January 30, 2014

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

Dear Sir/ Madam,

Re.: Allotment of Shares upon exercise of Stock Option

This is to inform you that, consequent to exercise of Stock Options granted by the Company under its ESOP Scheme, the Company has today allotted total 54,700 equity shares consisting of 47,200 Equity Shares of Re. 1/- each at an exercise price of Rs. 14.50 per Equity Share and 7,500 Equity Shares of Re. 1/- each at an exercise price of Rs. 26.05 per Equity Share.

This is for your information and records please.

Thanking You,

Yours Sincerely,
For **Zee Learn Limited**

Samir Raval
Company Secretary