

May 27, 2015

BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

Kind Attn: Manager – Corporate Relationship

Dear Sirs,

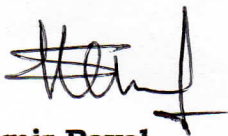
This is to inform you that, the Board of Directors of the Company at its meeting held today i.e. 27th May, 2015, has:

- a) approved the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit & Loss of the Company – both on standalone and consolidated basis – for the Financial Year ended on that date;
- b) approved convening of fifth Annual General Meeting (AGM) of members of the Company on Friday, August 28, 2015; and
- c) approved the closure of Register of Members and Share Transfer Books during the period from Monday, August 24, 2015 to Friday, August 28, 2015 (both days inclusive) for the purpose of AGM.

Audited Financial Results for the 4th Quarter and Financial Year ended on 31st March, 2015 as per Clause 41 of the Listing Agreement along with Statutory Auditors Certificate(s) thereon, earning release, financial highlights as per Clause 20 of the Listing Agreement and Book Closure notice in the prescribed format are enclosed herewith for your information and records.

Yours truly

FOR ZEE LEARN LIMITED



Samir Raval
Company Secretary

Encl. As stated

Zee Learn Limited swing to Net Profit for FY15; reports Rs. 96.23 mn net profit

Mumbai, 27th May, 2015: Zee Learn Limited, a leading player in core education, today reported standalone net profit of Rs. 38.14 mn for the quarter ended March 31, 2015 as against a loss of (Rs. 17.29 mn) for the corresponding quarter ending March 31, 2014. Revenue from operations for the quarter ending March 31, 2015 stood at Rs. 416.87 mn, up against Rs. 390.41 mn for the corresponding quarter ending March 31, 2014. EBITDA from operations for the quarter ending March 31, 2015 stood at Rs. 71.86 mn, up against Rs. 24.83 mn for the corresponding quarter ending March 31, 2014. The Board of Directors, in its meeting held today, approved and took on record the financial results of Zee Learn Ltd. for the fourth quarter ended March 31, 2015.

Standalone Net profit stood at Rs. 96.23 mn for the year ended March 31, 2015 against the loss of (Rs. 13.27 mn) for the corresponding year ending March 31, 2014. Standalone Revenue from operations for the year ending March 31, 2015 stood at Rs. 1,215.83 mn, up against Rs. 1,191.75 mn for the corresponding year ending March 31, 2014. EBITDA from operations for the year ending March 31, 2015 stood at Rs. 249.39 mn, up against Rs. 103.67 mn for the corresponding quarter ending March 31, 2014.

Consolidated Net profit stood at Rs. 98.93 mn for the year ended March 31, 2015 against the loss of (Rs. 19.38) mn for the corresponding year ending March 31, 2014. Consolidated Revenue from operations for the year ending March 31, 2015 stood at Rs. 1,277.83 mn, up against Rs. 1,213.19 mn for the corresponding year ending March 31, 2014. EBITDA from operations for the year ending March 31, 2015 stood at Rs. 306.08 mn, up against Rs.121.51 mn for the corresponding quarter ending March 31, 2014.

Standalone Financial Highlights

Rs in Mn

Particulars	Q4 FY15	Q4 FY14	Growth	FY15	FY14	Growth
Revenue from Operation	416.87	390.41	6.80%	1,215.83	1,191.75	2.00%
Operating EBITDA	71.86	24.83	189.40%	249.39	103.67	140.60%
Operating EBITDA (%)	17%	6%		21%	9%	
Other Income	18.18	4.78	280.33%	47.34	31.81	48.80%
Reported EBITDA	90.04	29.61	204.09%	296.73	135.48	119.00%
Finance Cost	35.16	30.67	14.60%	132.48	82.33	60.90%
Depreciation	16.74	16.24	3.10%	68.02	66.42	2.40%
PBT	38.14	(17.29)		96.23	(13.27)	
Net Profit	38.14	(17.29)		96.23	(13.27)	

Commenting on the performance, **Mr. K.V.S.Seshasai, CEO, Zee Learn Ltd** said, "We have delivered on our promise of profitability throughout the year. The Company has shown significant growth in

profit after tax, both for the current quarter and for the 12 month period. The improved performance is a result of increase in enrollments in Kidzee centers by 18% and by 38% in MLZS during the FY15 vis-à-vis FY14. For the first time, the company added more than 500 pre-school franchisee partners. Our top line growth looks muted on account of transferring the operations of servicing educational content of Television channel ZeeQ to its group company, Zee Entertainment Enterprises Ltd and due to planned de-growth in non-core businesses”.

Commenting on the Education sector in India, Mr. Sai said “the Indian education sector is poised at a crucial stage in its growth. India’s demographic advantage of having a large population of youth, coupled with low gross enrolment ratios, presents a huge opportunity to education sector players. At the same time, the growth of the Indian economy and upward movement of income levels is boosting spend on Education, which already account’s for the second-highest share of wallet for middle-class households. Zee Learn Ltd with its PAN India presence in Pre-Schools and K-12 schools is all poised to leverage its position to take advantage of the changing dynamics of this sector. Zee Learn is all set to provide quality education in line with the new government’s vision of making India a knowledge superpower by equipping the students with necessary skills and knowledge”.

Standalone Financial performance of core business sans ZeeQ is tabulated hereunder:

Rs in Mn

Particulars	Q4 FY15	Q4 FY14	Growth	FY15	FY14	Growth
Revenue from Operation	416.87	324.63	28.40%	1,165.58	1,009.17	15.50%
Operating EBITDA	71.86	22.06	225.70%	243.52	77.94	212.40%
Operating EBITDA (%)	17%	7%		21%	8%	
Other Income	18.18	4.78	280.33%	47.34	31.81	48.80%
Reported EBITDA	90.04	26.84	235.47%	290.85	109.75	165.00%
Finance Cost	35.16	30.67	14.60%	132.48	82.33	60.90%
Depreciation	16.74	16.24	3.10%	68.02	66.42	2.40%
PBT	38.14	(20.06)		90.35	(38.99)	
Net Profit	38.14	(20.06)	-	90.35	(38.99)	

Operating Highlights

- Preschool signup up by 26% in Q4FY15 vis-a vis Q4FY14 and 31% in 12M FY15 vis-a vis 12M FY14
- Growth in enrollments of 18% in 12M FY15 vis-a vis 12M FY14 in its pre schools operation
- Growth in enrollments of 38% in 12M FY15 vis-a vis 12M FY14 in its K-12 schools operation