

**INSIDER TRADING CODE
FORM D**

*Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(6)]*

Details of change in shareholding or voting rights held by Director or Officer and his Dependents or Promoter or Person who is part of Promoter Group of a listed company – Zee Learn Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment advice/ acquisition of shares/voting rights	Date of intimation to company	Mode of purchase (market purchase/ public/ rights/preferential offer, etc.)/sale	No. & % of shares/voting rights post acquisition / sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Pradeep Pillai - Officer PAN No. AJYPP5919J Address: C-1002, Dev Exotica, Kharadi, Pune - 411014	Number of shares: 100 Percentage 0.00%	September 1, 2014	September 1, 2014	Allotment of shares by the Company pursuant to ESOP Scheme	Number of shares: 13,400 Percentage 0.00%	N.A.	N.A.	13,300	1,92,850	-	-
Mr. Ajoy Paul - Officer PAN No. AKEPP8446M Address: F-16, Kalyani, Dist- Nadia West Bengal- 741235	Number of shares: 0 Percentage 0.00%	September 1, 2014	September 1, 2014	Allotment of shares by the Company pursuant to ESOP Scheme	Number of shares: 7,000 Percentage 0.00%	N.A.	N.A.	7,000	1,01,500	-	-

**Place: Mumbai
Date: 01.09.2014**



For Zee Learn Limited

Samir Raval

Samir Raval
Company Secretary

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Details of change in shareholding or voting rights held by Director or Officer and his Dependents or Promoter or Person who is part of Promoter Group of a listed company – Zee Learn Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer.	Date of receipt of allotment/ advice/ acquisition of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchase/ public rights/ preferential offer, etc.)/sale	No. & % of shares/ voting rights post acquisition / sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Mr. Surjit Banga- Director PAN No. AAGPB0776N Address: A-1101, Serenity Heights, Mindsapce, Off Link Road, Malad- west, Mumbai- 64	Number of shares: 42,000 Percentage 0.01%	September 1, 2014.	September 1, 2014	Allotment of shares by the Company pursuant to ESOP Scheme	Number of shares: 49,500 Percentage 0.01%	N.A	N.A.	7,500	1,95,375	-	-
Mrs. Sindu Aven-Officer PAN No. AESPA2193J Address: 3-B, 804 N G Suncity, B H D Thakur Village, Kandivali-East Mumbai-400 101	Number of shares: Nil Percentage 0.00%	September 1, 2014	September 1, 2014	Allotment of shares by the Company pursuant to ESOP Scheme	Number of shares: 8,750 Percentage 0.00%	N.A	N.A.	8,750	1,26,875	N.A.	N.A.

**Place: Mumbai
Date: 01.09.2014**



For Zee Learn Limited

Samir Raval
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Company Secretary