



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

September 28, 2017

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: Summary of Proceedings of the 7th Annual General Meeting (AGM) of the Company.

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we forward below a Summary of Proceedings of the AGM of the Company held today i.e. Thursday, 28.09.2017 at 4:00 p.m. at 'The Hall of Culture', Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai 400018 to transact the Business as set out in the Notice dated 25.04.2017 of the AGM.

Mr. Surjit Banga, Independent Director of the Company chaired the Meeting and called the meeting to order as the requisite quorum was present. He introduced all the Directors present on the dais.

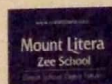
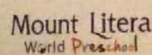
With the consent of the Members, the Notice convening the AGM was taken as read. As there were no qualifications in the Audit Report, it was not required to be read.

Then the Chairman delivered his Speech and requested the Members to raise their queries. He clarified the queries raised by the Members. He informed the Members about the facilities of Remote e-voting provided by the Company and facility of Ballot Voting at the AGM venue as required under the Companies Act, 2013 & Rules framed thereunder and SEBI (LODR), Regulations, 2015. He also informed that Ms. Mita Sanghavi, Practicing Company Secretary, was present as a Scrutinizer for conducting the Remote e-Voting and also the Voting in physical form at the AGM. The Voting was done as per the instruction given by the Chairman.

The following items of business, as per Notice of the AGM dated 25.04.2017, were transacted at the Meeting:



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Ordinary Business	
1	Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2017 including the Balance sheet, Statement of Profit & Loss and the Reports of the Auditors and Directors thereon. (Ordinary Resolution)
2	Confirm the payment of Interim Dividend and to declare final Dividend of Re. 0.05 per Equity Share for the financial year ended March 31, 2017. (Ordinary Resolution)
3	Re-appointment of Mr. Ajey Kumar as a Director of the Company, all his earlier terms and conditions of appointment remaining same (Ordinary Resolution)
4	Appointment of M/s MGB & Co. LLP, Chartered Accountants as Statutory Auditors of the Company. (Ordinary Resolution)
Special Business	
5	Ratification of remuneration of M/s V.V. & associates, Cost Auditors of the Company for the financial year 2017-18 (Ordinary Resolution)
6	Reclassification of Promoters, their respective family members and persons acting in concert with them, from the "Promoters" of the Company (Ordinary Resolution)
7	Approve Investments, Loans, Guarantees and security in excess of limits specified under section 186 (Special Resolution)
8	Maintenance of register of members at the office of Registrar & Share Transfer Agent instead of Registered office of the Company (Special Resolution)

Kindly put the same on your notice board for the information of the Members and Shareholders of the Company.

Thanking you,

For Zee Learn Limited

Bhutesh Shah
Company Secretary



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