



To,  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400001

To,  
Listing Department,  
National Stock Exchange of India Limited  
C-1, G-Block, Bandra-Kurla Complex,  
Bandra, (E), Mumbai – 400051

**Scrip Code: 540403, Scrip Symbol: CLEDUCATE  
ISIN: INE201M01029**

**Subject: Submission of Voting Results under Section 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report for the 28<sup>th</sup> Annual General Meeting ("28<sup>th</sup> AGM") of CL Educate Limited ("the Company").**

Dear Ma'am/ Sir(s),

Please find enclosed herewith details of remote e-voting and e-voting during 28<sup>th</sup> AGM of the Company held on Tuesday, September 17, 2024 at 11:00 A.M. through two-way Video Conferencing/ Other Audio Video Means.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the 28<sup>th</sup> AGM.

The information is also available on the Company's website [www.cleducate.com](http://www.cleducate.com).

We request you to kindly take the above information on record.

Thanking You,

**For CL Educate Limited**

**Rachna Sharma**  
**Company Secretary & Compliance Officer**  
**ICSI M. No.: A17780**

**Place: New Delhi**  
**Date: September 18, 2024**

	CL EDUCATE LIMITED
Date of the AGM/EGM	17-09-2024
Total number of shareholders on record date	22631
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	21
Public:	90

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0	
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		28,328,932	98.0989	28,328,932	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0	
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		5,108,614	97.4039	5,108,614	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	19,975,605	503,837	2.5223	503,677	160	99.9682	0.0317	0	116	
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		635,482	3.1813	635,322	160	99.9748	0.0252	0	116	
Total		54,098,314	34,073,028	62.9835	34,072,868	160	99.9995	0.0005	0	116	



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement by Rotation: To appoint a Director in place of Mr. Satya Narayanan Ramakrishnan (DIN: 00307326), Chairman and Executive Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible has offered himself for re- appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	YES									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	11,914,132	0	42.0790	0.0000	16,399,600	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>28,328,932</b>	<b>98.0989</b>	<b>11,929,332</b>	<b>0</b>	<b>42.1101</b>	<b>0.0000</b>	<b>16,399,600</b>	<b>0</b>
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,108,614</b>	<b>97.4039</b>	<b>5,108,614</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	19,975,605	503,837	2.5223	502,543	1,294	99.7431	0.2568	0	116
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>635,482</b>	<b>3.1813</b>	<b>634,188</b>	<b>1,294</b>	<b>99.7964</b>	<b>0.2036</b>	<b>0</b>	<b>116</b>
<b>Total</b>	<b>54,098,314</b>	<b>34,073,028</b>	<b>62.9835</b>	<b>17,672,134</b>	<b>1,294</b>	<b>51.8655</b>	<b>0.0038</b>	<b>16,399,600</b>	<b>116</b>	

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement by Rotation: To appoint a Director in place of Mr. Imran Jafar (DIN: 03485628), Non-Executive Non- Independent Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible has offered himself for re- appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>28,328,932</b>	<b>98.0989</b>	<b>28,328,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	0	0	0.0000	0.0000	795,636	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,108,614</b>	<b>97.4039</b>	<b>4,312,978</b>	<b>0</b>	<b>84.4256</b>	<b>0.0000</b>	<b>795,636</b>	<b>0</b>
Public- Non Institutions	E-Voting	19,975,605	503,721	2.5217	503,177	544	99.8920	0.1079	0	232
	Poll		131,645	0.6590	131,570	75	99.9430	0.0569	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>635,366</b>	<b>3.1807</b>	<b>634,747</b>	<b>619</b>	<b>99.9026</b>	<b>0.0974</b>	<b>0</b>	<b>232</b>
<b>Total</b>	<b>54,098,314</b>	<b>34,072,912</b>	<b>62.9833</b>	<b>33,276,657</b>	<b>619</b>	<b>97.6631</b>	<b>0.0018</b>	<b>795,636</b>	<b>232</b>	



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to M/s Sunny Chhabra and Co., (Firm Registration Number: 101544), Cost Auditor, for the Financial Year 2024-25.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,328,932	98.0989	28,328,932	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,108,614	97.4039	5,108,614	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	19,975,605	503,837	2.5223	502,895	942	99.8130	0.1869	0	116
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		635,482	3.1813	634,540	942	99.8518	0.1482	0	116
Total		54,098,314	34,073,028	62.9835	34,072,086	942	99.9972	0.0028	0	116

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Approve the Re-appointment of Mr. Sanjay Tapriya (DIN: 00064703) as a Non-Executive Independent Director on the Board of the Company for a second term of Five Consecutive Years.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,328,932	98.0989	28,328,932	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,108,614	97.4039	5,108,614	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	19,975,605	503,837	2.5223	481,895	942	95.6450	0.1869	21,000	116
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		635,482	3.1813	613,540	942	96.5472	0.1482	21,000	116
Total		54,098,314	34,073,028	62.9835	34,051,086	942	99.9356	0.0028	21,000	116



Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Grant approval to the request received from Mr. Sujit Bhattacharyya, one of the Promoter Shareholders of the Company, and his relatives, seeking reclassification from 'Promoter/ Promoter Group Category' to 'Public Category'.									
Whether promoter/ promoter group are interested in the agenda/resolution?	YES									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	27,519,484	0	97.1948	0.0000	794,248	0
	Poll		15,200	0.0526	7,200	0	47.3684	0.0000	8,000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,328,932	98.0989	27,526,684	0	97.1681	0.0000	802,248	0
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,108,614	97.4039	5,108,614	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	19,975,605	503,837	2.5223	502,075	1,762	99.6502	0.3497	0	116
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		635,482	3.1813	633,720	1,762	99.7227	0.2773	0	116
Total		54,098,314	34,073,028	62.9835	33,269,018	1,762	97.6403	0.0052	802,248	116

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Grant approval to increase the borrowing powers of the Board under Section 180(1)(c) of the Companies Act, 2013.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,328,932	98.0989	28,328,932	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,108,614	97.4039	5,108,614	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	19,975,605	503,721	2.5217	502,031	1,690	99.6644	0.3355	0	232
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		635,366	3.1807	633,676	1,690	99.7340	0.2660	0	232
Total		54,098,314	34,072,912	62.9833	34,071,222	1,690	99.9950	0.0050	0	232



Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Authorize and empower the Board to create mortgage/ charge on the Company's assets/ properties etc. under Section 180(1)(a) of the Companies Act, 2013.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,877,932	28,313,732	98.0463	28,313,732	0	100.0000	0.0000	0	0
	Poll		15,200	0.0526	15,200	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>28,328,932</b>	<b>98.0989</b>	<b>28,328,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	5,244,777	4,312,978	82.2338	4,312,978	0	100.0000	0.0000	0	0
	Poll		795,636	15.1701	795,636	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,108,614</b>	<b>97.4039</b>	<b>5,108,614</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	19,975,605	503,721	2.5217	501,961	1,760	99.6506	0.3493	0	232
	Poll		131,645	0.6590	131,645	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>635,366</b>	<b>3.1807</b>	<b>633,606</b>	<b>1,760</b>	<b>99.7230</b>	<b>0.2770</b>	<b>0</b>	<b>232</b>
<b>Total</b>		<b>54,098,314</b>	<b>34,072,912</b>	<b>62.9833</b>	<b>34,071,152</b>	<b>1,760</b>	<b>99.9948</b>	<b>0.0052</b>	<b>0</b>	<b>232</b>



# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

## REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

September 18, 2024

To

**The Chairman**

**CL EDUCATE LIMITED**

**A-45, First Floor**

**Mohan Co-operative Industrial Estate**

**New Delhi – 110 044**

**28<sup>th</sup> (Twenty-Eighth) Annual General Meeting (AGM) of the Equity Shareholders of CL Educate Limited (CIN: L74899DL1996PLC425162) held on Tuesday, September 17, 2024 at 11:00 A.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).**

Dear Sir,

**Sub.: Consolidated Scrutinizer’s Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 (‘Act’) read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 at the 28<sup>th</sup> (Twenty-Eighth) Annual General Meeting (AGM) of CL Educate Limited held on Tuesday, September 17, 2024 at 11:00 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).**

I, Sachin Hukumchand Sharma, Practising Company Secretary (FCS:F12788; CP:20423) and Designated Partner of M/s. Sharma and Trivedi LLP, Company Secretaries, Mumbai, (LLPIN:AAW-6850), have been appointed as the Scrutinizer by the Board of Directors of **CL Educate Limited** (the ‘Company’) vide resolution dated August 07, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting (‘remote e-voting’) and the e-voting during the AGM by the shareholders of the Company in respect of the resolutions passed at the 28<sup>th</sup> (Twenty-Eighth) AGM of the shareholders of the Company held on **Tuesday, September 17, 2024 at 11:00 A.M.** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (‘remote e-voting’) and e-voting during the AGM by the shareholders on the resolutions proposed in the notice of the 28<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM are conducted in a fair and transparent manner and submit the consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically;
2. As per the Notice of 28<sup>th</sup> Annual General Meeting of the shareholders and the ‘Advertisement’ published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 on August 25, 2024, in “Financial Express” (English) and “Dainik Bhaskar” (Hindi), the remote e-voting opened at 09.00 A.M. (IST) on Saturday, September 14, 2024 and remained open until 05.00 P.M. (IST) on Monday, September 16, 2024;
3. The members holding the Equity Shares of the Company as on Tuesday, September 10, 2024 viz. the “**cut-off date**”, were entitled to vote on the resolutions stated in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company;
4. The Notice of AGM dated August 07, 2024 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders in respect of the below mentioned resolutions for passing at the AGM of the Company by e-mail in compliance with General Circular No. 09/2023 dated September 25, 2023 read with General Circular Nos. 14/2020, 17/2020 and 20/2020, dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively, issued by the Ministry of Corporate Affairs read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India read with the circulars issued earlier on the subject (collectively referred to as “Circulars”).

...2

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 2 :

5. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the shareholders attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting;
6. The votes cast under the remote e-voting prior to AGM and e-voting during the AGM were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of the AGM and the e-voting results / list of shareholders who voted for and against were downloaded from the e-voting website of KFin Technologies Limited (“KFin”) <https://evoting.kfintech.com> and the same are being handed over to the Chairman;
7. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the e-voting system of KFin Technologies Limited and the summary of the e-voting process is as follows:

## **A. Ordinary Business:**

### **Resolution No.1: Ordinary Resolution**

#### **Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	131	3,31,30,387	97.23
E-voting at AGM	12	9,42,481	2.77
<b>Total</b>	<b>143</b>	<b>3,40,72,868</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	160	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>19</b>	<b>160</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
--	--

#### **Summary of Total valid votes for Resolution No.1**

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,40,72,868	99.9995
Votes against	160	0.0005
<b>Total</b>	<b>3,40,73,028</b>	<b>100.0000</b>

*Note:*

*a) 1 (One) folio holding 116 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

*b) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.1, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

...3



# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 3 :

## Resolution No.2: Ordinary Resolution

**To appoint a Director in place of Mr. Satya Narayanan Ramakrishnan (DIN: 00307326), Chairman and Executive Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible has offered himself for re-appointment:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	122	1,67,29,653	94.67
E-voting at AGM	12	9,42,481	5.33
<b>Total</b>	<b>134</b>	<b>1,76,72,134</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	22	1,294	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>22</b>	<b>1,294</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
6	#1,63,99,600

## Summary of Total valid votes for Resolution No.2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	1,76,72,134	99.99
Votes against	1,294	0.01
<b>Total</b>	<b>1,76,73,428</b>	<b>100.00</b>

*Note:*

a) #Six (6) folios holding in aggregate 1,63,99,600 Equity Shares of Face Value of Rs.5/- each of the Company, considered invalid, being interested in the above resolution.

b) 1 (One) folio holding 116 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.

c) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.2, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 4 :

## Resolution No.3: Ordinary Resolution

**To appoint a Director in place of Mr. Imran Jafar (DIN: 03485628), Non-Executive Non-Independent Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible has offered himself for re-appointment:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	128	3,31,29,887	99.56
E-voting at AGM	10	1,46,770	0.44
<b>Total</b>	<b>138</b>	<b>3,32,76,657</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	544	87.88
E-voting at AGM	1	75	12.12
<b>Total</b>	<b>22</b>	<b>619</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
<b>1</b>	<b>#7,95,636</b>

## Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,32,76,657	99.998
Votes against	619	0.002
<b>Total</b>	<b>3,32,77,276</b>	<b>100.000</b>

*Note:*

a) *#One (1) folio holding 7,95,636 Equity Shares of Face Value of Rs.5/- each of the Company, considered invalid, being interested in the above resolution.*

b) *2 (Two) folios holding in aggregate 232 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

c) *Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.3, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 5 :

## B. Special Business:

### Resolution No.4: Ordinary Resolution

#### **Ratification of remuneration payable to M/s. Sunny Chhabra and Co., (Firm Registration Number: 101544), Cost Auditor, for the Financial Year 2024-25:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	127	3,31,29,605	97.23
E-voting at AGM	12	9,42,481	2.77
<b>Total</b>	<b>139</b>	<b>3,40,72,086</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	942	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>23</b>	<b>942</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
--	--

### Summary of Total valid votes for Resolution No.4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,40,72,086	99.997
Votes against	942	0.003
<b>Total</b>	<b>3,40,73,028</b>	<b>100.00</b>

#### **Note:**

a) 1 (One) folio holding 116 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.

b) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.4, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 6 :

## Resolution No.5: Special Resolution

**Approve the Re-appointment of Mr. Sanjay Tapriya (DIN: 00064703) as a Non-Executive Independent Director on the Board of the Company for a second term of five consecutive years:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	126	3,31,08,605	97.23
E-voting at AGM	12	9,42,481	2.77
<b>Total</b>	<b>138</b>	<b>3,40,51,086</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	942	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>23</b>	<b>942</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
<b>1</b>	<b>#21,000</b>

## Summary of Total valid votes for Resolution No.5

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,40,51,086	99.997
Votes against	942	0.003
<b>Total</b>	<b>3,40,52,028</b>	<b>100.000</b>

*Note:*

*a) #One (1) folio holding 21,000 Equity Shares of Face Value of Rs.5/- each of the Company, considered invalid, being interested in the above resolution.*

*b) 1 (One) folio holding 116 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

*c) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.5, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 7 :

## Resolution No.6: Ordinary Resolution

**Grant approval to the request received from Mr. Sujit Bhattacharyya, one of the Promoter Shareholders of the Company, and his relatives, seeking reclassification from ‘Promoter/Promoter Group Category’ to ‘Public Category’:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	121	3,23,34,537	97.19
E-voting at AGM	11	9,34,481	2.81
<b>Total</b>	<b>132</b>	<b>3,32,69,018</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	1,762	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>25</b>	<b>1,762</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
5	#8,02,248

## Summary of Total valid votes for Resolution No.6

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,32,69,018	99.99
Votes against	1,762	0.01
<b>Total</b>	<b>3,32,70,780</b>	<b>100.00</b>

*Note:*

*a) #Five (5) folios holding in aggregate 8,02,248 Equity Shares of Face Value of Rs.5/- each of the Company, considered invalid, being interested in the above resolution.*

*b) 1 (One) folio holding 116 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

*c) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.6, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 8 :

## Resolution No.7: Special Resolution

### **Grant approval to increase the borrowing powers of the Board under Section 180(1)(c) of the Companies Act, 2013:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	126	3,31,28,741	97.23
E-voting at AGM	12	9,42,481	2.77
<b>Total</b>	<b>138</b>	<b>3,40,71,222</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	1,690	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>23</b>	<b>1690</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
--	--

### Summary of Total valid votes for Resolution No.7

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,40,71,222	99.995
Votes against	1690	0.005
<b>Total</b>	<b>3,40,72,912</b>	<b>100.000</b>

*Note:*

*a) 2 (Two) folios holding in aggregate 232 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

*b) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.7, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 9 :

## Resolution No.8: Special Resolution

**Authorize and empower the Board to create mortgage/ charge on the Company's assets/ properties etc. under Section 180(1)(a) of the Companies Act, 2013:**

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	125	3,31,28,671	97.23
E-voting at AGM	12	9,42,481	2.77
<b>Total</b>	<b>137</b>	<b>3,40,71,152</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	1,760	100.00
E-voting at AGM	--	--	--
<b>Total</b>	<b>24</b>	<b>1,760</b>	<b>100.00</b>

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
--	--

## Summary of Total valid votes for Resolution No.8

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	3,40,71,152	99.99
Votes against	1,760	0.01
<b>Total</b>	<b>3,40,72,912</b>	<b>100.00</b>

*Note:*

*a) 2 (Two) folios holding in aggregate 232 Equity Shares of face value of Rs.5/- each of the Company, abstained from voting in the above resolution.*

*b) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.8, as contained in the Notice of AGM dated August 07, 2024 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

# SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000  
C-316, 3<sup>rd</sup> Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,  
Mulund (W), Mumbai – 400 080  
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

: 10 :

8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairman considers, approves and signs the minutes of 28<sup>th</sup> Annual General Meeting and the same shall be sent /handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **SHARMA AND TRIVEDI LLP**  
**Company Secretaries**



**Sachin Hukumchand Sharma**  
**Designated Partner**  
**FCS: 12788; CP: 20423**  
**UDIN: F012788F001239728**

**Witnesses:**

Signature:



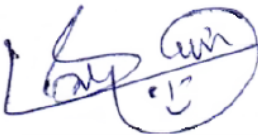
**1. Name:** Mrs. Veena Sharma  
**Wife of:** Mr. Sachin Hukumchand Sharma  
**Address:** 86, Parihar Nagar, Bhadwasia Road  
Jodhpur, Rajasthan – 342 001  
**Occupation:** Service

Signature:



**2. Name:** Mrs. Tara Sharma  
**Wife of:** Mr. Hukumchand Sharma  
**Address:** Plot No.136, Baldev Nagar, Mata Ka  
Than, Jodhpur, Rajasthan – 342 001  
**Occupation:** Housewife

Counter signed  
For **CL EDUCATE LIMITED**



**Satya Narayanan R**  
**Chairman & Executive Director**  
**DIN: 00307326**