

March 12th, 2018

Scrip Code – 533287

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

ZEELEARN

National Stock Exchange of India Limited

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

Sub: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended.

Dear Sirs,

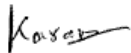
We RattanIndia Finance Private Limited, enclose a disclosure under Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take the aforesaid disclosure on record.

Thanking you,

Yours truly,

For RattanIndia Finance Private Limited



Karan Maken
Company Secretary
ACS No. – A42081



Encl: as above

CC:

The Board of Directors

Zee Learn Limited

Continental Building, 135, Dr. Annie Besant Road Worli, MUMBAI MH 400018 IN

RattanIndia Finance Private Limited

(Formerly known as Vikhyat Finlease And Trading Private Limited)

(CIN: U65100DL1995PTC071198)

Reg. Off. Add: 5th Floor, Tower-B, Worldmark 1, Aerocity, New Delhi-110037 Tel: +91 11 66612666 Fax: +91 11 66612777



DISCLOSURE OF DETAILS OF ACQUISITION AND SALE OF SHARES TO TARGET COMPANY AND STOCK EXCHANGES WHERE THE SHARES OF THE TARGET COMPANY ARE LISTED, IN TERMS OF REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART-A – Details of Acquisition

1	Name of the Target company	Zee Learn Limited		
2	Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer	RattanIndia Finance Private Limited PACs: N.A.		
3	Whether the acquirer belongs to Promoter/Promoter group	No		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5	Details of the acquisition / disposal /holding of the Acquirer and PAC	No. of shares	% w. r. t. total paid-up capital/voting capital, wherever applicable	% w. r. t. total diluted share/voting capital of the TC
	<u>Before the acquisition under consideration, holding of Acquirer along with PACs' of:</u>			
(a)	Shares carrying voting rights	Nil	Nil	Nil
(b)	Shares in the nature of encumbrance (Pledge/lien/non-disposal undertaking/others)	Nil	Nil	Nil
(c)	Voting rights (VRs) otherwise than by equity shares	Nil	Nil	Nil
(d)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
	Total (a + b + c + d)	Nil	Nil	Nil

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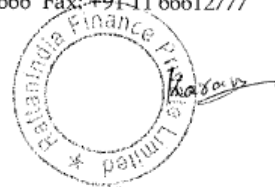
Details of acquisition :				
(a)	Shares carrying voting rights acquired/sold	Nil	Nil	Nil
(b)	Voting rights (VRs) otherwise than by equity shares	Nil	Nil	Nil
(c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	Nil	Nil	Nil
(d)	Shares in nature of encumbrance (Pledge/lien/non-disposal undertaking/others)	<u>Acquirer</u> 2,09,50,000	6.44%	6.44%
		<u>PAC</u> Nil	Nil	Nil
Total (a + b + c + d)		2,09,50,000 Equity Shares	6.44%	6.44%
After the acquisition holding of Acquirer along with PACs' of:				
(a)	Shares carrying voting rights	Nil	Nil	Nil
(b)	Voting rights (VRs) otherwise than by shares	Nil	Nil	Nil
(c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	Nil	Nil	Nil
(d)	Shares in nature of encumbrance (Pledge/lien/non-disposal undertaking/others)	<u>Acquirer</u> 2,09,50,000 Equity Shares	6.44%	6.44%
		<u>PAC</u> Nil	Nil	Nil
Total (a + b + c + d)		2,09,50,000 Equity Shares	6.44%	6.44%

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6	Mode of acquisition (e.g. open-market/off-market/public issue/rights-issue/preferential allotment / <i>inter-se</i> transfer / encumbrance etc.)	Acquisition by way of Pledge.
7	Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.
8	Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	08.03.2018
9	Equity share capital / total voting capital of the target company before the said acquisition	Rs.32,52,39,397/- (comprising 32,52,39,397 Equity shares of face value Re. 1/- each)
10	Equity share capital/total voting capital of the target company after the said acquisition	Rs.32,52,39,397/- (comprising 32,52,39,397 Equity shares of face value Re. 1/- each)
11	Total diluted capital/ voting capital of the target company after the said acquisition	Rs.32,52,39,397/- (comprising 32,52,39,397 Equity shares of face value Re. 1/- each)

For RattanIndia Finance Private Limited


Karan Maken
Company Secretary
ACS No. – A42081



Date: March 12th, 2018
Place: New Delhi

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