Tree House Education & Accessories Ltd.

Corporate Office:
301, Embassy Chambers, 3rd Road, Khar (W),
Mumbai - 400052. Tel.: 022-40169587 / 64572725
CIN : L80101MH2006PLC163028

Registered Office:
702, Morya House, 'C' Wing, Off Link Road,
Andheri (W), Mumbai - 400 053.
Tel.: 022-64512384, Fax 022-26051259

June 2, 2016

BSE Limited	National Stock Exchange of India Ltd.	Metropolitan Stock Exchange of India Limited
Phiroze Jeejeebhoy Tower Dalal Street Mumbai 400 001	Exchange Plaza, 5th Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (East) Mumbai 400 051	Vibgyor Towers, 4th floor Plot No. C-62, G - Block Opp. Trident Hotel Bandra Kurla Complex Bandra (E) Mumbai 400 098

Ref.: Scrip Code - 533540 / Symbol - TREEHOUSE

Kind Attn.: Corporate Relationship / Listing Department

Dear Sir / Madam,

Sub: Outcome of the Board meeting – regarding the Scheme of Amalgamation of Tree House Education & Accessories Limited (the Company) with Zee Learn Ltd (ZLL)

This is to inform you that the Company has received a communication from the Merger Evaluation Committee of Zee Learn Limited (ZLL-MEC) (authorize by their Board), informing that ZLL has decided to keep on hold the Scheme of Amalgamation of the Company with currently agreed share exchange ratio.

In the light of the decision of ZLL to hold the amalgamation, the Board of Directors of the Company at its meeting held today i.e, June 2, 2016, has decided:

1. To authorize Amalgamation Committee (AC), to suggest the way forward to salvage the deal of Amalgamation and ensure the consolidation of the business in best interest of the shareholders.

2. To authorize the AC to take necessary decisions with regard to the Scheme of Amalgamation including but not limited to appointing advisors as may be required.

3. The Board has accepted the resignation of Mr. T. S. Sarangpani as an Independent, Non-Executive Director from the Audit Committee & the Board, with effect from June 2, 2016 and the Board wishes to place on record his contribution & support to the Company.

TREE HOUSE EDUCATION & ACCESSORIES LTD. MUMBAI

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4. The Board has reconstituted the Audit Committee of the Company, with the induction of Mr. Ram Kumar Gupta as the Chairman of the Audit Committee in place of Mr. T. S. Sarangpani with effect from June 2, 2016.

5. The Board has reconstituted its Composition, with the induction of Mr. Ram Kumar Gupta as the Chairman of the Board in place of Mr. T. S. Sarangpani with effect from June 2, 2016.

The meeting of the Board of Directors of the Company commenced at 7.00 a.m. and concluded at 7.45 a.m.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For **Tree House Education & Accessories Limited**

Rajesh Bhatia
Managing Director

TREE HOUSE EDUCATION & ACCESSORIES LTD. MUMBAI