



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: Outcome of the Board Meeting held on Thursday, June 22, 2023

Dear Ma'am/Sir(s),

Please be informed that the Board of Directors of the Company at its meeting held today i.e., on Thursday, June 22, 2023, *inter alia*, has approved the following matters:

- 1. On the recommendation of the Nomination, Remuneration and Compensation Committee (NRC Committee), and subject to the approval of the members of the Company by way of a Special Resolution, the Board approved re-appointment of Mr. Girish Shivani (DIN: 03593974), as a Non-Executive Independent Director on the Board of the Company, for a second term of 5 (five) consecutive years, commencing from September 30, 2023 up to September 29, 2028 (both days inclusive):**

The Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015, is attached herewith as "Annexure – I".

- 2. The Incorporation of a wholly owned subsidiary Company of CL Educate Limited in Singapore and other matters incidental thereto:**

The Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is attached herewith as "Annexure – II".

The meeting of the Board of Directors commenced at 11:00 A.M. and concluded at 11:30 A.M.

The information is also available on the website of the Company (www.cleducate.com).

Kindly take the above on record.

Thanking You,
For CL Educate Limited

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



Place: New Delhi
Date: June 22, 2023

Enclosures: As above.

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015, regarding re-appointment of Mr. Girish Shivani (DIN: 03593974) as a Non-Executive Independent Director on the Board of the Company:

Sr. No.	Disclosure Requirements	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Girish Shivani (DIN: 03593974) as a Non-Executive Independent Director on the Board of the Company, for a second term of 5 (five) consecutive years, commencing from September 30, 2023 up to September 29, 2028 (both days inclusive), subject to the approval of the members of the Company by way of a Special Resolution.
2.	Date of appointment/cessation (as applicable) & term of appointment	Re-appointment for the second term of 5 (five) consecutive years, commencing from September 30, 2023 up to September 29, 2028 (both days inclusive), subject to the approval of the members of the Company.
3.	Brief profile (in case of appointment);	'Aged 52 years, he has been a Non-Executive Independent Director on Board of the Company since September 30, 2018. He holds a Post Graduate Diploma in Business Management from IMT, Ghaziabad (1993) and B.Sc. (Computer Science) from St. Stephen's College, Delhi (1991). He is the Co-founder and Managing Partner of YourNest Venture Capital, a SEBI registered early-stage Venture Capital Fund. He has over 29 years of experience across multiple verticals and cross-functional exposure in IT consulting, Telecom, Media, Presales, Finance, Corporate Strategy and Operations. Amongst others, he has been associated with companies such as Teradata India Pvt. Ltd. (Lead CME Consultant (SEA)/ Principal Solutions Consultant (India), Bennett Coleman and Company Limited - General Manager (Corporate), Bharti Televentures Ltd. - Deputy General Manager (Marketing), Dabur Finance Ltd. (as Fund Manager and Head of Equity Research).'
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Girish Shivani is not related to any other Director of the Company.
5.	Declaration of non-debarment from holding the office of Director pursuant to any SEBI order or any such other authority.	Mr. Girish Shivani has declared that he is not debarred from holding the office of Director pursuant to any SEBI order or any such other authority.

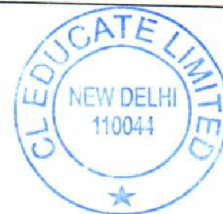
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Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015,

Sr. No	Disclosure requirements	Details/ reason for not providing information
1	Name of the target entity, details in brief such as size, turnover etc.;	A new entity is proposed to be incorporated in Singapore under the statutory provision of Singapore, as a wholly owned subsidiary of CL Educate Limited. Proposed initial Capital: 10,000 Singapore Dollars (SGD).
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length";	It is not a Related Party Transaction.
3	industry to which the entity being acquired belongs;	The proposed entity will carry out the International Edtech Business.
4	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Objects: A Company is proposed to be incorporated as a 100% subsidiary of CL Educate Ltd. in Singapore, for the International Edtech Business with an Initial Capital of 10,000 SGD. The international Edtech business would include all the existing and new EdTech businesses including the Middle East, new international partner sign up for Study Abroad and all international Study Abroad business and also the Institutional Business from Various International University Partners etc., with right to license CL Brand to partners internationally. Effects: Since its not an acquisition, therefore, there will be no effect of the same on the Company.
5	brief details of any governmental or regulatory approvals required for the acquisition;	Required approvals and intimation/s, if any, shall be obtained and given within the time prescribed.
6	indicative time period for completion of the acquisition;	Not Applicable.
7	nature of consideration - whether cash consideration or share swap and details of the same;	Cash.

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8	cost of acquisition or the price at which the shares are acquired;	<p>This is not an acquisition.</p> <p>A new entity is proposed to be incorporated as a 100% subsidiary of CL Educate Limited in Singapore, for the International Edtech Business with an Initial Capital of 10,000 SGD.</p>
9	percentage of shareholding / control acquired and / or number of shares acquired;	This entity shall be incorporated with 100% shareholding of CL Educate Limited.
10	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Not Applicable, as a new entity will be incorporated.

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