

September 16th, 2022

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 16th Annual General Meeting of the Company

Further, to our letter dated September 14th, 2022, regarding the proceedings of the 16th Annual General Meeting held yesterday i.e September 14th, 2022, of the Equity Shareholders of the Company at 01.30 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 15th, 2022 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.

Thanking You.

Yours faithfully,
For MT Educare Limited**Ravindra Mishra**
Company Secretary
Encl: As above

FORM No. MGT-13
Consolidated Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 16th Annual General Meeting of the Shareholders of MT EDUCARE LTD held on Wednesday, September 14th, 2022 at 1.30 P.M., held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

Dear Sir,

I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092, have been appointed as scrutinizer by the Board of Directors of **MT EDUCARE LTD** (“the company”) for the purpose of scrutinizing the e-voting process 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 6 (Six) resolutions contained in the notice convening the 16th Annual General Meeting of the members of the company, held on Wednesday, the 14th day of September, 2022 at **01.30 P.M.**, held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

1. I, Shravan A. Gupta, practicing Company Secretaries, A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092. am well versed with the process of e-voting, as Associate for the process of scrutiny of e-voting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. My responsibility is only to the extent of making Scrutinizer’s Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility and e-voting during the AGM and platform provided by National Securities Depository Limited (“NSDL”), the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.
4. The Shareholders holding equity shares as on the “cut- off date” i.e. Wednesday, 07th September, 2022 were entitled to vote on the resolutions proposed in the Notice calling the 16th Annual General Meeting of the Company. The remote e- voting commenced on Sunday, 11th September, 2022 (9:00 AM) and closed on Tuesday, 13th September, 2022 (05.00 P.M). The Company has also provided E-voting facility during the AGM and upto 15 minutes after conclusion of AGM.

5. 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”),
6. Their after the details containing Members who voted “in favour” or “against” on each of the resolutions that was put to vote was generated from e-voting website of National Securities Depository Limited (“NSDL”).
7. I am submitting herewith a consolidated report on the remote e- voting together with that of 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 on the day of 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 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

SHRAVAN Digitally signed
by SHRAVAN
AMRITLA AMRITLAL GUPTA
Date: 2022.09.15
L GUPTA 20:12:32 +05'30'

Shravan A. Gupta
Proprietor
ACS: 27484, CP:9990
A Peer Reviewed Firm
Place Mumbai
Dated : 15.09.2022
UDIN :- A027484D000977611

Encl. as attached

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 the audited Financial Statements of the Company - on a standalone and consolidated basis, for the financial year ended March 31,2022 including the Balance Sheet as at March 31, 2022, the Statement of Profit & Loss for the financial year ended on that date and the Reports of the Auditors and Directors thereon.

(i) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
75	4,28,34,080	99.99

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
5	4,439	0.011

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated July, 26th, 2022 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), Non-Executive Director who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
73	4,28,28,920	99.989

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
6	4,599	0.011

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated July, 26th, 2022 has been passed by the members with requisite majority.

Item No.3 :- Ordinary Resolution – To ratify and confirm the remuneration of Rs. 60,000/- of M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration Number:- 00240) for conduct of audit of cost records of the Company for the Financial Year ending March 31, 2023.

(i) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
72	4,28,27,920	99.987

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
7	5,599	0.013

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 3 of the Notice dated August, 25th, 2021 has been passed by the members with requisite majority.

Item No. 4 :- Special Resolution – To Re-appoint Mr. Roshan Lal Kamboj (DIN 01076066), who holds the office of Independent Director of the Company until September 25th, 2022 and not liable to retire by rotation for a period of three years from September 26th, 2022 until September 25th, 2025.

(j) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
70	4,28,28,545	99.988

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
8	4,949	0.012

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, Special resolution at Item No. 4 of the Notice dated July, 26th, 2022 has been passed by the members with requisite majority.

Item No. 5 :- Special Resolution – To Re-appoint Mr. Dattatraya Kelkar (DIN 00118037), who holds the office of Independent Director of the Company until December 29th, 2022 and not liable to retire by rotation for a period of three years from December 30th, 2022 until December 29th, 2025

(i) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
70	4,28,28,545	99.988

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
8	4,949	0.012

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, Special resolution at Item No. 5 of the Notice dated July, 26th, 2022 has been passed by the members with requisite majority.

Item No. 6 :- Special Resolution – To Re-Appoint Mrs. Nanette D'sa Ralph (DIN 05261531), who holds the office of Independent Director of the Company until March 30th, 2023 and not liable to retire by rotation for a period of three years from March 31st, 2023 until March 30th, 2026.

(i) Voted in favour of the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
70	4,28,28,545	99.988

(ii) Voted against the resolution:

Numbers of member voted	Number of valid votes cast by them	% of total number of valid cast vote
8	4,949	0.012

(iii) Invalid votes:

Numbers of members whose votexs were declared invalid	Number of invalid votes cast by them
0.00	0.00

Based on the aforesaid results, Special resolution at Item No. 6 of the Notice dated July, 26th, 2022 has been passed by the members with requisite majority.

**Thanking you,
For Shravan A. Gupta & Associates**

SHRAVAN Digitally signed
by SHRAVAN
AMRITLA AMRITLAL GUPTA
Date: 2022.09.15
L GUPTA 20:13:54 +05'30'

**Shravan A. Gupta
Proprietor
ACS: 27484, CP:9990
A Peer Reviewed Firm
Place Mumbai
Dated : 15.09.2022
UDIN :- A027484D000977611**

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	07-09-2022
Total number of shareholders on record date	26891
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					To receive and Adopt Audited Financial Statement (Standalone and Consolidated) of the Company for the FY ended 31st			
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	310	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		310	0	0	0	0	0
Public Non-Institutions	E-voting	29525231	137346	0.465181797	132907	4439	96.76801654	3.231983458
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		29525231	137346	0.465181797	132907	4439	96.76801654
Total		72228054	42838519	59.31008331	42834080	4439	99.98963783	0.01036217

Resolution Details(2)								
Resolution Required					To appoint Director in Place of Mr. Vipin Chudhary who retires by rotation.			
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	310	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total		310	0	0	0	0	0
Public Non-Institutions	E-voting	29525231	132346	0.448247128	127747	4599	96.52501776	3.474982244
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total		29525231	132346	0.448247128	127747	4599	96.52501776
Total		72228054	42833519	59.30316079	42828920	4599	99.98926308	0.010736918

Resolution Details(3)								
Resolution Required					To ratify and to fix the remuneration of Cost Auditor.			
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	No. of votes - in	No. of votes - in	% of votes - in fa	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Pr	E-voting		42701173	99.99686201	42701173	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	42702513	0	0	0	0	0	0
	Total	42702513	42701173	99.99686201	42701173	0	100	0
Public Institution	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	310	0	0	0	0	0	0
	Total	310	0	0	0	0	0	0
Public Non-Instit	E-voting		132346	0.448247128	126747	5599	95.76942257	4.230577426
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	29525231	0	0	0	0	0	0
	Total	29525231	132346	0.448247128	126747	5599	95.76942257	4.230577426
Total		72228054	42833519	59.30316079	42827920	5599	99.98692846	0.013071539

Resolution Details(4)								
Resolution Required					Re-appointment of Mr. Roshan Lal Kamboj (01076066) as an Independent Director			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled of	No. of votes - in	No. of votes - in	% 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 any)		0	0	0	0	0	0
	Total		42702513	42701173	99.99686201	42701173	0	100
Public Institution	E-voting	310	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if any)		0	0	0	0	0	0
	Total		310	0	0	0	0	0
Public Non-Institution	E-voting	29525231	132321	0.448162455	127372	4949	96.25985293	3.740147067
	Poll		0	0	0	0	0	0
	Postal Ballot(if any)		0	0	0	0	0	0
	Total		29525231	132321	0.448162455	127372	4949	96.25985293
Total		72228054	42833494	59.30312618	42828545	4949	99.98844596	0.011554042

Resolution Details(5)								
Resolution Required					Re-appointment of Mr. Dattatraya Kelkar (00118037) as an Independent			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled of	No. of votes - in	No. of votes - in	% of votes - in fact	% of votes - in Accordance
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Pr	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 Institution:	E-voting	310	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		310	0	0	0	0	0
Public Non-Institit	E-voting	29525231	132321	0.448162455	127372	4949	96.25985293	3.740147067
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		29525231	132321	0.448162455	127372	4949	96.25985293
Total		72228054	42833494	59.30312618	42828545	4949	99.98844596	0.011554042

Resolution Details(6)								
Resolution Required					Re-appointment of Mrs. Nanette D'sa Ralph (05261531) as an Inde			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled of	No. of votes - in	No. of votes - in	% of votes - in fa	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Pr	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		42701173	99.99686201	42701173	0	100	0
Public Institution	E-voting	310	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total		0	0	0	0	0	
Public Non-Instit	E-voting	29525231	132321	0.448162455	127372	4949	96.25985293	3.740147067
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total		132321	0.448162455	127372	4949	96.25985293	3.740147067
Total		72228054	42833494	59.30312618	42828545	4949	99.98844596	0.011554042