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www.zeelearn.com

February 28, 2017

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

BSE SCRIP CODE: 533287

NSE SYMBOL: ZEELEARN

Dear Sir/ Madam,

Re.: Allotment of Shares upon exercise of Stock Option

This is to inform you that, the ESOP Allotment Sub-Committee of the Company at its meeting held today, i.e., on February 28, 2017 has approved allotment of total 2,64,825 equity shares consisting of 4,437 Equity Shares of Re.1/- at an exercise price of Rs. 20.85 per Equity Share; 10,388 Equity Shares of Re.1/- at an exercise price of Rs. 35.25 per Equity Share; and 2,50,000 Equity Shares of Re.1/- at an exercise price of Rs. 31.80 per Equity Share under the ZLL ESOP 2010 - AMENDED 2015 Scheme.

Consequent to the above allotment, the paid up share capital of the Company has increased from 321,560,781 equity shares of Re. 1/- each aggregating Rs. 321,560,781/- to 321,825,606 equity shares of Re. 1/- each aggregating Rs. 321,825,606/-.

This is for your information and records please.

Thanking you.

Yours faithfully,
For Zee Learn Limited

Hemangi Patil
Hemangi Patil
Company Secretary
ACS 19644



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