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General information about company

Scrip code	533287
NSE Symbol	ZEELEARN
MSEI Symbol	NA
ISIN	INE565L01011
Name of the entity	ZEE LEARN LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Enter the quarter ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

1. Composition of Board of Directors

Disclosure of votes on composition of board of directors registration																				
Whether the listed entity has a Regular Chairperson																				
Whether Chairperson is related to SEI or CEO																				
Sr	Sl. No./ PAN	Name of the Director	PAN	EN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed (Under Reg. 17(8B) of Listing Reg./LSE/LSX)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Presence of director (in month)	No. of Directorship in listed entities including this listed entity (Under Regulation 17B of Listing Regulation)	No. of Independent Directorship in listed entities including this listed entity (Under Regulation 17B(1)(c) of Listing Regulation)	Number of memberships in listed entities including this listed entity (Under Regulation 24A of Listing Regulation)	No. of post of Chairperson in listed entities including this listed entity (Under Regulation 24A of Listing Regulation)	Notes for non-providing PAN	Notes for non-providing EN
1	MR	Aditya Kumar	ALP2943384	02/07/1966	Executive Director	Non-Executive Independent Director	Not Applicable	MR	Yes	20-08-2019			18-08-2019	1	1	0	0	0		
2	MR	Shashank Arora/Pradeep	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		
3	MR	Shashank Arora	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		
4	MR	Shashank Arora	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		
5	MR	Shashank Arora/Pradeep	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		
6	MR	Shashank Arora	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		
7	MR	Shashank Arora	ALP2943384	02/08/1971	Non-Executive Independent Director	Not Applicable	MR	Yes	11-07-2018			17-08-2018	1	1	1	0	0	0		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30 2020

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01076066	Roshan Lal Kamboj	Non-Executive - Independent Director	Chairperson	03-10-2019		
2	00118037	Dattatraya Ramchandra Kelkar	Non-Executive - Independent Director	Member	28-01-2020		
3	05261531	Nanette Dia	Non-Executive - Independent Director	Member	31-03-2020		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson				No			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01076066	Roshan Lal Kamboj	Non-Executive - Independent Director	Chairperson	03-10-2019		
2	00118037	Dattatraya Ramchandra Kelkar	Non-Executive - Independent Director	Member	28-01-2020		
3	05261531	Nanette Dia	Non-Executive - Independent Director	Member	31-03-2020		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01076066	Roshan Lal Kamboj	Non-Executive - Independent Director	Chairperson	03-10-2019		
2	00118037	Dattatraya Ramchandra Kelkar	Non-Executive - Independent Director	Member	28-01-2020		
3	05261531	Nanette Dia	Non-Executive - Independent Director	Member	31-03-2020		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
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10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson				No			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01076066	Roshan Lal Kamboj	Non-Executive - Independent Director	Member	03-10-2019		
2	00118037	Dattatraya Ramchandra Kelkar	Non-Executive - Independent Director	Member	28-01-2020		
3	05261531	Nanette Dia	Non-Executive - Independent Director	Chairperson	31-03-2020		
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add Delete					
1	07-04-2020			Yes	5	4
2	24-04-2020	16		Yes	4	3
3	16-07-2020	82		Yes	4	3
4	31-07-2020	14		Yes	4	3
5	19-08-2020	18		Yes	4	3

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

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Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add	Delete						
1	Audit Committee	07-04-2020				Yes	3	3
2	Audit Committee	16-07-2020	99			Yes	3	3
3	Audit Committee	31-07-2020	14			Yes	3	3
4	Nomination and remuneration committee	07-04-2020				Yes	3	3
5	Nomination and remuneration committee	24-04-2020				Yes	3	3
6	Nomination and remuneration committee	31-07-2020				Yes	3	3
7	Nomination and remuneration committee	19-08-2020				Yes	3	3

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* to be filled in only for the current quarter meetings

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Prashant Parekh
2	Designation	Company Secretary and Compliance Officer

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III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	NA	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
Any other information to be provided				Add Notes 158

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1	Name of signatory	Prashant Parekh
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Prashant Parekh
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	14-10-2020

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