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[www.zeelearn.com](http://www.zeelearn.com)

February 14, 2017

BSE Limited  
National Stock Exchange of India Limited  
Luxembourg Stock Exchange

**BSE SCRIP CODE: 533287**

**NSE SYMBOL: ZEELEARN**

Dear Sir/ Madam,

**Re.: Allotment of Shares upon exercise of Stock Option**

This is to inform you that, the ESOP Allotment Sub-Committee of the Company at its meeting held today, i.e., on February 14, 2017 has approved allotment of total 3,14,650 equity shares consisting of 8,875 Equity Shares of Re.1/- at an exercise price of Rs. 20.85 per Equity Share; 5,775 Equity Shares of Re.1/- at an exercise price of Rs. 35.25 per Equity Share; and 3,00,000 Equity Shares of Re.1/- at an exercise price of Rs. 31.80 per Equity Share under the ZLL ESOP 2010 - AMENDED 2015 Scheme.

Consequent to the above allotment, the paid up share capital of the Company has increased from 321,221,408 equity shares of Re. 1/- each aggregating Rs. 321,221,408/- to 321,536,058 equity shares of Re. 1/- each aggregating Rs. 321,536,058/-.

This is for your information and records please.

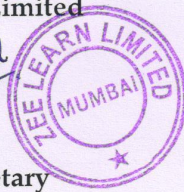
Thanking you.

Yours faithfully,

For Zee Learn Limited

*Hemangi Patil*

Hemangi Patil  
Company Secretary  
ACS 19644



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