

(I) (a) Statement Showing Shareholding Pattern

Name of the Company :	Zee Learn Limited		
Scrip Code:	BSE - 533287 ; NSE - ZEELEARN		
Name of the Scrip:			
Class of Security:	Equity Shares		
Quarter ended	31-Mar-11		
Partly Paid- up Shares:			
	No. of partly paid-up shares	As a % of total no. of partly paid-up Shares	As a % of total no. of Shares of the Company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Outstanding Convertible securities:			
	No. of outstanding Convertible securities	As a % of total no. of outstanding convertible securities	As a % of total no. of Shares of the Company, assuming full vonversion of convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Warrants:			
	No. of Warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full vonversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Total paid-up capital of the Company, assuming full vonversion of warrants and vonvertible securities	0		

Category Code	Category of Shareholder	Number of Shareholders	Total Number of Shares	No of Shares held in Dematerialised form	Total Shareholding as a Percentage of Total Number of Shares		Shares pledged or otherwise encumbered as on March 31, 2011	
					As % of (A+B)	As % of (A+B+C)	Number of Shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(I V)*100
(A)	Shareholding of Promoter & Promoter Group							
1)	Indian							
a)	Individuals / HUF	3	1,209,559	1,209,559	0.99%	0.99%	0	0
b)	Central / State Government(s)	0	-	-	0.00%	0.00%	0	0
c)	Bodies Corporate	22	29,566,148	29,168,382	24.09%	24.09%	-	0
d)	Financial Institutions / Banks	0	-	-	0.00%	0.00%	0	0
e)	Directors & their Relatives	0	-	-	0.00%	0.00%	0	0
	Sub-total (A)(1)	25	30,775,707	30,377,941	25.08%	25.08%	0	0
2)	Foreign							
a)	Individuals (Non-resident Individuals / Foreign individuals)	0	-	-	0.00%	0.00%	0	0
b)	Bodies Corporate (OCB)	8	15,736,036	15,636,036	12.82%	12.82%	0	0
c)	Institutions - Foreign Bodies	1	5,797,315	5,797,315	4.72%	4.72%	0	0
d)	Any other (Specify)	0	-	-	0.00%	0.00%	0	0
	Sub-total (A)(2)	9	21,533,351	21,433,351	17.54%	17.54%	0	0
	Grand Total A = (A)(1) + (A)(2)	34	52,309,058	51,811,292	42.62%	42.62%	0	0.00%
(B)	Public Shareholding							
1)	Institutions							
a)	Mutual Funds / UTI	12	8,557,948	8,557,674	6.97%	6.97%	0	0
b)	Financial Institutions / Banks	15	14,244	14,244	0.01%	0.01%	0	0
c)	Central / State Government(s)	0	-	-	0.00%	0.00%	0	0
d)	Venture Capital Funds	0	-	-	0.00%	0.00%	0	0
e)	Insurance Companies	8	6,850,293	6,850,293	5.58%	5.58%	0	0
f)	Foreign Institutional Investors	118	19,450,923	19,447,910	15.85%	15.85%	0	0
g)	Foreign Venture Capital Investors	0	-	-	0.00%	0.00%	0	0
h)	Any other (Specify)		-	-	0.00%	0.00%	0	0
	Sub-total (B)(1)	153	34,873,408	34,870,121	28.41%	28.41%	0	0.00%
2)	Non-Institutions							
a)	Bodies Corporate	2099	12,408,119	12,405,978	10.11%	10.11%	0	0
b)	i) Individuals holding nominal share capital upto Rs. 1 Lac	116277	16,209,383	16,068,194	13.21%	13.21%	0	0
	ii) Individuals holding shares in excess of Rs. 1 Lac in nominal value	17	6,215,029	6,215,029	5.06%	5.06%	0	0
c)	Any other (Specify)				0.00%			0
	i) Foreign Bodies	1	4,702	4,702	0.00%	0.00%	0	0
	ii) Overseas Corporate Bodies	2	4,148	4,148	0.00%	0.00%	0	0
	iii) Foreign National	3	5,301	5,027	0.00%	0.00%	0	0
	iv) NRI	1662	697,239	567,150	0.57%	0.57%	0	0
	v) Trust	9	12,212	12,212	0.01%	0.01%	0	0
	Sub-total (B)(2)	120,070	35,556,133	35,282,440	28.97%	28.97%	0	0
	GRAND TOTAL (B) = (B)(1)+(B)(2)	120,223	70,429,541	70,152,561	57.38%	57.38%	0	0
(C)	Share held by Custodians and against which Depository Receipts have been Issued							
(1)	Promoter and Promoter Group							
(2)	Public							
	Total (C)	0	-	-	0.00%	0.00%	0	0
	GRAND TOTAL (A)+(B)+(C)	120,257	122,738,599	121,963,853	100.00%	100.00%	0	0.00%

(I) (b) Statement showing shareholding of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the shareholder	Total Shares held		Shares pledged or otherwise encumbered as on 31 March, 2011			
		Number	As a %age of total Capital (A)+(B)+(C)	Number	As a Percentage		As a %age of grand total (A)+(B)+(C) of sub-clause (I)(a)
(I)	(II)	(III)	(IV)	(V)	(VI) = (V)/(III)*100		(VII)
1	Ashok Kurien	559,089	0.46%	0	0.00		0.00
2	Ambience Advertising Pvt Ltd	622,883	0.51%	0	0.00		0.00
3	Ganjam Trading Co. Pvt Ltd	2,472,233	2.01%	0	0.00		0.00
4	Churu Trading Co Pvt Ltd	5,990,102	4.88%	0	0.00		0.00
5	Essel Infraprojects Ltd	1,752,286	1.43%	0	0.00		0.00
6	Laxmi N Goel	480,470	0.39%	0	0.00		0.00
7	Sushila Goel	170,000	0.14%	0	0.00		0.00
8	Briggs Trading Co Pvt Ltd	146,545	0.12%	0	0.00		0.00
9	Prajatma Trading Co Pvt Ltd	2,238,623	1.82%	0	0.00		0.00
10	Premier Finance & Trading Co Ltd	12,698,648	10.35%	0	0.00		0.00
11	Veena Investment Pvt Ltd	3,592,277	2.93%	0	0.00		0.00
12	Delgrada Ltd	12,861,036	10.48%	0	0.00		0.00
13	Lazarus Investments Ltd	2,875,000	2.34%	0	0.00		0.00
14	Essel Holdings Ltd.	5,797,315	4.72%	0	0.00		0.00
15	Jayneer Enterprises LLP	13	0.00%	0	0.00		0.00
16	Prajatma Enterprises LLP	13	0.00%	0	0.00		0.00
17	Churu Enterprises LLP	13	0.00%	0	0.00		0.00
18	Asian Satellite Broadcast Pvt. Ltd.	52,512	0.04%	0	0.00		0.00
GRAND TOTAL		52,309,058	42.62%	0.00	0.00		0.00

(I) (c) Statement showing shareholding of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of Shares	Category	% Age of Total Capital
1	RELIANCE CAPITAL TRUSTEE CO. LTD A/C RELIANCEEQUITY OPPORTUNITIES FUND	5,560,981	MF	4.53%
2	OPPENHEIMER DEVELOPING MARKETS FUND	4,831,515	FII	3.94%
3	LIC OF INDIA MONEY PLUS	3,530,251	GFI	2.88%
4	RELIANCE CAPITAL TRUSTEE CO. LTD-A/C RELIANCE SMALL CAP FUND	2,902,101	MF	2.36%
5	A. E SECURITIES AND INVESTMENTS PVT LTD	2,000,000	DOM	1.63%
6	OPPENHEIMER GLOBAL FUND	1,750,446	FII	1.43%
7	FID FUNDS (MAURITIUS) LIMITED	1,552,264	FII	1.26%
8	INDEA CAPITAL PTE LIMITED A/C INDEA ANKAM MASTER FUND	1,500,000	FII	1.22%
9	LIFE INSURANCE CORPORATION OF INDIA	1,493,194	GFI	1.22%
TOTAL		25,120,752		20.47%

(I) (d) Statement showing details of Locked-in-shares

Sr. No.	Name of the shareholder	Number of Locked-in-Shares	Category	%age of total Capital
	Nil	Nil	Nil	Nil

(II) (a) Statement showing details of Depository Receipts (DRS)

Sr. No.	Type of outstanding Dr(ADRs, GDRs, SDRs, etc)	No. of shares	No. of shares underlying	%age of total Capital
	Nil	0	0	0
	TOTAL	0	0	0

(II) (b) Statement showing holding of Depository Receipts (DRs) where underlying shares are in excess of 1% of the total no.of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR(ADRs, GDRs, SDRs, etc.)	No. of shares underlying outstanding DRs.	%age of total Capital
	Nil		0	0
	TOTAL		0	0

ZEE LEARN LIMITED

III (a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer. (Give description of voting rights for each class of security Class X, Class Y, Class Z)

Category code	Caegory of shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights	Total Voting Rights (VI)	
		Class X	Class Y	Class Z	(III+IV+V)	As a % of (A+B)	As a % of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A) Promoter and Promoter Group							
(1) Indian							
	(a)	Individuals/Hindu Undivided Family					
	(b)	Central/State Government(s)					
	(c)	Bodies Corporate					
	(d)	Financial Institutions/Banks					
	(e)	Any Other (specify)					
	Sub-Total (A) (1)		N.A	N.A	N.A	N.A	N.A
(2) Foreign							
	(a)	Individuals (Non Resident/Foreign)					
	(b)	Bodies Corporate					
	(c)	Instititins					
	(d)	Any Other (specify)					
	Sub-Total (A)(2)		N.A	N.A	N.A	N.A	N.A
	Total Shareholding of Ptomoter and Ptomoter Group (A)=(A)(1) + (A)(2)		N.A	N.A	N.A	N.A	N.A
(B) Public Shareholding							
(1) Institutins							
	(a)	Mutual Funds/UTI					
	(b)	Financial Institutions/Banks					
	(c)	Central/State Government(s)					
	(d)	Venture Capital Funds					
	(e)	Insurance Companies					
	(f)	Foreign Institutional Investors					
	(g)	Foreign Venture Capital Investors					
	(h)	Any Other (specify)					
	Sub-Total (B) (1)		N.A	N.A	N.A	N.A	N.A
(2) Non Institutins							
	(a)	Bodies Corporate					
	(b)	Individuals					
		i. Individual shareholders holding nominal share capital upto Rs. 1 lakh					
		ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.					
	(c)	Any Other (specify)					
	Sub-Total (B) (2)		N.A	N.A	N.A	N.A	N.A
	TOTAL (A) + (B)		N.A	N.A	N.A	N.A	N.A
(C)	Shares held by Custodians and against which Depository Receipts have been issued		N.A	N.A	N.A	N.A	N.A
GRAND TOTAL (A)+(B)+(C)			N.A	N.A	N.A	N.A	N.A