

September 24, 2018

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: Summary of Proceedings of the 8th Annual General Meeting (AGM) of the Company.

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we forward below a Summary of Proceedings of the AGM of the Company held today i.e. Monday, 24.09.2018 at 11:30 a.m. at Ravindra Natya Mandir, P. L. Deshpande Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai 400 025 to transact the Business as set out in the Notice dated 09.08.2018 of the AGM.

Mr. Ajey Kumar, Executive Director of the Company chaired the Meeting and called the meeting to order as the requisite quorum was present. He introduced all the Directors present on the dais.

With the consent of the Members, the Notice convening the AGM was taken as read. As there were no qualifications in the Audit Report, was not required to be read.

The Chairman then delivered his speech, and requested the Members to raise their queries. He clarified the queries raised by the Members. He informed the Members about the facilities of Remote e-voting provided by the Company and facility of the Voting at the AGM Venue as required under the Companies Act 2013 & Rules framed thereunder and SEBI (LODR), Regulations, 2015. He also informed that Mrs. Mita Sanghavi, Practicing Company Secretary, was present as the Scrutinizer for conducting the Voting in physical ballot form at the AGM. The Voting was done as per the instruction given by the Chairman.

The following items of business, as per Notice of the AGM dated 09.08.2018, were transacted at the Meeting:



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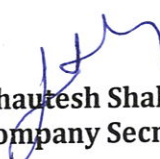
Ordinary Business :		Type of Resolution
1.	Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2018 including the Balance sheet, Statement of Profit & Loss and the Reports of the Auditors and Directors thereon.	Ordinary
2.	Declare dividend of Re. 0.10 per equity share for the financial year ended March 31, 2018.	Ordinary
3.	Re-appointment of Mr. Himanshu Mody as a Director of the Company	Ordinary
4.	Appointment of Statutory Auditors	Ordinary
Special Business :		
5.	Ratification of remuneration of M/s Vaibhav P Joshi & Associates, Cost Auditors of the Company for the financial year 2018-19	Ordinary
6.	Alteration of Articles of Association in compliance with Companies Act, 2013	Special
7.	Re-designation / appointment of Mr. Ajey Kumar, Executive Director as the Managing Director of the Company and to confirm his terms of remuneration.	Special
8.	Material Related Party Transaction by the Company with Taleem Research Foundation as per Regulation 23 of SEBI (LODR) Regulations, 2015.	Ordinary

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

Kindly put the same on your notice board for the information of the Members and Shareholders of the Company.

Thanking you,

For Zee Learn Limited


Bhautesh Shah
Company Secretary



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