



To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

To,
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400 051

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

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2022

Dear Sir / Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021, dated May 05, 2021, read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Sachin Sharma, Designated Partner, of M/s S. Anantha & Ved LLP, Company Secretaries, for the Financial Year ended March 31, 2022.

The aforesaid report will also be uploaded on the Company's website at www.cleducate.com.

Kindly take the same on your record.

Thanking You,

For CL Educate Limited



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

**Place: New Delhi
Date: May 24, 2022**



**Secretarial compliance report of CL Educate Limited for the Financial Year ended
March 31, 2022**

{Pursuant to regulation 3(b) of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated
February 08, 2019 under the SEBI (Listing Obligations & Disclosure Requirements)
Regulations, 2015}

We, M/s. S. Anantha & Ved LLP, (LLPIN: AAH-8229), Company Secretaries, Mumbai have
examined:

- (a) all the documents and records made available to us and explanation provided by
CL Educate Limited having CIN L74899HR1996PLC076897 (the “**Company**”
“**Listed entity**”);
- (b) the filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity (website address: www.cleducate.com);
- (d) any other document/ filing, as may be relevant, which has been relied upon to
make this certification;

for the Financial Year ended March 31, 2022 (“**Review Period**”) in respect of compliance
with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the
Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made
thereunder and the Regulations, circulars, guidelines issued thereunder by the
Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder,
have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure
Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure
Requirements) Regulations, 2018 (*Not Applicable*, as there was no instance
during the year under review) (The Members of the Company at its 25th Annual
General Meeting ("AGM") held on September 07, 2021, have approved the sub-
division of each Fully Paid-up Equity Share of the Company of Face Value of
Rs.10/- into 2 (Two) fully paid-up Equity Shares of Face Value of Rs.5/- each
w.e.f. October 01, 2021 (Record Date).);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and
Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations,
2018 (*Not Applicable*, as there was no instance during the year under review);

- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (applicable upto 12th August 2021 vide Notification No.: SEBI/LAD-NRO/GN/2021/40) and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (applicable w.e.f. from 13th August 2021 vide Notification No.: SEBI/LAD-NRO/GN/2021/40);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable**, as there was no instance during the year under review);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not Applicable**, as there was no instance during the year under review);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
Not Applicable			

- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- c. The following are the details of actions taken against the listed entity/ its Promoters/ Directors/ Material Subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
Not Applicable				

d. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable				

I further report that the Company is in Compliance with the Para 6(A) and 6(B) of SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18th October, 2019, during the period under review.

**For S. Anantha & Ved LLP
Company Secretaries**



Sachin Sharma
Designated Partner
Membership No.: A46900
CP No.: 20423
UDIN: A046900D000299515

Place: Jodhpur
Date: May 10, 2022