

February 20, 2021

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

Ref: Scrip Code: 508918
Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Results of Postal Ballot

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

1. Voting Result of Postal Ballot and
2. Report of Scrutinizer dated February 20, 2021


The resolution in the Postal Ballot Notice dated January 18, 2021 have been passed with requisite majority on February 20, 2021 which was the last date of receipt of e-voting.

The voting results along with the Scrutinizer's Report is also available on Company's website at www.greycellsltd.com.

Kindly take the same on record.

Thanking you,

For Greycells Education Limited



Dharmesh Parekh
Company Secretary



Encl : as above

Greycells Education Limited – Voting Result of Postal Ballot:

Date of the AGM/EGM	February 20, 2021
Total number of shareholders on record date	804 (as on January 15, 2021)
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:	Not Applicable
Public:	Not Applicable



A handwritten signature in black ink, appearing to be "S. S. S.", written over a horizontal line.

Resolution required: (Ordinary/Special)
 Change the Name of the Company from "Greycells Education Limited" to "Ironwood Education Limited" and consequent amendment to Memorandum and Articles of Association of the Company

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
Promoter and Promoter Group	E-Voting		4335342	100.00	4335342	0	100.00	0.00
	Poll	4335342	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4335342	4335342	100.00	4335342	0	100.00	0.00
Public-Institutions	E-Voting	260479	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	260479	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3311894	192772	5.82	192772	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3311894	192772	5.82	192772	0	100.00	0.00
Total		7907715	4528114	57.26	4528114	0	100.00	0.00



SCRUTINIZER'S REPORT

The Chairman

Greycells Education Limited

301, 3rd Floor, Durga Niwas, CTS 1242

Symphony, Nr. Sathaye College Stop

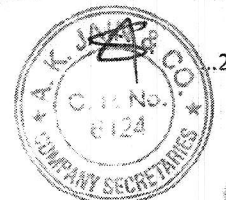
Nehru Road, Vile Parle (East)

Mumbai - 400057

I, Ashish Kumar Jain Proprietor of M/s. A. K. Jain & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of **Greycells Education Limited** to conduct the postal ballot of the Company pursuant to Section 108 and 110 of the Companies Act, 2013 "the Act" read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as and when amended and read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 in relation to "Clarification on passing of Ordinary and Special Resolutions by the Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19, issued by Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India for passing of the proposed Special Resolution as mentioned in the Postal Ballot Notice dated January 18, 2021 (hereinafter referred to as 'The Postal Ballot Notice').

I submit my report as under:

1. I have given my consent to act as Scrutinizer vide letter dated January 18, 2021 and was appointed as Scrutinizer for Postal Ballot by way of e-Voting by a Resolution passed by the Board of Directors on January 18, 2021. Further, Mr. Dharmesh Parekh, Company Secretary of the Company authorised by the Board of Directors was made responsible for conducting the postal ballot process.
2. The Company has completed the dispatch of the postal ballot notice through email on January 20, 2021 to its members whose names appeared in the Register of Members / Records of Depositories as on January 15, 2021.
3. The Company has appointed National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facility to the Members, who were eligible to take part in the voting process.



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4. As per Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement in newspapers with respect to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in the Free Press Journal in English and Navshakti in Marathi on January 21, 2021 respectively.
5. The particulars of the e-voting done by the members of the Company during the period from Friday, January 22, 2021 at 09.00 a.m. to Saturday, February 20, 2021 at 5.00 p.m. by logging on <https://www.evoting.nsdl.com/> were considered for scrutiny.
6. Summary of the e-voting is given below:

Special Resolution

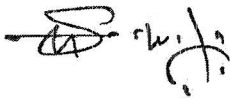
Change the name of the Company from "Greycells Education Limited" to "Ironwood Education Limited" and consequent amendment to Memorandum and Articles of Association of the Company.

Particulars	Number of Members voted through e-voting	Number of Votes casted through	Percentage (%)
Assent	31	45,28,114	100.00
Dissent	0	0	0.00
Total	31	45,28,114	100.00

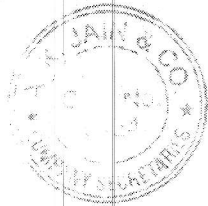
8. In view of the above summary, I hereby confirm that the Special Resolution proposed in the Postal Ballot Notice dated January 18, 2021 have been passed with requisite majority.

You may accordingly declare the result of Postal Ballot.

For A.K. Jain & Co.
Company Secretaries



Ashish Kumar Jain
Proprietor
CP No. 6124
Membership No. F6058
UDIN No. F006058B003163564
Date: 20th February, 2021
Place: Mumbai



Countersigned by:



Dharmesh K Parekh
Company Secretary & Compliance Officer
(Membership no: ACS A19545)
Greycells Education Limited
Date: 20th February, 2021
Place: Mumbai

