

**Shareholding Pattern under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Name of Listed Entity:</b> Zee Learn Limited
<b>Scrip Code/Name of Scrip/Class of Security:</b> 533287
<b>Share Holding Pattern Filed under:</b> Reg. 31(1)(a)/Reg. 31(1)(b)/Reg.31(1)(c)
<b>If under 31(1)(b) then indicate the report for Quarter ending</b>
<b>If under 31(1)(c) then indicate date of allotment/extinguishment</b>
<b>Declaration:</b> The Listed entity is required to submit the following declaration to the extent of submission of information:-

Particulars	Yes*	No*
Whether the Listed Entity has issued any partly paid up shares?		No
Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
Whether the Listed Entity has any shares against which depository receipts are issued?		No
Whether the Listed Entity has any shares in locked-in?		No
Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	

\* If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

GENERATED ON :20/07/2020      NSDL : 30/06/2020      CDSL :30/06/2020

**Zee Learn Limited**

**Table I - Summary Statement holding of specified securities**

Category	Category of shareholder	Nos. of shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities			Shares Underlying Outstanding convertible securities (including	Shares underlying, as a % assuming full conversion of convertible securities	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (a)		As a % of total Shares held(b)
								Class eg: X	Class eg: y	Total								
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+ (VI)	(VIII) As a % of total no. of shares	(IX)			(X)	(XI)=	(XII)		(XIII)	(XIV)		
(A)	Promoter & Promoter Group	6	168864282	0	0	168864282	51.7841	168864282	0	168864282	51.7841	0	0.0000	134090394	79.407100	168864282		
(B)	Public	103280	157228443	0	0	157228443	48.2159	157228443	0	157228443	48.2159	0	0.0000	NA	NA	157044797		
(C)	Non Promoter - Non Public												0.0000	NA	NA			
(C1)	Shares Underlying DRs	0	0	0	0	0	0.0000	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0	
(C2)	Shares Held By Employee Trust	0	0	0	0	0	0.0000	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0	
	Total	103286	326092725	0	0	326092725	100.0000	326092725	0	326092725	100.0000	0	0.0000	134090394	41.120300	325909079		

GENERATED ON :20/07/2020      NSDL : 30/06/2020      CDSL :30/06/2020

**Zee Learn Limited**

**Table II - Statement showing shareholding pattern of the Promoter and Promoter Group**

Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			Shares Underlying Outstanding convertible securities (including	ing, as a % assuming full conversion of convertible securities	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (a)		As a % of total Shares held(b)
								Class eg: X	Class eg: y	Total								
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) =	(VIII) As a	(IX)			(X)	(XI)=	(XII)		(XIII)	(XIV)		
<b>1</b>	<b>Indian</b>																	
(a)	Individuals / Hindu Undivided Family		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(b)	Central Government / State Government(s)		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(c)	Financial Institutions / Banks		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(d)	Any Other (Specify)		5	13999004	4	0	42.9295	4	0	4	42.9295	0	42.9295	0	0.0000	4	95.7857	4
	<b>Bodies Corporate</b>		5	13999004	4	0	42.9295	4	0	4	42.9295	0	42.9295	0	0.0000	4	95.7857	4
	Jayneer Infrapower & Multiventures Private Limited	AAACJ1688G	1	54764227	0	0	16.7941	54764227	0	54764227	16.7941	0	16.7941	0	0.0000	52164227	95.2524	54764227
	Asian Satellite Broadcast Pvt Ltd	AAACCA0162A	1	51260917	0	0	15.7197	51260917	0	51260917	15.7197	0	15.7197	0	0.0000	48016167	93.6701	51260917
	Jayneer Enterprises Llp	AAHFJ5369G	1	15000000	0	0	4.5999	15000000	0	15000000	4.5999	0	4.5999	0	0.0000	14960000	99.7333	15000000
	Essel Media Ventures Private Limited	AANC6794B	1	12861036	0	0	3.9440	12861036	0	12861036	3.9440	0	3.9440	0	0.0000	12850000	99.9142	12861036
	Sprit Infrapower & Multiventures Private Limited	AALCS5905J	1	6103864	0	0	1.8718	6103864	0	6103864	1.8718	0	1.8718	0	0.0000	6100000	99.9367	6103864
	Essel Infraprojects Limited	AAACP6095M		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	<b>Sub Total (A)(1)</b>		<b>5</b>	<b>13999004</b>	<b>4</b>	<b>0</b>	<b>42.9295</b>	<b>4</b>	<b>0</b>	<b>4</b>	<b>42.9295</b>	<b>0</b>	<b>42.9295</b>	<b>0</b>	<b>0.0000</b>	<b>4</b>	<b>95.7857</b>	<b>4</b>
<b>2</b>	<b>Foreign</b>																	
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(b)	Government		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(c)	Institutions		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(d)	Foreign Portfolio Investor		0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	0	0.0000	0
(e)	Any Other (Specify)		1	28874238	0	0	8.8546	28874238	0	28874238	8.8546	0	8.8546	0	0.0000	0	0.0000	28874238
	<b>Bodies Corporate</b>		1	28874238	0	0	8.8546	28874238	0	28874238	8.8546	0	8.8546	0	0.0000	0	0.0000	28874238
	Essel Holdings Ltd	AACCE3104C	1	28874238	0	0	8.8546	28874238	0	28874238	8.8546	0	8.8546	0	0.0000	0	0.0000	28874238
	<b>Sub Total (A)(2)</b>		<b>1</b>	<b>28874238</b>	<b>0</b>	<b>0</b>	<b>8.8546</b>	<b>28874238</b>	<b>0</b>	<b>28874238</b>	<b>8.8546</b>	<b>0</b>	<b>8.8546</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>28874238</b>
	<b>Total Shareholding Of Promoter And Promoter Group (A)= (A)(1)+(A)(2)</b>		<b>6</b>	<b>16886428</b>	<b>4</b>	<b>0</b>	<b>51.7841</b>	<b>2</b>	<b>0</b>	<b>2</b>	<b>51.7841</b>	<b>0</b>	<b>51.7841</b>	<b>0</b>	<b>0.0000</b>	<b>4</b>	<b>79.4072</b>	<b>2</b>

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

**Note :**

- (1) PAN would not be displayed on website of Stock Exchange(s)
- (2) The term 'Encumbrance' has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**Zee Learn Limited**

**Table III - Statement showing shareholding pattern of the Public shareholder**

	Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C)	Number of Voting Rights held in each class of securities			Shares Underlying Outstanding convertible securities (including	ing, as a % assuming full conversion of convertible securities	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form	
									No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (a)		As a % of total Shares held(b)
									Class eg: X	Class eg: y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) =	(VIII) As a	(IX)			(X)	(XI) =	(XII)		(XIII)		(XIV)	
<b>1</b>	<b>Institutions</b>																		
(a)	Mutual Fund		1	274	0	0	274	0.0001	274	0	274	0.0001	0	0.0001	0	0.0000	NA	NA	0
(b)	Venture Capital Funds		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
(c)	Alternate Investment Funds		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
(e)	Foreign Portfolio Investor		15	70470375	0	0	70470375	21.6105	70470375	0	70470375	21.6105	0	21.6105	0	0.0000	NA	NA	70467362
	Moon Capital Trading Pte. Ltd.	AALCM3031F	1	20955327	0	0	20955327	6.4262	20955327	0	20955327	6.4262	0	6.4262	0	0.0000	NA	NA	20955327
	Polus Global Fund	AAHCP1682K	1	20400000	0	0	20400000	6.2559	20400000	0	20400000	6.2559	0	6.2559	0	0.0000	NA	NA	20400000
	Morgan Stanley Asia (Singapore) Pte. - Odi	AAECM3575F	1	13804546	0	0	13804546	4.2333	13804546	0	13804546	4.2333	0	4.2333	0	0.0000	NA	NA	13804546
	Copthall Mauritius Investment Limited - Odi Accou	AAACC4303M	1	8105371	0	0	8105371	2.4856	8105371	0	8105371	2.4856	0	2.4856	0	0.0000	NA	NA	8105371
	Ubs Principal Capital Asia Ltd	AABCU7548R	1	4634088	0	0	4634088	1.4211	4634088	0	4634088	1.4211	0	1.4211	0	0.0000	NA	NA	4634088
(f)	Financial Institutions / Banks		11	84788	0	0	84788	0.0260	84788	0	84788	0.0260	0	0.0260	0	0.0000	NA	NA	84788
(g)	Insurance Companies		1	18750	0	0	18750	0.0057	18750	0	18750	0.0057	0	0.0057	0	0.0000	NA	NA	18750
(h)	Provident Funds/ Pension Funds		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
(i)	Any Other (Specify)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
	<b>Sub Total (B)(1)</b>		<b>28</b>	<b>70574187</b>	<b>0</b>	<b>0</b>	<b>70574187</b>	<b>21.6424</b>	<b>70574187</b>	<b>0</b>	<b>70574187</b>	<b>21.6424</b>	<b>0</b>	<b>21.6424</b>	<b>0</b>	<b>0.0000</b>	<b>NA</b>	<b>NA</b>	<b>70570900</b>
<b>2</b>	<b>Central Government/ State Government(s)/ President of India</b>																		
	<b>Sub Total (B)(2)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>	<b>NA</b>	<b>NA</b>	<b>0</b>
<b>3</b>	<b>Non-Institutions</b>																		
(a)	Individuals			0	0									0			NA	NA	
	i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.		98889	37179018	0	0	37179018	11.4014	37179018	0	37179018	11.4014	0	11.4014	0	0.0000	NA	NA	37095088
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.		12	5479510	0	0	5479510	1.6804	5479510	0	5479510	1.6804	0	1.6804	0	0.0000	NA	NA	5479510
(b)	NBFCs registered with RBI		1	3500	0	0	3500	0.0011	3500	0	3500	0.0011	0	0.0011	0	0.0000	NA	NA	3500
	Trust Employee		1	27	0	0	27	0.0000	27	0	27	0.0000	0	0.0000	0	0.0000	NA	NA	27
(d)	Overseas Depositories(holding DRs) (balancing figure)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
(e)	Any Other (Specify)		4349	43992201	0	0	43992201	13.4907	43992201	0	43992201	13.4907	0	13.4907	0	0.0000	NA	NA	43895772
	Trusts		2	83	0	0	83	0.0000	83	0	83	0.0000	0	0.0000	0	0.0000	NA	NA	83
	Foreign Nationals		8	29601	0	0	29601	0.0091	29601	0	29601	0.0091	0	0.0091	0	0.0000	NA	NA	29327
	Hindu Undivided Family		1464	1406202	0	0	1406202	0.4312	1406202	0	1406202	0.4312	0	0.4312	0	0.0000	NA	NA	1406202
	Non Resident Indians (Non Repat)		769	2295187	0	0	2295187	0.7038	2295187	0	2295187	0.7038	0	0.7038	0	0.0000	NA	NA	2236177
	Other Directors / Relatives		1	1600943	0	0	1600943	0.4909	1600943	0	1600943	0.4909	0	0.4909	0	0.0000	NA	NA	1600943
	Non Resident Indians (Repat)		1325	2550973	0	0	2550973	0.7823	2550973	0	2550973	0.7823	0	0.7823	0	0.0000	NA	NA	2513828
	Overseas Bodies Corporates		2	123	0	0	123	0.0000	123	0	123	0.0000	0	0.0000	0	0.0000	NA	NA	123
	Clearing Member		136	2160978	0	0	2160978	0.6627	2160978	0	2160978	0.6627	0	0.6627	0	0.0000	NA	NA	2160978
	Bodies Corporate		642	33948111	0	0	33948111	10.4106	33948111	0	33948111	10.4106	0	10.4106	0	0.0000	NA	NA	33948111
	Housing Development Finance Corporation Limited	AAACH0997E	1	15805000	0	0	15805000	4.8468	15805000	0	15805000	4.8468	0	4.8468	0	0.0000	NA	NA	15805000
	Vyoman Tradelink India Private Limited	AAWCS1972Q	1	4949506	0	0	4949506	1.5178	4949506	0	4949506	1.5178	0	1.5178	0	0.0000	NA	NA	4949506
	Veena Investments Private Limited	AAACV6436A	1	3449013	0	0	3449013	1.0577	3449013	0	3449013	1.0577	0	1.0577	0	0.0000	NA	NA	3449013
	<b>Sub Total (B)(3)</b>		<b>103252</b>	<b>86654256</b>	<b>0</b>	<b>0</b>	<b>86654256</b>	<b>26.5735</b>	<b>86654256</b>	<b>0</b>	<b>86654256</b>	<b>26.5735</b>	<b>0</b>	<b>26.5735</b>	<b>0</b>	<b>0.0000</b>	<b>NA</b>	<b>NA</b>	<b>86473897</b>
	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)</b>		<b>103280</b>	<b>15722844</b>	<b>0</b>	<b>0</b>	<b>15722844</b>	<b>48.2159</b>	<b>15722844</b>	<b>3</b>	<b>15722844</b>	<b>48.2159</b>	<b>0</b>	<b>48.2159</b>	<b>0</b>	<b>0.0000</b>	<b>NA</b>	<b>NA</b>	<b>15704479</b>

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):

No. of shareholders	No. of Shares

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

**Note :**

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available and the balance to be disclosed as held by custodian.

GENERATED ON :20/07/2020

NSDL : 30/06/2020

CDSL :30/06/2020

**Zee Learn Limited**

**Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder**

	Category & Name of the shareholders	PAN	Nos. of shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			Shares Underlying Outstanding convertible securities (including securities convertible, as a % assuming full conversion of convertible securities)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialised form		
									No of Voting Rights				Total as a % of (A+B+C)	No. (a)	As a % of total Shares held(b)	No. (a)		As a % of total Shares held(b)	
									Class eg: X	Class eg: Y	Total								(X)
1	Custodian/DR Holder		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
2	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0
	Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0	0.0000	0	0	0	0.0000	0	0.0000	0	0.0000	NA	NA	0

**Note :**

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders holding more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available and the balance to be disclosed as held by custodian.