

May 7, 2018

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: Outcome of the Board Meeting held on May 7, 2018.

This is to inform you that the Board of Directors of the Company at its meeting held today i.e., on May 7, 2018 at 12:30 p.m. and concluded at 3:10 p.m. has:

- a. Approved the Audited Financials Results of the Company for the 4th Quarter and Financial Year ended on March 31, 2018 [Standalone and Consolidated] as per Regulation 33 of the Listing Regulations;
- b. Approved the Audited Balance Sheet as at 31st March 2018 and the Statement of Profit & Loss of the Company along with relevant annexures on Standalone and consolidated basis prepared under Ind- AS, for the Financial Year ended on that date;
- c. Recommended a Dividend of 10% (Re. 0.10 paisa per equity share of Re 1/- each) for the year 2017-18, subject to the approval of the Shareholders of the Company at the ensuing Annual General Meeting; and
- d. Approved to conduct Postal Ballot to seek the consent of the members for passing the below mentioned resolutions:
 - 1) Increase in Borrowings Powers of the Board u/s 180(1)(c) of the Companies Act, 2013;
 - 2) Authorizing the Board to create charge on assets / undertakings of the Company to secure borrowings u/s 180(1)(a) of the Companies Act, 2013;
 - 3) Authorizing the Board to grant loan, provide guarantee / security, make investments in excess of limits specified under Section 186 of the Companies Act, 2013; and
 - 4) Approval of appointment of Ms. Nandita Agarwal Parker as an Independent Director of the Company.
- e. Appointed Ms. Mita Sanghavi, Practicing Company Secretary, who has given her consent to act as the scrutinizer, for conducting the postal ballot process.



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We hereby enclose:

- Audited Financials Results of the Company for the 4th Quarter and Financial Year ended on March 31, 2018 as per Regulation 33 of the Listing Regulations;
- Declaration by Company of unmodified opinion in Connection with Standalone and consolidated financials of the Company for the Financial year ended on March 31, 2018 along with Auditors Report thereon;

This is for your information and records.

Thanking you.

Yours faithfully,

For Zee Learn Limited


Bhautesh Shah
Company Secretary



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