

**INSIDER TRADING CODE
FORM D**

*Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(4)]*

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/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of purchase (market purchase/ public rights/ preferential offers/ etc./ sale)	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registrant No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Mr. Ajoy Paul - Officer PAN No. AKEPP8446M Address: F-16, Kalyani, Dist- Nadia West Bengal- 741235	Number of shares: 30,335 Percentage 0.01%	December 19, 2014	December 22, 2014	Market Transaction	Number of shares: 25,335 Percentage 0.01%	INB230773 037	NSE	N.A.	N.A.	5,000	153628.75

Place: Mumbai
Date: 22.12.2014

Ajoy Kumar Paul
Ajoy Paul