

(Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

Name of the Target Company (TC)
 Zee Learn Limited
 MSE / BSE
 24-Nov-14
 Jayneer Capital Private Limited


Name of the Promoter or PAC on whose shares encumbrance has been created / invoked / released
 Asian Satellite Broadcast Private Limited

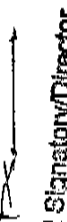
Details creation of encumbrance :		Promoter holding already encumbered (2)				Details of Even pertaining to encumbrance (3)				Post event holding of encumbered shares (Creation [(2)+(3)]/release [(2)-(3)]/ invocation[(2)-(3)])			
Name of Promoter (s) or PACs with him (**)	Promoter Holding in the target company(1)	No of Shares	% of total share Capital	% w.r.t. diluted share capital (*)	No of Shares	Type of event (creation/ release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledge/lien/ non disposal undertaking /other)	No of Shares	% of total share capital	Name of the entity in whose favor shares encumbered	No of Shares	% of total share capital
Jayneer Capital Private Limited	77,975,375	28,481,911	24.38	N.A.	28,481,911	Creation	19.11.2014	pledge	16,700,000	5.22	Idbi Trusteeship Services Ltd	45,181,911	14.12
Asian Satellite Broadcast Private Limited	63,052,512	52,295,000	19.71	N.A.	52,295,000	Creation	24.11.2014	pledge	4,400,000	1.38	Idbi Trusteeship Services Ltd	56,695,000	17.72

For Jayneer Capital Private Limited

For ASIAN SATELLITE BROADCAST PVT. LTD.

Place : Mumbai
 Date : 24.11.2014


 Authorised Signatory / Director


 Authorised Signatory/Director
 Signature of the Authorised Signatory

(**) The names of all the promoters their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing agreement. Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities /warrants into equity shares of the TC.