75,375	24.33	N.A.	6,52,69,000	20.36	Creation	30-Aug-2016	Pledge	Collateral Pledge for facility of the Promoters Group Company	30,50,000	0.95	JM Financial Products Limited	6,83,19,000	21.31
Sprit Textiles Private Limited	1,11,03,864	3.46	N.A.	50,00,000	1.56	-	-	-	-	-	-	-	50,00,000	1.56
Jayneer Enterprises LLP	1,50,00,000	4.68	N.A.	1,33,00,000	4.15	-	-	-	-	-	-	-	1,33,00,000	4.15



