

December 31, 2024

To,  
The Corporate Relationship Manager  
Department of Corporate Services  
BSE Limited  
P. J. Towers, Dalal Street,  
Mumbai - 400001

**Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Details of Voting Results**

**Ref: Ironwood Education Limited - Scrip Code: 508918**

Dear Sir,

This is to inform you that first Extra Ordinary General Meeting ("EGM") of the Company for the year f.y. 2024-25 was held on Monday, December 30, 2024 and the business mentioned in the Postal Ballot Notice dated December 2, 2024 were transacted.

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the result of the voting conducted through remote e-voting from Friday, December 27, 2024 to Sunday, December 29, 2024 and e-voting conducted during the Extra Ordinary General Meeting of Ironwood Education Limited held on Monday, December 30, 2024 along with Consolidated Report of Scrutinizer.

In accordance with the said Report, the members of the Company have approved all the resolutions as mentioned in the Postal Ballot Notice dated December 2, 2024.

Kindly take the same on record.

Thanking you,

**For Ironwood Education Limited**



**Dharmesh Parekh**  
**Company Secretary**



Encl: as above

<b>General information about company</b>	
Scrip code	508918
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE791H01011
Name of the company	Ironwood Education Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-12-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:16 PM



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<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Sonali Gamne
Firms Name	Sonali Gamne & Associates
Qualification	CS
Membership Number	36772
Date of Board Meeting in which appointed	02-12-2024
Date of Issuance of Report to the company	30-12-2024



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<b>Voting results</b>	
Record date	23-12-2024
Total number of shareholders on record date	1952
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	27
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

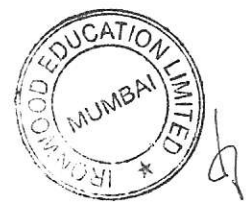


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Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve Issue of equity shares on preferential basis for consideration other than cash by way of swap of equity shares				
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	4563753	4563753	100	4563753	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4563753	4563753	100	4563753	0	100
Public- Institutions	E-Voting	194530	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		194530	0	0	0	0	0
Public- Non Institutions	E-Voting	3149432	63196	2.0066	63195	1	99.9984	0.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3149432	63196	2.0066	63195	1	99.9984
Total		7907715	4626949	58.5118	4626948	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve issue of equity shares on preferential basis to Non-Promoter Public Category Investors for cash				
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	4563753	4563753	100	4563753	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4563753	4563753	100	4563753	0	100
Public-Institutions	E-Voting	194530	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		194530	0	0	0	0	0
Public- Non Institutions	E-Voting	3149432	63196	2.0066	63195	1	99.9984	0.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3149432	63196	2.0066	63195	1	99.9984
Total		7907715	4626949	58.5118	4626948	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



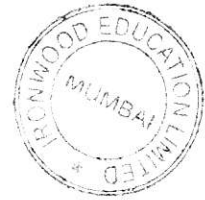
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Resolution(3)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and approve the appointment of Mr. Rakesh Madanlal Bhatia (DIN: 00008192) as an Independent Director of the Company					
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	4563753	4563753	100	4563753	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4563753	4563753	100	4563753	0	100
Public- Institutions	E-Voting	194530	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		194530	0	0	0	0	0
Public- Non Institutions	E-Voting	3149432	63196	2.0066	63195	1	99.9984	0.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3149432	63196	2.0066	63195	1	99.9984
Total		7907715	4626949	58.5118	4626948	1	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the appointment of Mr. Sumit Kailash Somani (DIN: 00985143) as an Independent Director of the Company				
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	4563753	4563753	100	4563753	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4563753	4563753	100	4563753	0	100
Public- Institutions	E-Voting	194530	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		194530	0	0	0	0	0
Public- Non Institutions	E-Voting	3149432	63196	2.0066	63195	1	99.9984	0.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3149432	63196	2.0066	63195	1	99.9984
Total		7907715	4626949	58.5118	4626948	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

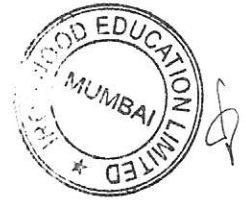


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Resolution(5)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and approve the appointment of Mr. Sanajy Panicker (DIN: 08091505) as an Independent Director of the Company					
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	4563753	4563753	100	4563753	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4563753	4563753	100	4563753	0	100
Public- Institutions	E-Voting	194530	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		194530	0	0	0	0	0
Public- Non Institutions	E-Voting	3149432	63196	2.0066	63195	1	99.9984	0.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3149432	63196	2.0066	63195	1	99.9984
Total		7907715	4626949	58.5118	4626948	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





**Sonali Gamne & Associates**  
**Practising Company Secretaries**

Address: 503/A wing, Kritarth Jeevan CHS, M.G Road, Goregaon (W.) Mumbai 400104  
Email Id: [sonaligamneassociates@gmail.com](mailto:sonaligamneassociates@gmail.com) Contact No.: 9819772183  
MSME Udyam No. UDYAM-MH-33-0312152 Firm Registration No. S2024MH959400  
Peer Review Certificate No. 5500/2024

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**SCRUTINIZER'S REPORT**

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

To  
The Chairman of Extra Ordinary General Meeting,  
**Ironwood Education Limited**  
KHIL House, 1st Floor,  
70-C Nehru Road,  
Adjacent to Domestic  
Airport, Vile Parle, (East),  
Mumbai - 400099

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Extra Ordinary General Meeting of Ironwood Education Limited held on Monday, December 30, 2024 at 3:00 p.m. (IST) through video conferencing ('VC') / other audiovisual means ('OAVM').

I, Sonali Gamne & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Ironwood Education Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extra Ordinary General Meeting of Ironwood Education Limited held on Monday, December 30, 2024 at 3:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

The notice dated December 2, 2024, convening the Extra Ordinary General Meeting (EGM), as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the Extra Ordinary General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, December 27, 2024 (9:00 a.m. IST) and concluded on Sunday, December 29, 2024 (5:00 p.m. IST) and the NSDL e voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier



**Sonali Gamne & Associates**  
**Practising Company Secretaries**

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The shareholders of the Company holding shares as on the "cut-off" date of Monday, December, 23, 2024 were entitled to vote on the resolutions as contained in the Notice of the EGM.

After the closure of e-voting at the EGM, the report on remote voting done during the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the EGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the EGM on the resolutions contained in the notice of the EGM.

My responsibility as scrutinizor for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the EGM in respect of the said resolutions.

**Resolution 1: As a Special Resolution**

**To Consider and Approve issue of equity shares on Preferential Basis for Consideration other than cash by way of swap of equity shares:**

i) Votes in favour of Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
41	4626948	100%

ii) Votes in against the Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
1	1	0%

iii) Invalid Votes

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
Nil	Nil	Nil





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MSME Udyam No. UDYAM-MH-33-0312152 Firm Registration No. S2024MH959400  
Peer Review Certificate No. 5500/2024

**Resolution 2: As a Special Resolution**

**To Consider and Approve issue of equity shares on Preferential Basis to the Non-Promoter Public Category Investors for Cash:**

i) Votes in favour of Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
41	4626948	100%

ii) Votes in against the Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
1	1	0%

iii) Invalid Votes

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
Nil	Nil	Nil

**Resolution 3: As a Special Resolution**

**To consider and approve the appointment of Mr. Rakesh Madanlal Bhatia (DIN: 00008192) as an Independent Director of the Company**

i) Votes in favour of Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
41	4626948	100%

ii) Votes in against the Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
1	1	0%

iii) Invalid Votes

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
Nil	Nil	Nil



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**Practising Company Secretaries**

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Email Id: [sonaligamneassociates@gmail.com](mailto:sonaligamneassociates@gmail.com) Contact No.: 9819772183  
MSME Udyam No. UDYAM-MH-33-0312152 Firm Registration No. S2024MH959400  
Peer Review Certificate No. 5500/2024

**Resolution 4: As a Special Resolution**

**To consider and approve the appointment of Mr. Sumit Kailash Somani (DIN: 00985143) as an Independent Director of the Company**

i) Votes in favour of Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
41	4626948	100%

ii) Votes in against the Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
1	1	0%

iii) Invalid Votes

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
Nil	Nil	Nil

**Resolution 5: As a Special Resolution**

**To consider and approve the appointment of Mr. Sanjay Panicker (DIN: 08091505) as an Independent Director of the Company**

i) Votes in favour of Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
41	4626948	100%

ii) Votes in against the Resolution

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
1	1	0%

iii) Invalid Votes

No. of Members	No. of Votes cast by them	% of the total number of valid votes cast
Nil	Nil	Nil



**Sonali Gamne & Associates**  
**Practising Company Secretaries**

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Email Id: [sonaligamneassociates@gmail.com](mailto:sonaligamneassociates@gmail.com) Contact No.: 9819772183  
MSME Udyam No. UDYAM-MH-33-0312152 Firm Registration No. S2024MH959400  
Peer Review Certificate No. 5500/2024

For **SONALI GAMNE & ASSOCIATES**

**Sonali Gamne**  
**Practising Company Secretary**  
**Proprietor**  
**ACS No. A36772**  
**CP No. 19207**  
**UDIN: A036772F003531186**  
**(Peer Reviewed Certificate No.5500/2024)**

Date: December 30, 2024  
Place: Mumbai



**To be Counter Signed by Authorised Person**  
**Date: December 30, 2024**  
**Place: Mumbai**

