



Zee Learn Limited

Regd Office :- Continental Bldg., 135, Dr. Annie Besant Road
Worli, Mumbai 400 018

Unaudited Financial Results for the quarter/ period ended 31st December, 2010

(Rupees in lacs)

Particulars	Quarter ended 31-12-2010 Unaudited	Period ended 31-12-2010 Unaudited (Refer Note 7)
Income		
Revenue from Operations	983.23	2,972.13
Total Income	983.23	2,972.13
Expenditure		
Operating Cost	194.16	797.83
Personnel Cost	306.57	794.81
Depreciation / Amortisation	18.35	43.03
Other Expenditure	442.79	1,152.33
Total Expenditure	961.87	2,788.00
Profit from Operations before Other Income, Interest and Tax	21.36	184.13
Other Income	25.32	71.47
Profit before Interest and Tax	46.68	255.60
Finance Cost	5.98	7.15
Profit before Tax	40.70	248.45
Tax expenses	13.48	61.78
Net Profit after Tax	27.22	186.67
Paid up Equity Share Capital (face value Re. 1 per share)	1,227.39	1,227.39
Reserves excluding Revaluation Reserve	-	-
Earnings per Share - Basic and Diluted (Rupees)	0.03	0.20
Aggregate Public Shareholding		
-- Number of Equity Shares	70,429,541	70,429,541
-- Percentage of Shareholding	57.38%	57.38%
Promoters and promoter group shareholding		
-- Pledged/encumbered		
--Number of Equity shares	-	-
--%of shares (as a %of the total shareholding of promoters group)	0.00%	0.00%
--%of shares (as a %of the total share capital of the company)	0.00%	0.00%
-- Non-encumbered		
--Number of Equity shares	52,309,058	52,309,058
--%of shares (as a %of the total shareholding of promoters group)	100.00%	100.00%
--%of shares (as a %of the total share capital of the company)	42.62%	42.62%

Notes :

- Pursuant to the Composite Scheme of Amalgamation and Arrangement approved by the Hon'ble Bombay High Court on 16th July, 2010, which became effective on 30th August, 2010, between ETC Networks Ltd, Zee Entertainment Enterprises Ltd (ZEEL) and the Company, the Education Business Undertaking of ZEEL was vested with the Company on the Appointed Date viz. 1st April, 2010.
- In pursuance of the said Composite Scheme, the Company has issued and allotted 122,238,599 Equity Shares of Re. 1 each to the shareholders of ZEEL on 14th October, 2010 and these Equity Shares (including those issued to the initial subscribers) have been listed on the Stock Exchanges effective 20th December, 2010.
- The Board of Directors at its meeting held today has approved consolidation of Education Infrastructure Assets under the Company and for the purpose approved a Scheme of Amalgamation for merger of Essel Entertainment Media Limited with the Company, subject to appropriate statutory and regulatory approvals. The Appointed Date for the Scheme shall be March 31, 2011 and the Board has approved the share swap in the ratio of 1 (One) Equity Share of Re. 1 each of the Company for every 5 (Five) Equity Shares of Re. 1 each held by the Shareholders of Essel Entertainment Media Limited.
- Other Expenditure for the quarter and period ended 31 December, 2010 includes advertisement and publicity expenses of Rs. 192.36 Lacs and Rs. 543.78 Lacs respectively.
- There were no investor complaints pending as at the date of listing and no investor complaint was received during the quarter ended 31st December, 2010.
- As the company's business activity falls within a single primary business segment viz "Educational Services", the disclosure requirements of Accounting Standards (AS-17) "Segment Reporting" is not applicable.
- Previous quarter's / period's figure have not been given since this is the first year of operation of the Company. The un-audited financial results for the period ended 31st December, 2010 represents the financials for the period from the date of incorporation i.e. 4th January, 2010 till 31st December, 2010.
- The Statutory Auditors of the Company have carried out the "Limited Review" of the above results for the Quarter and period ended 31st December, 2010.
- The above results were reviewed by the Audit Committee and taken on record by the Board of Directors in its meeting held on January 27, 2011.

For and on behalf of Board of Directors

S/d.

Place : Mumbai
Date : 27th January, 2011

Sumeet Mehta
Whole Time Director