

September 27th, 2024

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	Scrip Code: MTEDUCARE

Dear Sir/ Madam,

Sub: Voting Results as per Regulation 44 of SEBI (LODR), Regulations, 2015 for the 18th Annual General Meeting of the Company

Further, to our letter dated September 25th, 2024, regarding the proceedings of the 18th Annual General Meeting duly held on Wednesday, September 25th, 2024, of the Equity Shareholders of the Company at 02.30 p.m. through VC/AOVM, we enclose herewith the voting results as per Regulation 44 of SEBI (LODR), Regulations, 2015.

Based on the report dated September 27th, 2024 submitted by M/s. Shravan A Gupta & Associates (CP No. 9990), Practicing Company Secretary, all the resolutions included in the Notice of the Annual General Meeting were approved by the Shareholders of the Company with requisite majority.

Copy of the Scrutinizers' report along with requisite particulars of voting results as per Regulation 44(3) of the Listing Regulations certified by NSDL, is enclosed herewith for your information and record.

We request you to take note of the above on your record and oblige.

For, MT Educare Limited (In CIRP)

Arihant
Nenawati

Digitally signed by
Arihant Nenawati
Date: 2024.09.27
12:04:20 +05'30'

(Arihant Nenawati)**Resolution Professional**

AFA Valid Upto 08-Nov-2024

IP Reg. No: IBBI/IPA-001/IP-P00456/2017-2018/10799

Email ID: mteducare.cirp@gmail.com

Note: Pursuant to the Order dated 16th December, 2022 of the Hon'ble National Company Law Tribunal, Mumbai ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated against the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued thereunder with effect from 16th December, 2022 (Corporate Insolvency Resolution Process Commencement Date). Mr. Ashwin Bhavanji Shah has been appointed as Interim Resolution Professional ("IRP") in terms of the NCLT Order, IRP has constituted Committee of Creditors on 21-08-2023. previously, IRP was performing function as Resolution Professional under regulation 17(3) of CIRP of IBBI, however on 22nd January, 2024, Mr. Arihant Nenawati were appointed as New Resolution Professional in the application filed by Prudent ARC by the Hon'ble NCLT, Mumbai Bench.

FORM No. MGT-13
Consolidated 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 as amended]

To,
The Chairman of the 18th Annual General Meeting
MT Educare Limited
220, 2nd Floor, "Flying Colors" Pandit Din Dayal Upadhyay Marg,
L.B.S. Cross Road, Mulund (w), Mumbai-400080

Dear Sir,

Sub: Consolidated Report of Scrutinizer on remote e-voting and e-voting during the Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the 18th AGM of MT Educare Limited convened on Wednesday, September 25, 2024 at 02.30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I, Shravan A. Gupta, Practicing Company Secretary having office at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092, has been appointed as scrutinizer by the Board of Directors of **MT EDUCARE LIMITED** ("the Company") at their meeting held on August 13, 2024 for the purpose of scrutinizing the remote e-voting and e-voting process during the AGM and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 on the **3 (Three)** resolutions contained in the Notice dated **August 13, 2024** convening the 18th Annual General Meeting of the Company, held on Wednesday, September 25, 2024 at **02.30 P.M.** through VC/OAVM, which has been sent to all the Member(s) in compliance with MCA Circular Nos. dated 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 02/2021 dated January 13, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")", (collectively referred to as "**MCA Circulars**") along with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 issued by the Securities Exchange Board of India (collectively referred to as "**SEBI Circulars**") (together MCA Circulars and SEBI Circulars referred to as "**Circulars**"), and I submit my report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to voting through electronic means by remote e-voting and e-voting during the AGM by the members on the resolutions proposed in the Notice of the 18th AGM of the Company.
2. My responsibility as scrutinizer of the voting process, is restricted to scrutinize the e-voting process in a fair and transparent manner and to the extent of making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the respective resolutions based on the report generated from the e-voting system provided by **National Securities Depository Limited (NSDL)**, the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting facility during the AGM.
3. The Members holding equity shares as on the "cut-off date" i.e., Saturday, September 14, 2024 were entitled to vote on the resolutions proposed in the Notice convening the 18th AGM of the Company. The remote e-voting commenced on Saturday, September 21, 2024 (IST 9:00 AM) and closed on

Tuesday, September 24, 2024 (IST 05.00 P.M). The Company has also provided e-voting facility during the AGM and up to 15 minutes after conclusion of AGM.

4. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) locked by **National Securities Depository Limited (NSDL)** and the votes cast under remote e-voting facility prior to AGM were unblocked and counted.
5. Thereafter the details containing Members who voted "in favour" or "against" on each of the resolution those were put to vote was generated from e-voting website of Link Intime India Private Limited.
6. In case of member(s) who cast votes through remote e-voting as well as e-voting during the AGM, the voting through remote e-voting of such members(s) was treated as valid.
7. I am submitting herewith a consolidated report on the e-voting together with that of remote e-voting prior to and e-voting during the AGM in **Annexure 1**.
8. The electronic data and all other relevant records relating to the remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the 9th AGM.
9. All the resolutions as per the results given in **Annexure 1** were passed with requisite majority.

Thanking you,

**For Shravan A. Gupta & Associates
Practicing Company Secretary**



Shravan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Place Mumbai
Dated: 27.09.2024
UDIN: A027484F001318400

Encl.: Annexure 1

Annexure 1

Consolidated Report of the remote e-voting together with that of vote through e-voting system during the AGM

Item No.1: Ordinary Resolution

To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	Abstain Votes
		No of Voters	No. of Shares	% of total numbers of valid votes cast	No of Voters	No. of Shares	% of total numbers of valid votes cast		
Remote e-Voting	4,28,19,867	67	4,28,19,336	99.9988%	4	531	0.0012%	-	-
e-Voting during the AGM	3	1	3	100.0000%	-	-	-	-	-
TOTAL	4,28,19,870	68	4,28,19,339	99.9988%	4	531	0.0012%	-	-

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated August 13, 2024 has been passed by the members with requisite majority.

Item No.2: Ordinary Resolution

To appoint a director in place of Mr. Vipin Choudhary (DIN: 02090149), who has consented to retire by rotation for compliance with the requirements of Section 152(6) of the Companies Act,2013, offers himself for re-appointment.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	Abstain Votes
		No of Voters	No. of Shares	% of total numbers of valid votes cast	No of Voters	No. of Shares	% of total numbers of valid votes cast		
Remote e-Voting	4,28,19,867	65	4,28,18,986	99.9979%	6	881	0.0021%	-	-
e-Voting during the AGM	3	1	3	100.0000%	-	-	-	-	-
TOTAL	4,28,19,870	66	4,28,18,989	99.9979%	6	881	0.0021%	0	45,291

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated August 13, 2024 has been passed by the members with requisite majority.

Item No.3: Special Resolution

To appoint them consider and confirm the remuneration of M/s Joshi Apte & Associates, Cost Accountants (FRN: 00240) for conducting the Cost Audit of the company for the financial year ended 31st March,2025.

Based on the aforesaid results, Special resolution at Item No. 3 of the Notice dated August 13,

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	Abstain Votes
		No of Voters	No. of Shares	% of total numbers of valid votes cast	No of Voters	No. of Shares	% of total numbers of valid votes cast		
Remote e-Voting	4,28,19,867	66	4,28,19,306	99.9987%	5	561	0.0013%	-	-
e-Voting during the AGM	3	1	3	100.0000%	-	-	-	-	-
TOTAL	4,28,19,870	67	4,28,19,309	99.9987%	5	561	0.0013%	-	-

2024 has been passed by the members with requisite majority.

Thanking you,

Yours faithfully,

For Shravan A. Gupta & Associates
Practicing Company Secretary



Shravan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Place Mumbai
Dated: 27.09.2024
UDIN: A027484F001318400

For MT Educare Limited,

Ravindra Mishra
Company Secretary & Compliance Officer

General information about company

Scrip Code	
Name of company	MT EDUCARE LTD
Type of meeting	General Meeting
Start time of meeting	09:00
End time of meeting	17:00

VOTING RESULTS	
Record date	14-09-2024
Total number of shareholders on record date	23607
Number of shareholders present in the meeting either in person or	
a) Promoter and promoter group	
b) Public	
Number of shareholders attended the meeting through video	
a) Promoter and promoter group	
b) Public	
Number of resolutions passed in meeting	
Disclosure of notes on voting results	

Resolution Details(1)								
Resolution Required					Adoption of Financial Statements, Boards and Auditors Report and the Audited Consolidated financial Statement of the			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	42702513	42701173	99.99686201	42701173	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		42702513	42701173	99.99686201	42701173	0	100
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting	29525541	118697	0.402014649	118166	531	99.55264244	0.447357557
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		29525541	118697	0.402014649	118166	531	99.55264244
Total		72228054	42819870	59.2842637	42819339	531	99.99875992	0.001240078

Resolution Details(2)								
Resolution Required					To Appoint a Director in place of Mr. Vipin Choudhary (DIN: 02090149) who has consented to retire by rotation, and being			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	42702513	42701173	99.99686201	42701173	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		42702513	42701173	99.99686201	42701173	0	100
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting	29525541	118697	0.402014649	117816	881	99.257774	0.742226004
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		29525541	118697	0.402014649	117816	881	99.257774
Total		72228054	42819870	59.2842637	42818989	881	99.99794254	0.002057456

Resolution Details(3)					To ratify and confirm the remuneration of Rs. 60,000/- plus applicable taxes and reimbursement of out of pocket expenses payable to M/s Joshi Apte And			
Resolution Required								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		42701173	99.99686201	42701173	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if	42702513	0	0	0	0	0	0
	Total	42702513	42701173	99.99686201	42701173	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		118697	0.402014649	118136	561	99.527368	0.472631996
	Poll		0	0	0	0	0	0
	Postal Ballot(if	29525541	0	0	0	0	0	0
	Total	29525541	118697	0.402014649	118136	561	99.527368	0.472631996
Total		72228054	42819870	59.2842637	42819309	561	99.99868986	0.001310139