

**Sunbright International Holdings Limited**  
**(Formerly Known as "Essel Holdings Ltd")**  
**(the "Company")**

C/o First Island Trust Company Ltd, Suite 308, St James Court, St Denis Street, Port Louis, Mauritius  
Tel: (230) 211 6242 Fax: (230) 211 7489

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April 3, 2024

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Dear Sir,

**Ref: Disclosure under Regulation 31(4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Pursuant to Regulation 31(4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we, Sunbright International Holdings Limited (formerly known as Essel Holdings Ltd), one of the Promoters of Zee Learn Limited ("ZLL") holding 2,88,74,238 Equity Shares constituting 8.85% of total share capital of ZLL as on 31st March, 2024, do hereby declare that we have not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year 2023-24.

Request you to kindly take the same on record and oblige.

Thanking you.

Yours faithfully,  
**For Sunbright International Holdings Limited**  
**(formerly known as Essel Holdings Ltd)**



**Director/ Authorized Signatory**

**CC: Zee Learn Limited**  
135, Continental Building,  
Dr. Annie Besant Road, Worli,  
Mumbai - 400018