

August 31, 2026

To,
BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Block G, C-1, Bandra-Kurla Complex,
Bandra (East),
Mumbai-400 051

BSE Scrip Code: 533287

NSE Symbol: ZEELEARN

Sub: Intimation under Regulation 30 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for declaration of Voting Results along with Scrutinizer Report of Postal Ballot Results.

Dear Sir/Ma'am,

This is in furtherance to our communication dated July 30, 2026, regarding Postal Ballot Notice dated July 29, 2026, and issuance of the same to the Members of the Company, seeking their approval on the following item of special business:

Particulars	Type of Resolution
To approve disposal of equity shares and ceding control over Liberium Global Resources Private Limited, a Material Subsidiary.	Special Resolution

Pursuant to the provisions of Section 110, Section 108 and other applicable provisions of the Companies Act, 2013, read with related Rules, as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") read with other applicable SEBI Circulars and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, the Company has transacted special business by way of Postal Ballot through remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Saturday, August 29, 2026, at 5:00 p.m. (IST). The Scrutinizer has submitted its report on Saturday August 29, 2026, on the results of the Postal Ballot through remote e-voting, based on the report of the scrutinizer, we hereby inform that, the Members of the Company have duly approved the Special Resolution in Item No. 1 with requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, we are enclosing herewith the details of the voting results as *Annexure A* and the Report of the Scrutinizer as *Annexure B*.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company at www.zeelearn.com and on website of National Securities Depository Limited at www.evoting.nsdl.com.

Zee Learn Limited

Registered Office: 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

Phone no.: +91 22 7154 1895 | investor_relations@zeelearn.com | zeelearn.com | CIN: L80301MH2010PLC198405



We request you to kindly take the aforesaid information on your record.

Thanking you.

Yours faithfully,

For ZEE LEARN LIMITED

**ANIL GUPTA
COMPANY SECRETARY &
COMPLIANCE OFFICER**

Encl: a/a

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ANNEXURE A

1. Details of voting results of postal ballot pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	July 29, 2026
2	Total Number of Shareholders as on the Cut-off Date	155538
3	No. of Members present in meeting either in person or proxy	
	Promoter & Promoter Group	NA
	Public	NA
4	No. of Members attended the meeting through Video Conferencing	
	Promoter & Promoter Group	NA
	Public	NA

2. Agenda-wise Disclosure

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution	No



MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)

CIN: U67190MH1999PTC118368

Registered Address:

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri
Marg, Vikhroli (West), Mumbai – 400083,
Maharashtra, India

Tel: +91 22 4918 6000

Email : mumbai@in.mpms.mufig.com

www.in.mpms.mufig.com

Zee Learn Limited								
Resolution Required :Special			1 - To approve disposal of equity shares and ceding control over Liberium Global Resources Private Limited, a Material Subsidiary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	49087388	49087388	100.0000	49087388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		49087388	100.0000	49087388	0	100.0000	0.0000
Public Institutions	E-Voting	22043932	1352567	6.1358	0	1352567	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1352567	6.1358	0	1352567	0.0000	100.0000
Public Non Institutions	E-Voting	256599971	18747479	7.3061	18206418	541061	97.1140	2.8860
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18747479	7.3061	18206418	541061	97.1140	2.8860
Total		327731291	69187434	21.1110	67293806	1893628	97.2630	2.7370

MUFG Intime India Private Limited

A part of MUFG Corporate Markets, a division of MUFG Pension & Market Services

M P SANGHAVI & ASSOCIATES LLP

Company Secretaries
LLPIN – AAS-2921

Office No. 712, Runwal R Square,
Opposite Veena Nagar, LBS Road
Mulund West, Mumbai 400 080
Tel: 022 2591 8827/4604 4420
Website: www.mpsanghavi.com

August 29, 2026

The Company Secretary
Zee Learn Limited
Continental Building,
135, Dr Annie Besant Rd,
Worli, Mumbai-400 018
CIN: L80301MH2010PLC198405

Dear Sir,

SCRUTINISER'S REPORT

Report of Scrutinizer on remote e-voting in relation to the Special business proposed in the Postal Ballot Notice dated July 29, 2026, issued by Zee Learn Limited ("the Company").

The undersigned as Partner of M/s. M P Sanghavi & Associates LLP, Company Secretaries (FRN: L2020MH007000) was appointed as Scrutinizer by the Company vide letter dated July 20, 2026, to scrutinize and submit report on votes cast by way remote e-voting in connection with the Special Businesses proposed in the Postal Ballot Notice dated July 29, 2026, issued by the company.

Accordingly, I submit my report as below:

1. In accordance with the Circulars issued from time to time by the Ministry of Corporate Affairs ("MCA"), including the General Circular No. 03/2025 dated September 22, 2025 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2') the Company had completed dispatch of Postal Ballot Notice by email to the Members whose name appeared on the Register of Members/List of Beneficiaries and whose e-mail id(s) were registered with the Company and/or their depositories as on cut-off date i.e. Wednesday, July 29, 2026.
2. A Public Notice that the Company had sent Postal ballot notice to the Shareholders along with other information was published on August 1, 2026, edition of *The Free Press Journal* (English) and *NavShakti* (Marathi).
3. In compliance with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its Shareholders, as on cut-off date of July 29, 2026, to enable them to cast their votes electronically. The E-voting started from Friday, July 31, 2026, at 9:00 a.m. (IST) and ended on Saturday, August 29, 2026, at 5:00 p.m. (IST) ('e-voting period').

Regd Off: Runwal Anthurium, T-4-602, LBS Marg, Mulund (W), Mumbai-400080



M P SANGHAVI & ASSOCIATES LLP

Company Secretaries

LLPIN – AAS-2921

Office No. 712, Runwal R Square,
Opposite Veena Nagar, LBS Road
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Tel: 022 2591 8827/4604 4420
Website: www.mpsanghavi.com

4. The Company engaged National Securities Depository Limited (NSDL) as the service provider, for extending the facility of remote e-voting to all the Members of the Company.
5. The e-voting was unblocked by me on August 29, 2026, in presence of two witnesses viz. Mr. Vivek Pandirkar & Mr. Sunil Biswal who are not in the employment of the Company and E-voting report was downloaded from the website of NSDL www.evoting.nsdl.com in respect of members who voted through e-voting.

Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 read with the rules thereunder and MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to Postal ballot and voting by electronic means. My responsibility as Scrutinizer for e-voting process is restricted to scrutinizing the votes cast and submitting Report on the votes cast "in favor" or "against" the resolutions proposed in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by NSDL.

Based on report made available from E-voting system of NDSL website, I hereby report as under:

RESOLUTION NO. 1: Special Resolution

To approve disposal of equity shares and ceding control over Liberium Global Resources Private Limited, a Material Subsidiary.:

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	486	67293806	97.26
Total-A	486	67293806	97.26
Voted Against			
Remote e-voting	48	1893628	2.74
Total-B	48	1893628	2.74
Grand Total (A+B)	534	69187434	100

Based on the above, I report that the Special Resolution in Item No. 1 proposed in the Postal Ballot Notice dated July 29, 2026, was approved by the Shareholders with requisite majority. The Chairman/Company Secretary / Authorized representative may accordingly declare the result of voting through remote e-voting facility.

Regd Off: Runwal Anthurium, T-4-602, LBS Marg, Mulund (W), Mumbai-400080



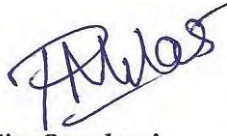
M P SANGHAVI & ASSOCIATES LLP

Company Secretaries
LLPIN – AAS-2921

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Website. www.mpsanghavi.com

Soft copy of the list of shareholders who voted For and Against the resolution by way of remote e-voting, as downloaded from the E-voting website of NSDL has been sent to the Company Secretary of the Company.

For M P Sanghavi & Associates LLP
Company Secretaries
(FRN: L2020MH007000)



Mita Sanghavi
Designated Partner
FCS- 7205 /CP-6364
Peer Review Certificate No. 2972/2023
UDIN: F007205H001285911
Place: Mumbai

