

Zee Learn Ltd., Level 6,
Fun Republic, Off. New
Link Rd., Andheri (W),
Mumbai - 400 053.

P: +91 22 4034 3900
F: +91 22 2674 3422
Customer Support:
+91 93200 63100

Registered Office:
135, Continental Building,
Dr. Annie Besant Road,
Worli, Mumbai - 400 018.
CIN :L80301MH2010PLC198405



www.zeelearn.com

December 16, 2016

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

Kind Attn.: Corporate Relationship/ Listing Department

BSE Scrip Code: 533287

NSE SYMBOL: ZEELEARN

Dear Sir/ Madam,

Sub: Press Note

A copy of press note relating to the withdrawal from the proposed merger between Tree House Education & Accessories Limited and the Company is attached herewith for your information.

You are requested to take the same on record.
Thanking you.

Yours faithfully,

For Zee Learn Limited

Hemangi Patil

Hemangi Patil
Company Secretary
ACS 19644



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Zee Learn Ltd (ZLL) announces withdrawal from the proposed Merger between itself and Tree House Education & Accessories Ltd (Tree House)

Mumbai, Dec 16, 2016: ZLL Board announced today that in light of the recent inordinate developments at Tree House, it is withdrawing from the proposed Merger process with Tree House which has been awaiting various court, shareholder and related statutory approvals.

ZLL Board in its meeting held today took cognizance of the recent adverse media reports of Tree House closing down hundreds of its playgroup centres abruptly leaving parents / students high and dry and of many parents filing police complaints against Tree House and its Promoters. The Board feels that this may change the complete business dynamics of Tree House and is not in the spirit of the Scheme of Amalgamation signed between ZLL and Tree House. This fact coupled with the steadily deteriorating financials of Tree House, allegations of irregularities by Tree House / its Promoters and the need to protect the interest of ZLL shareholders, led to the Board of ZLL to unanimously agree to withdraw from the merger process with Tree House.

The Board approved sending requisite communication to Tree House to this effect and also convey to them that ZLL reserves its rights to initiate further suitable action against Tree House / its Promoters for ZLL's loss of reputation / goodwill and damages.

ZLL, a company promoted by Essel group, which runs Asia's largest play school chain (Kidzee) with 1600 plus centres had agreed some time back to participate in this Merger process with Tree House with great hopes of serving an even larger network of students. Recently, inspite of the reported worsening financial situation at Tree House, ZLL had agreed to keep the merger alive at renegotiated terms. However, the current media reports of Tree House / its Promoters closing down a huge number of centres mid-session without even a thought for the helpless students / parents has left everyone at ZLL aghast as this sort of an action is completely against the moral and professional values of ZLL. Mr Debshankar Mukhopadhyay, CEO of ZLL said "ZLL has already requested its Kidzee Franchisees to try and provide proper mid-term admissions to such ex Tree House students who are stuck and wish to seek help because of Tree House / its Promoters actions. I am sure that our Franchisees will help to whatever extent possible. We hope that other play school chains will also come forward to help the students in this time of their need."

Zee Learn Limited:

Zee Learn Limited is an Essel Group Company listed on National Stock Exchange (NSE), Bombay Stock Exchange (BSE) and on Luxemburg Stock Exchange, and is India's leading company in education segment with the fastest growing chain of K-12 schools and Asia's No 1 chain of pre-schools in its portfolio. The Company through its brand 'Zee Institute of Media Arts' (ZIMA), a TV and Film training institute, offers Certificate courses in Direction, Acting, Sound, Editing, Production and Cinematography. Another offering from the company, 'Zee Institute of Creative Art' (ZICA) is the nation's first full-fledged Classical and Digital Animation Training Academy that trains youth in classical 2D and modern 3D animation.



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Recent Recognitions for Zee Learn:

1. **Zee Learn Ltd** has been awarded as **“Franchisor of Year– Playgroup/Playschool”** at **14th Star Franchise Awards, 2016** organized by Franchise India.
2. **Zee Learn Ltd** is India’s **“Most Trusted organization in Diversified Education”** according to Trust Research Advisory (TRA) for two consecutive years.
3. **Zee Learn Ltd** has been award with National Award for Marketing Excellence in Education Sector
4. **Kidzee** has been rated the **Most Trusted Preschool brand** by Trust Research Advisory as also the **“Most Attractive Brand”** in the Preschool category by same organization.
5. **Kidzee** was recently Awarded **“Early Childhood Playschool Chain of the Year – National, 2016”** at the recent Indian Education Awards.
6. **Mount Litera Zee School** Awarded **“K-12 School Chain of the year”** at India Education Conclave 2015
7. **Kidzee** Ranked among **India’s Top 100 Business Opportunities** by Franchise India in 2015
8. In 2015, Zee Learn Ltd was also conferred with **“Make In India Award for Excellence”**



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