Zee Learn Ltd.,
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Kohinoor City, Kirol Road,
Off. LBS Marg, Kurla (W),
Mumbai - 400070.

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Registered Office:
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Dr. Annie Besant Road,
Worli, Mumbai - 400 018.
CIN :L80301MH2010PLC198405

www.zeelearn.com

April 4, 2019
BSE Limited
National Stock Exchange of India Limited
Luxembourg Stock Exchange

BSE SCRIP CODE: 533287 **NSE SYMBOL :ZEELEARN**

Dear Sir/ Madam,

Ref: Disclosures under Regulation 30 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

We, Zee Learn Limited one of the Promoters of MT Educare Limited together with other promoter hold in aggregate 5,97,37,976 Equity Shares comprising of 82.71% of paid-up Capital of MT Educare Limited as detailed herein:

Sr No.	Name of the Promoter	Shares	% of Paidup Capital
1	Zee Learn Limited	4,27,01,173	59.12%
2	Mr. Mahesh Shetty	1,70,36,803	23.59%
Total		**5,97,37,976**	**82.71%**

In this regard, please find enclosed our disclosures as per regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in connection with our shareholding in MT Educare Limited

This is for your information and records please.

Thanking You,

Yours Sincerely,
For Zee Learn Limited

Zee Learn Limited Mumbai Zee Learn Limited

Bhautesh Shah
Company Secretary

C.C: **MT Educare Limited**

220, 2nd Floor, "Flying Colors",
Pandit Din Dayal Upadhyay Marg,
L.B.S Cross Road, Mulund (West),
Mumbai 400080

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Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A- Details of Shareholding

1. Name of the Target Company (TC)	MT Educare Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Zee Learn Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
5. As on March 31, 2019 holding of: a) Shares	4,27,01,173	59.12%	59.12%
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NA	NA	NA
d) Convertible Securities	NA	NA	NA
e) Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
Total	**4,27,01,173**	**59.12%**	**59.12%**

Zee Learn Limited Mumbai Zee Learn Limited

Part B

Name of the Target Company (TC) : MT Educare Limited

Name of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to promoter/promoter group	PAN of the person and PACs
Promoters		
Zee Learn Limited	Yes	
Mr Mahesh Shetty	Yes	

For Zee Learn Limited

Zee Learn Limited Mumbai Zee Learn Limited

Bhautesh Shah
Company Secretary

Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

(**) Part – B shall be disclosed to the Stock Exchange but shall not be disseminated

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	MT Educare Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited		
3. Particulars of the shareholder Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Mr. Mahesh Shetty		
4. Particulars of the holding of persons mentioned at (3) above	Number	% w.r.t.total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
5. As on March 31, 2019 holding of: Shares	1,70,36,803	23.59%	23.59%
Voting Rights (otherwise than by shares)	NIL	NIL	NIL
Warrants	NA	NA	NA
Convertible Securities	NA	NA	NA
Any other instrument that would entitle the holder to receive shares in the TC.	NA	NA	NA
Total	**1,70,36,803**	**23.59%**	**23.59%**

Mahesh Shetty

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.