

**UBS AG**

Singapore Branch
One Raffles Quay
#50-01 North Tower
Singapore 048583
Tel. +65 6495 8000

Compliance Operations
Group Operations

Fax

17 March 2015

Strictly Private & Confidential

to

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400051, India
Attn: Listing Department

91-22-26598237

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400001, India

91-22-22723121

cc

Zee Learn Limited
Continental Building, 135, Dr. Annie Besant Road,
Worli, Mumbai 400018, India
Attn: Company Secretary – Samir Raval

91-22-24955974

pages 3 (including cover)

subject **Disclosure of interest pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011**

Dear Sir/Madam,

Please find attached, disclosure of shareholdings of 6.12% in Zee Learn Limited (ISIN: INE565L01011), pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

Kindly contact Kyu-Ri Kim at +65 6495 4595 should you have any queries in relation to this matter.

Yours sincerely,

UBS Group AG

Kyu-Ri Kim
Compliance Operations

Uma Tadela
Compliance Operations

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

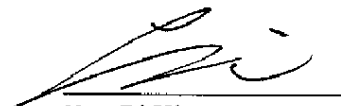
Name of the Target Company (TC)	Zee Learn Limited (INE565L01011)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Swiss Finance Corporation (Mauritius) Limited		
Whether the acquirer belongs to Promoter/Promoter group	N/A		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The National Stock Exchange of India Limited The Bombay Stock Exchange		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	a) 13,237,738	4.14%	4.14%
b) Voting rights (VR) otherwise than by equity shares	b) N/A		
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	c) N/A		
d) Total (a+b+c)	d) 13,237,738	4.14%	4.14%
Details of acquisition			
a) Shares carrying voting rights acquired	a) 6,350,000	1.98%	1.98%
b) VRs acquired otherwise than by equity shares	b) N/A		
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	c) N/A		
d) Total (a+b+c)	d) 6,350,000	1.98%	1.98%
After the acquisition, holding of:			
a) Shares carrying voting rights	a) 19,587,738	6.12%	6.12%
b) VRs otherwise than by equity shares	b) N/A		
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	c) N/A		
d) Total (a+b+c)	d) 19,587,738	6.12%	6.12%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Open Market		
Salient features of the securities acquired including time till	N/A		

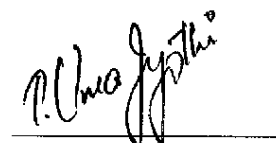
redemption, ratio at which it can be converted into equity shares, etc.	
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	13-March-2015
Equity share capital / total voting capital of the TC before the said acquisition	319,963,409
Equity share capital/ total voting capital of the TC after the said acquisition	319,963,409
Total diluted share/voting capital of the TC after the said acquisition	319,963,409

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / Authorised Signatory


Kyu-Ri Kim
Compliance Operations


Uma Tadela
Compliance Operations

Place: UBS AG, Singapore Branch

Date: 17 March 2015
