

October 1, 2020

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: Greycells Education Limited - Scrip Code: 508918

Dear Sir,

This is to inform you that the 37th Annual General Meeting ("AGM") of the Company was held on September 30, 2020 and the business mentioned in the Notice dated August 18, 2020 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 Saturday, September 26, 2020 to Tuesday, September 29, 2020 and e-voting conducted during the 37th Annual General Meeting of Greycells Education Limited held on Wednesday, September 30, 2020 along with consolidated report of Scrutinizer.

Kindly take the same on record.

Thanking you,

For Greycells Education Limited


Dharmesh Parekh
Company Secretary



Encl : as above

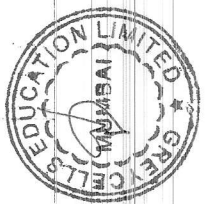
Greycells Education Limited – Voting Result of 37th AGM held on September 30, 2020:

Date of the AGM/EGM	September 30, 2020
Total number of shareholders on record date	790 (as on September 23, 2020)
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:	3
Public:	14



Agenda- wise disclosure

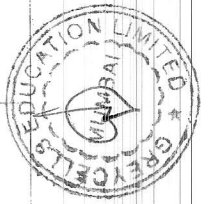
Resolution required: (Ordinary/Special)		Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Board of Directors' and the Auditors' thereon											
Whether promoter/promoter group are interested in the agenda/resolution?		No											
Category	Mode of Voting	No. of shares held	(1)	(2)	(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			43,35,242	100.00	43,35,242		0		100.00		0.00	
	Poll		43,35,342	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		43,35,342	43,35,242	100.00	43,35,242		0		100.00		0.00	
Public-Institutions	E-Voting			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Poll		2,60,479	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		2,60,479	0	0.00	0		0		0.00		0.00	
Public-Non Institutions	E-Voting			1,87,047	5.65	1,87,046	1	1	1	100.00		0.00	
	Poll		33,11,894	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		33,11,894	1,87,047	5.65	1,87,046		1		100.00		0.00	
Total		79,07,715	45,22,289	57.19	45,22,288		1		100.00		0.00		



Agenda- wise disclosure

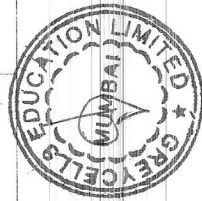
Resolution required: (Ordinary/Special)
 Re-appointment of Ms. Bela Desai (DIN: 00917442), who retires by rotation and being eligible offers herself for re-appointment.

Whether promoter/promoter group are interested in the agenda/resolution?		No											
Category	Mode of Voting	No. of shares held	(1)	(2)	(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			43,35,242	100.00	43,35,242		0		100.00		0.00	
	Poll		43,35,342	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		43,35,342	43,35,242	100.00	43,35,242		0		100.00		0.00	
Public-Institutions	E-Voting			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Poll		2,60,479	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		2,60,479	0	0.00	0		0		0.00		0.00	
Public-Non Institutions	E-Voting			1,87,047	5.65	1,87,046		1		100.00		0.00	
	Poll		33,11,894	0	0.00	0	0	0	0	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0	0.00	0.00	0.00	
	Total		33,11,894	1,87,047	5.65	1,87,046		1		100.00		0.00	
Total		79,07,715	45,22,289	57.19	45,22,288		1		100.00		0.00		



Agenda- wise disclosure

Resolution required: (Ordinary/Special)		Appointment of Mr. Sujal Shah (DIN 00058019) as an Independent Director of the Company, not liable to retire by rotation, for a term of five years with effect from June 12, 2020 to June 11, 2025.											
Whether promoter/promoter group are interested in the agenda/resolution?		No											
Category	Mode of Voting	No. of shares held	(1)	(2)	(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			43,35,242	100.00	43,35,242		0		100.00		0.00	
	Poll		43,35,342	0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Total		43,35,342	43,35,242	100.00	43,35,242	0	0	100.00	0.00	0.00	0.00	
Public-Institutions	E-Voting			0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Poll		2,60,479	0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Total		2,60,479	0	0.00	0	0	0	0.00	0.00	0.00	0.00	
Public-Non Institutions	E-Voting			1,87,047	5.65	1,87,046	1	1	100.00	0.00	0.00	0.00	
	Poll		33,11,894	0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Postal Ballot (if applicable)			0	0.00	0	0	0	0.00	0.00	0.00	0.00	
	Total		33,11,894	1,87,047	5.65	1,87,046	1	1	100.00	0.00	0.00	0.00	
Total		79,07,715	45,22,289	57.19	45,22,288	1	1	100.00	0.00	0.00	0.00		



Agenda- wise disclosure

Resolution required: (Ordinary/Special)		Appointment of Mr. Rahul Mahipal (DIN 08813386) as an Independent Director of the Company, not liable to retire by rotation, for a term of five years with effect from August 18, 2020 to August 17, 2025						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting		43,35,242	100.00	43,35,242	0	100.00	0.00
	Poll	43,35,342	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	43,35,342	43,35,242	100.00	43,35,242	0	100.00	0.00
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	2,60,479	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2,60,479	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting		1,87,047	5.65	1,87,046	1	100.00	0.00
	Poll	33,11,894	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	33,11,894	1,87,047	5.65	1,87,046	1	100.00	0.00
Total		79,07,715	45,22,289	57.19	45,22,288	1	100.00	0.00



Consolidated Scrutinizer's Report on Remote e-voting and e-voting conducted at the Thirty Seventh (37th) Annual General Meeting of Greycells Education Limited held on Wednesday, September 30, 2020.

To
The Chairman
Greycells Education Limited
301, 3rd Floor, Symphony Durga Niwas
Nehru Road, Near Sathaye College Stop
Vile Parle (East), Mumbai 400057

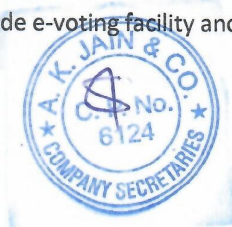
Thirty Seventh (37th) Annual General Meeting of the Members of Greycells Education Limited held on Wednesday, September 30, 2020 at 03.00 (IST) p.m. by means of Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

I, Ashish Kumar Jain, Proprietor of M/s. A.K. Jain & Co., Company Secretaries, Mumbai had been appointed as the Scrutinizer by the Board of Directors of **Greycells Education Limited** ("the Company"), for the purpose of scrutinizing the remote e-voting and e-voting during the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereto read with General Circular No. 14/2020, 17/2020 & 20/2020 dated April 8, 2020, April 13, 2020 & May 5, 2020 respectively (MCA Circulars), Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings as issued by the Institute of the Company Secretaries of India, on the business contained in the Notice of the 37th Annual General Meeting ("AGM") of the Company held on Wednesday, September 30, 2020 at 3:00 (IST) p.m. through VC / OAVM.

The notice of AGM dated August 18, 2020, was sent to the shareholders, in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circulars and Securities and Exchange Board of India Circular dated May 12, 2020. 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 Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions. Based on the reports generated from the remote e-voting system provided by National Securities Depositories Ltd (NSDL / Service Provider), the authorized agency to provide e-voting facility and voting at the AGM. I hereby submit my report as under:



1. The Company had appointed NSDL as the Service Provider, for the purpose of extending the facility of Remote e-Voting and e-voting at the AGM to the members of the Company.
2. Bigshare Services Private Limited is the Registrar and Share Transfer Agents (RTA) of the Company.
3. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as September 23, 2020.
4. As prescribed under the circular dated May 5, 2020 issued by MCA, the Company has released an advertisement prior to sending notices to the Shareholders in Marathi in 'Navshakti' dated August 22, 2020 and in English in 'Free Press Journal' dated August 22, 2020.
5. The Company has completed dispatch of notices by email to the members by September 03, 2020.
6. As prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014, the Company has also released notice through newspaper Advertisement in Marathi in 'Navshakti' dated September 05, 2020 and in English in 'Free Press Journal' dated September 05, 2020.
7. In terms of the Rule 20 of Companies (Management and Administration) Rules, 2014 the Remote e-Voting facility was kept open for Four (4) days i.e. from Saturday, September 26, 2020, 9:00 a.m. (IST) till Tuesday, September 29, 2020, 5:00 p.m. (IST).
8. At the end of the voting period on September 29, 2020 at 5.00 p.m. (IST), the voting portal of the Service Provider was blocked forthwith.
9. The details of the consolidated Results of the Remote e-Voting and e-voting conducted at the AGM, are as follows:

Item No. 1 (Ordinary Resolution)

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid Votes Nos.
	Nos.	%	Nos.	%	
Remote e-voting and e-voting conducted at AGM	45,22,288	100.00	1	0.00	-



Item No. 2 (Ordinary Resolution)

Re-appointment of Ms. Bela Desai (DIN: 00917442), who retires by rotation and being eligible offers herself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid Votes Nos.
	Nos.	%	Nos.	%	
Remote e-voting and e-voting conducted at AGM	45,22,288	100.00	1	0.00	-

Item No. 3 (Ordinary Resolution)

Appointment of Mr. Sujal Shah (DIN 00058019) as an Independent Director of the Company, not liable to retire by rotation, for a term of five years with effect from June 12, 2020 to June 11, 2025.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid Votes Nos.
	Nos.	%	Nos.	%	
Remote e-voting and e-voting conducted at AGM	45,22,288	100.00	1	0.00	-

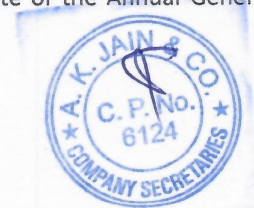
Item No. 4 (Ordinary Resolution)

Appointment of Mr. Rahul Mahipal (DIN 08813386) as an Independent Director of the Company, not liable to retire by rotation, for a term of five years with effect from August 18, 2020 to August 17, 2025.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid Votes Nos.
	Nos.	%	Nos.	%	
Remote e-voting and e-voting conducted at AGM	45,22,288	100.00	1	0.00	-

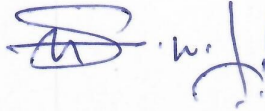
(Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting and e-voting at the AGM.)

Based on the aforesaid result, all the Ordinary Resolutions mentioned in the Notice of AGM dated August 18, 2020 has been passed under Remote e-voting and e-voting conducted at the AGM with the requisite majority and hence deemed to be passed as on the date of the Annual General Meeting.



I hereby confirm that, I am maintaining the Registers/records received from the Service Provider electronically, in respect of the votes cast through Remote e-voting and e-voting conducted at the AGM by the Members of the Company. All other relevant records relating to remote e-voting and e-voting conducted at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Thirty Seventh (37th) Annual General Meeting of the Company.

Thanking You,
Yours Truly,



Ashish Kumar Jain
Practicing Company Secretary
FCS: 6058 COP: 6124
UDIN: F006058B000837020
Date: 01st October, 2020
Place: Mumbai

To be counter signed by
The Chairman/Authorised Person
Date : 01st October, 2020
Place: Mumbai