

August 7, 2013

National Stock Exchange of India Limited
BSE Limited
Luxembourg Stock Exchange

Dear Sir/ Madam,

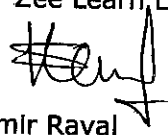
Re.: Proceedings of 3rd Annual General Meeting of the Company

In compliance with Clause 31(d) of the Listing Agreement, this is to inform you that the shareholders of the Company at the 3rd Annual General Meeting held today have approved the following agenda items:

1. Adoption of the Audited Balance Sheet as at March 31, 2013, the Profit & Loss Accounts of the Company for the year ended March 31, 2013, on a stand-alone and consolidated basis, and the Reports of the Auditors' and Directors' thereon.
2. Re-appointment of Mr. Surjit Banga as a Director of the Company.
3. Re-appointment of M/s. MGB & Co., Chartered Accountants, as the Statutory Auditors of the Company at a remuneration to be decided by the Board.
4. Appointment of Mr. Subodh Kumar as a Director of the Company.
5. Appointment of Mr. Umesh Pradhan, Chief Financial Officer of the Company as Manager under the Companies Act, 1956 for a period of three years with effect from April 1, 2013.

Thanking You,

Yours Sincerely,
For Zee Learn Limited


Samir Raval
Company Secretary

