September 26, 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: Compliance of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am,

This is to inform you that the 16th Annual General Meeting ('AGM') of the Company was held on Friday, September 25, 2026, at 3:00 p.m. through Video Conferencing (VC) /Other Audio Visual Means (OAVM) and all the resolutions included in the Notice of the Annual General Meeting were approved by the Members of the Company with requisite majority.

In this regard, please find enclosed the following:

1. Voting results of the AGM pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Consolidated Report of the Scrutinizer dated September 25, 2026, on remote e-voting and electronic voting at the AGM.

The above results will also be available in the Investor Relations section on the website of the Company (i.e www.zeelearn.com) and on the website of National Securities Depository Limited (i.e www.evoting.nsdl.com).

This is for your information and record.

Thanking you,

Yours faithfully,
For **ZEE LEARN LIMITED**

ANIL RAMBHUPRASAD GUPTA
Digitally signed by ANIL RAMBHUPRASAD GUPTA
Date: 2026.09.26 18:25:30 +05'30'

ANIL GUPTA
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl: as above

Voting Results of the 16th Annual General Meeting of the Company held on September 25, 2026

(Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Date of Annual General Meeting	September 25, 2026
Total number of Shareholders as on cut-off date (i.e Friday, September 18, 2026)	154270
No. of Shareholders present in the meeting either in person or through proxy: Promoters Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing/Other Audio Visual Means: Promoter Public	 6 102

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.mufg.com
www.in.mpms.mufg.com

Zee Learn Limited

Resolution Required :Ordinary			**1 - Adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026.**						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*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	21921628	1269562	5.7914	0	1269562		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1269562**	**5.7914**	**0**	**1269562**	**0.0000**	**100.0000**
Public Non Institutions	E-Voting	256722275	11233873	4.3759	10672300	561573	95.0011	4.9989
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**11233873**	**4.3759**	**10672300**	**561573**	**95.0011**	**4.9989**
Total		**327731291**	**61590823**	**18.7931**	**59759688**	**1831135**	**97.0269**	**2.9731**

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MUFG

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Zee Learn Limited

Resolution Required :Ordinary	**2 - To re-appoint Mr. Manish Rastogi (DIN: 10056027), Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment.**
Whether promoter/ promoter group are interested in the agenda/resolution?	

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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*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	21921628	1269562	5.7914	1269562	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		**1269562**	**5.7914**	**1269562**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	256722275	9806061	3.8197	4697594	5108467	47.9050	52.0950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**9806061**	**3.8197**	**4697594**	**5108467**	**47.9050**	**52.0950**
Total		**327731291**	**60163011**	**18.3574**	**55054544**	**5108467**	**91.5090**	**8.4910**

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Email : mumbai@in.mpms.mufg.com
www.in.mpms.mufg.com

Zee Learn Limited

Resolution Required :Ordinary	3 - Payment of Remuneration to M/s. Vaibhav P. Joshi & Associates., Cost Accountants (Firm Registration No. 101329), the Cost Auditors of the Company for the Financial Year 2026-27
Whether promoter/ promoter group are interested in the agenda/resolution?	

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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*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	21921628	1269562	5.7914	1269562	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		**1269562**	**5.7914**	**1269562**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	256722275	9805861	3.8196	9240816	565045	94.2377	5.7623
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**9805861**	**3.8196**	**9240816**	**565045**	**94.2377**	**5.7623**
Total		**327731291**	**60162811**	**18.3574**	**59597766**	**565045**	**99.0608**	**0.9392**

MUFG Intime India Private Limited

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/ 4640 4420
Website. www.mpsanghavi.com

September 25, 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

Consolidated Report of Scrutinizer on remote e-voting as well as e-voting conducted in relation to the businesses proposed in the Notice of 16th Annual General Meeting (the 'AGM') of the Equity Shareholders of Zee Learn Limited (the 'Company') held on Friday, 25th September 2026, at 03:00 P.M. via Video Conferencing / Other Audio Visual Means (VC/OAVM).

The undersigned being Partner of M P Sanghavi & Associates LLP, Company Secretaries was appointed as Scrutinizer vide letter dated 17th August 2026 to scrutinize and submit Consolidated report on votes cast by way of remote e-voting and e-voting on the resolution(s) proposed in the Notice of 16th Annual General Meeting (the 'AGM') of the Equity Shareholders of Zee Learn Limited (the 'Company') convened on Friday, 25th September 2026 at 03:00 P.M. via VC/OAVM.

Accordingly, I submit my report as under:

1. The Ministry of Corporate Affairs ("MCA") *inter-alia* vide General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circulars issued from time to time, the latest being General Circular No. 03/2025 dated 22nd September 2025 (collectively referred to as "MCA Circulars") had permitted holding of Annual General Meetings ("AGM") through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

2. In compliance with the provisions of Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('SEBI Listing Regulations') and aforesaid MCA Circulars, the AGM of the Company was held via VC/OAVM through facility provided by National Securities Depositories Limited (NSDL).

3. The Notice of AGM was sent through electronic mode to those members whose email address were registered with the Company/RTA/Depositories. The Notice of AGM as part

M P SANGHAVI & ASSOCIATES LLP FRN: L2020MH007000 COMPANY SECRETARIES of Annual Report was uploaded on the website of the Company and also on the website of the Stock Exchanges where the Equity Shares of the Company are listed.

4. Pursuant to SEBI Listing regulations and the Act, the Company had provided remote e-voting facility through NSDL's website www.evoting.nsdl.com, whereby Shareholders of the Company as at the cut-off date of Friday, September 18, 2026, were entitled to vote on the resolutions proposed in the Notice of AGM by using remote e-voting facility provided by NSDL. The remote e-voting period commenced on Tuesday, September 22, 2026 at 09:00 A.M (IST) and ended on Thursday, September 24, 2026, at 05:00 P.M. (IST). Members of the Company, as at cut-off date, who had not voted through remote e-voting, but were present at the AGM were provided with the facility of e-voting during the course of the AGM and 15 minutes after conclusion of the AGM.

5. After conclusion of AGM on Friday, September 25, 2026, I unblocked and downloaded E-voting details from e-voting website of NSDL in presence of Mr. Vivek Pandirkar and Ms. Ranju Nair, who are not in employment with the Company.

   They have signed below in confirmation of the votes being unblocked in their presence

   Mr. Vivek Pandirkar — Ms. Ranju Nair

6. The Management of the Company is responsible for ensuring compliance with the requirements of Act in relation to exercise of voting rights through electronic means. My responsibility as a scrutinizer is restricted to scrutinize, count and submit a report on the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system provided by National Securities Depository Limited, agency engaged by the company to provide e-voting facilities.

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

M P SANGHAVI & ASSOCIATES LLP
FRN : L2020MH007000
COMPANY SECRETARIES

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/ 4640 4420
Website. www.mpsanghavi.com

ORDINARY BUSINESS

Item No. 1 - Ordinary Resolution

1. Adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026.

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	244	58977054	95.7562%
E-voting at AGM	7	782634	1.2707%
Invalid votes	0	0	0
Total-A	**251**	**59759688**	**97.0269%**
Voted Against			
Remote e-voting	18	1831135	2.9731%
E-voting at AGM	0	0	0
Invalid votes	0	0	0
Total-B	**18**	**1831135**	**2.9731%**
Grand Total (A+B)	**269**	**61590823**	**100%**

Item No. 2- Ordinary Resolution

To re-appoint Mr. Manish Rastogi (DIN: 10056027), Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment.

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	230	55054410	91.5088%
E-voting at AGM	5	134	0.0002%
Invalid votes	0	0	0
Total-A	**235**	**55054544**	**91.5090%**
Voted Against			
Remote e-voting	29	4325967	7.1904%
E-voting at AGM	2	782500	1.3006%
Invalid votes	0	0	0
Total-B	**31**	**5108467**	**8.4910%**
Grand Total (A+B)	**266**	**60163011**	**100%**

M P SANGHAVI & ASSOCIATES LLP ★ FRN : L2020MH007000 ★ COMPANY SECRETARIES

SPECIAL BUSINESS

Item No. 3 – Ordinary Resolution

Payment of Remuneration to M/s. Vaibhav P. Joshi & Associates, Cost Accountants (Firm Registration No. 101329), the Cost Auditors of the Company for the Financial Year 2026-27.

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	235	58815132	97.7599%
E-voting at AGM	7	782634	1.3009%
Invalid votes	0	0	0
Total-A	**242**	**59597766**	**99.0608%**
Voted Against			
Remote e-voting	24	565045	0.9392%
E-voting at AGM	0	0	0
Invalid votes	0	0	0
Total-B	**24**	**565045**	**0.9392%**
Grand Total (A+B)	**266**	**60162811**	**100%**

Soft copy of the reports on remote e-voting and e-voting at the AGM downloaded from website of NSDL along with names of equity shareholders who voted 'For' or 'Against' each resolution proposed at the AGM along with Shareholders who abstained from Voting, if any, has been sent to the Company Secretary of the Company.

Based on the above-mentioned results of remote e-voting and e-voting at the AGM, I report that the 3 (Three) resolutions proposed in the Notice of AGM have been passed by the Shareholders with requisite majority.

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

M P SANGHAVI & ASSOCIATES LLP
FRN :
L2020MH007000
COMPANY SECRETARIES

Mita Sanghavi
Designated Partner
FCS-F7205 /CP-6364
Peer Review Certificate No. 2972/2023
UDIN: F007205H001611984

Place: Mumbai