

April 6, 2018

BSE Limited  
National Stock Exchange of India Limited  
Luxembourg Stock Exchange

BSE Scrip Code: 533287

NSE SYMBOL: ZEELEARN

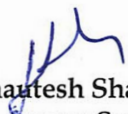
**Sub: Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

With reference to above, we are enclosing herewith the Half Yearly Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 in compliance with Regulation 7(2) of SEBI (LODR) Regulations, 2015 for the period from 1.10.2017 to 31.3.2018.

This is for your information, action and record please.

Thanking You.  
For Zee Learn Limited

  
Bhantesh Shah  
Company Secretary



Encl.: As above

**THINK EDUCATION. THINK ZEE LEARN.**


TO WHOMSOEVER IT MAY CONCERN

Compliance Certificate pursuant to Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2018


Re: Scrip Code: 533287 (BSE) & ZEELEARN (NSE)

We hereby certify and confirm that, pursuant to Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), during the half year ended March 31, 2018, all activities in relation to both physical and electronic share transfer facility for listed Equity Shares of Re. 1/- each of Zee Learn Limited (CIN: L80301MH2010PLC198405), having its registered office at Continental Building, 135, Dr. Annie Besant Road, Worli, Mumbai 400018, are maintained by M/s. Link Intime India Pvt Ltd ('Link Intime') (CIN: U67190MH1999PTC118368), a SEBI registered, Registrar and Share Transfer Agent (RTA) bearing registration number INR000004058, having its registered office at C - 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083.

For Link Intime India Pvt Ltd

  
Ishwar Suvarna  
AVP-Corporate Registry  
Mumbai, dated April 6, 2018

We confirm  
For Zee Learn Limited

  
Bhaitesh Shah  
Company Secretary

