

Date: 08.11.2023

The Secretary Listing Department BSE Limited PJ Towers, Dalal Street, Mumbai - 400 001 <b>Script Code: 532696</b>	The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 <b>Script Code: EDUCOMP</b>
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**Sub: Results of Voting on Postal Ballot along with Report of Scrutinizer of the 28<sup>th</sup> Annual General Meeting of Educomp Solutions Limited ("the Company") held on Tuesday, November 07, 2023.**

Dear Sir / Madam,


Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the details regarding the voting results of the 28<sup>th</sup> Annual General Meeting ("AGM") (For the Financial year 2021-22) held on Tuesday, November 07, 2023 at 11.30 A.M. (IST) and concluded at 03:00 P.M.(IST). The AGM convened through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

The Company provided remote e-voting facility to the members on resolution proposed to be considered at the AGM from Saturday, November 4, 2023 (9.00 a.m IST) to Monday, November 06, 2023 (5.00 p.m. IST) on the e-voting portal of Link Intime India Private Limited ("LIPL"). Further, those members, who participated through VC/OAVM facility at the AGM, were provided facility to e-vote through Instameet. In this regard, please find attached herewith the voting results of the business transacted at the AGM of the Company, as required under Regulation 44 of the SEBI Listing Regulations, as **Annexure – I**

Furthermore, we enclose herewith a Scrutinizer's Report dated 8<sup>th</sup> November, 2023 (as **Annexure-II**) submitted by CS Yogesh Saluja, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the remote e-voting process in relation to the above AGM of the Members of the Company. In terms of the said Report, the Resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

This is for your information and records.

Yours Truly,  
**For Educomp Solutions Limited**

  
**Manoj Garg**  
Chief Financial Officer  
*Encl.: As above*



**Educomp Solutions Limited**  
(CIN: L74999DL1994PLC061353)  
Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).  
Tel.: 91-124-4529000.  
Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.  
Web site [www.educomp.com](http://www.educomp.com); email: [investor.services@educomp.com](mailto:investor.services@educomp.com)

EDUCOMP SOLUTIONS LIMITED

CIN: L74999DL1994PLC061353

**Voting Results of the Annual General Meeting**

<b>Details of Remote e-voting and E-voting at AGM results as per Regulation 44(3) of SEBI ( Listing Obligations and Disclosure Requirements Regulations, 2015 in respect of following Resolutions:</b>	
Date of AGM	Tuesday, November 07, 2023
Total Number of Shareholders as on cut off Date: October 31, 2023	99190
No. of Shareholders present in the meeting either personally or through Proxy:- Promoters and Promoters Group: Public:	The Annual General Meeting was held through video conferencing and hence there was no physical presence of members or appointment of proxies.
No. of Shareholders attended the meeting through Video Conferencing:- Promoters and Promoters Group: Public:	2 146

## Educomp Solutions Limited

**Resolution Required :Ordinary** 1 - To receive, consider and adopt the Audited Financial Statements (including the consolidated Financial Statements) of the Company for the financial year ended 31st March, 2022, together with the reports of the Resolution Professional and Auditor thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes again on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	54838245	0	0.0000	0	0	0.0000	0.0000
	Poll		28474799	51.9251	28474799	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28474799</b>	<b>51.9251</b>	<b>28474799</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	144732	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	67484191	10304	0.0153	9818	486	95.2834	4.7166
	Poll		228	0.0003	228	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10532</b>	<b>0.0156</b>	<b>10046</b>	<b>486</b>	<b>95.3855</b>	<b>4.6145</b>
<b>Total</b>		<b>122467168</b>	<b>28485331</b>	<b>23.2596</b>	<b>28484845</b>	<b>486</b>	<b>99.9983</b>	<b>0.0017</b>

## Educomp Solutions Limited

Resolution Required :Ordinary		2 - TO APPROVE AND RATIFIED THE REMUNERATION OF M/S AHUJA SUNNY & CO., COST ACCOUNTANTS OF THE COMPANY.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	54838245	0	0.0000	0	0	0.0000	0.0000
	Poll		28474799	51.9251	28474799	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28474799</b>	<b>51.9251</b>	<b>28474799</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	144732	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	67484191	10304	0.0153	9818	486	95.2834	4.7166
	Poll		228	0.0003	228	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10532</b>	<b>0.0156</b>	<b>10046</b>	<b>486</b>	<b>95.3855</b>	<b>4.6145</b>
<b>Total</b>		<b>122467168</b>	<b>28485331</b>	<b>23.2596</b>	<b>28484845</b>	<b>486</b>	<b>99.9983</b>	<b>0.0017</b>

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 ("the Act") and rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended]

To  
**Mr. Mahender Khandelwal**  
**The Chairperson/Ex-Resolution Professional**  
**Educomp Solutions Limited**  
**1211, Padma Tower I, 5,**  
**Rajendra Place,**  
**New Delhi-110008**

[CIN:L74999DL1994PLC061353]

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 28<sup>th</sup> Annual General Meeting of Educomp Solutions Limited, for the Financial Year 2021-22, held on Tuesday, November 07, 2023 at 11:30 A.M through video conferencing/other audio visual means**

Dear Sir,

I, Yogesh Saluja, Proprietor of M/s Yogesh Saluja & Associates, Practicing Company Secretaries (FRN : S2020DE718100), had been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and e-voting process in respect of the below mentioned resolutions proposed at the 28<sup>th</sup> Annual General Meeting ("AGM") of the Educomp Solutions Limited ("the Company"), for the Financial Year 2021-22, held on Tuesday, November 07, 2023 at 11.30 A.M. (IST) through video conferencing ('VC')/other audio visual means('OAVM')

The Management of the Company/ Ex-Resolution Professional is responsible to ensure the compliances of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of the 28<sup>th</sup> AGM dated October 09, 2023. My responsibility as scrutinizer is restricted to make a scrutinizer's report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

### Report on Scrutiny:-

1. The notice dated October 09, 2023, for convening the 28th AGM, as confirmed by the Company, was sent to the Shareholders in respect of the below mentioned resolutions proposed to be passed at the 28th AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022 and No. 09/2023 dated September 25, 2023 issued by the Ministry of



Corporate Affairs (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023; SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020. (collectively referred to as "SEBI Circulars")

2. The Company had availed the remote e-voting and e-voting facility offered by Link Intime India Private Limited ("LI IPL / Service Provider") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the shareholders of the Company.
3. The remote e-voting period commenced from Saturday, November 04, 2023 (9:00 a.m. IST) and ended on Monday, November 06, 2023 (5:00 p.m. IST) and at the end of remote e-voting period, voting portal of service provider was blocked forthwith.
4. The shareholders holding shares as on the cut-off date i.e. Tuesday, October 31, 2023 were entitled to vote on the proposed resolutions (Item No's. 1 to 2) as set out in the Notice of the 28<sup>th</sup> Annual General Meeting of Educomp Solutions Limited by remote e-voting system prior to 28<sup>th</sup> AGM and e-voting system during the 28<sup>th</sup> AGM.
5. The Company has provided e-voting facility for the members to vote during the AGM who attended the meeting through VC/OAVM and had not voted on resolutions through remote e-voting before the AGM.
6. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked and counted diligently.
7. I have scrutinized and reviewed the remote e-voting prior to the AGM and e-voting during the AGM and votes cast therein based on the data downloaded from the LI IPL e-voting system.
8. I now submit my Consolidated Report as under on the results of e-voting through remote e-voting prior to the AGM and e-voting during the AGM in respect of the following Resolutions:  
-

S. No.	Type of Resolution	Particulars
1.	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements (including the consolidated Financial Statements) of the Company for the financial year ended 31st March, 2022, together with the reports of the Resolution Professional and Auditor thereon.
2.	Ordinary Resolution	To approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the company.



**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING AND ELECTRONIC MEANS IS AS UNDER:**

**ITEM NO. 1: AS AN ORDINARY RESOLUTION**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021, TOGETHER WITH THE REPORTS OF THE RESOLUTION PROFESSIONAL AND AUDITOR THEREON**

(i) Voted in **favour** of the resolution:

<b>Number of Members voted (by way of remote e-voting prior to the AGM and e- voting during the AGM)</b>	<b>Number of valid Votes Cast by them</b>	<b>% of total number of valid votes cast</b>
158	28484845	99.9983

(ii) Voted **against** the resolution:

<b>Number of Members voted (By way of remote e-voting prior to the AGM and e- voting during the AGM)</b>	<b>Number of valid Votes Cast by them</b>	<b>% of total number of valid votes cast</b>
3	486	0.0017

(iii) Votes **invalid**:

<b>Number of Members whose votes were declared invalid (By way of remote e-voting prior to the AGM and e-voting during the AGM)</b>	<b>Number of Invalid Votes Cast by them</b>
0	0

As the votes casted in favour is in excess of the votes casted in against of the resolution, therefore the above Resolution has been passed with requisite majority.

**ITEM NO. 2: AS AN ORDINARY RESOLUTION**

**TO APPROVE AND RATIFIED THE REMUNERATION OF M/S AHUIA SUNNY & CO., COST ACCOUNTANTS OF THE COMPANY**

(i) Voted in **favour** of the resolution:

<b>Number of Members voted (By way of remote e-voting prior to the AGM and e- voting during the AGM)</b>	<b>Number of valid Votes Cast by them</b>	<b>% of total number of valid votes cast</b>
158	28484845	99.9983



(ii) Voted **against** the resolution:

Number of Members voted (By way of remote e-voting prior to the AGM and e- voting during the AGM)	Number of valid Votes Cast by them	% of total number of valid votes cast
3	486	0.0017

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid (By way of remote e-voting prior to the AGM and e-voting during the AGM)	Number of Invalid Votes Cast by them
0	0

As the votes casted in favour is in excess of the votes casted in against of the resolution, therefore the above Resolution has been passed with requisite majority.

9. Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the 28<sup>th</sup> AGM to announce the results of the meeting.

10. The Electronic data and all other relevant records relating to the remote e-voting and e-voting system at the AGM have been handed over to the Company Secretary of the Company for preserving safely.

*Note: Hon'ble National Company Law Tribunal, Principal Bench (NCLT) vide its order dated May 30, 2017 has initiated the Corporate Insolvency Resolution Process (CIRP) of the Company as per the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC) and allowed the application filed under Section 10 of the IBC by the Company and Hon'ble National Company Law Tribunal, Principal Bench (NCLT) vide its order dated October 09, 2023 approved the resolution plan being submitted by the Ebix/SRA.*

Thanking you,

Yours faithfully,

**For Yogesh Saluja & Associates**  
**Company Secretaries**  
**[FRN : S2020DE718100]**

**YOGESH SALUJA** Digitally signed by  
YOGESH SALUJA  
Date: 2023.11.08  
16:28:08 +05'30'



**Yogesh Saluja**  
**Proprietor**  
**Membership No:- ACS 21916**  
**Certificate of Practice No:-22676**  
**UDIN: A021916E001742745**  
**Peer Review Certificate No.: 3301/2023**

**Date: November 08, 2023**  
**Place: New Delhi**

**Countersigned by**  
**For Educomp Solutions Limited**

**Authorized Signatory**

