

# Ironwood Education Limited

September 27, 2023

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: Ironwood Education Limited - Scrip Code: 508918**

Dear Sir,

This is to inform you that the 40<sup>th</sup> Annual General Meeting ("AGM") of the Company was held on September 26, 2023 and the business mentioned in the Notice dated August 11, 2023 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 Thursday, September 21, 2023 to Monday, September 25, 2023 and e-voting conducted during the 40th Annual General Meeting of Ironwood Education Limited held on Tuesday, September 26, 2023 along with consolidated report of Scrutinizer.

Kindly take the same on record.

Thanking you,

**For Ironwood Education Limited**



**Dharmesh Parekh**  
**Company Secretary**  
**M. No. ACS 19545**



Encl : as above

KHIL House, 1<sup>st</sup> Floor, 70-C Nehru Road, Adjacent to Domestic Airport,

Vile Parle (East), Mumbai 400099, India Tel: 022 26631834

CIN: L65910MH1983PLC030838, Email: [cs@ironwoodworld.com](mailto:cs@ironwoodworld.com), Website: [www.ironwoodworld.com](http://www.ironwoodworld.com)

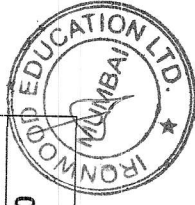
**Ironwood Education Limited – Voting Result of 40<sup>th</sup> AGM held on September 26, 2023:**

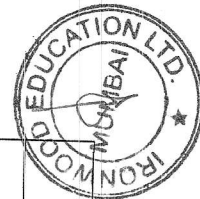
<b>Date of the AGM/EGM</b>	September 26, 2023
<b>Total number of shareholders on record date</b>	1297 (as on September 19, 2023)
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	5
Public:	28



**Agenda- wise disclosure**

<b>Resolution required: (Ordinary/Special)</b>		<b>Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Report of Auditors thereon and other reports.</b>													
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>		No													
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>(1)</b>	<b>No. of votes polled</b>	<b>(2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>(3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour</b>	<b>(4)</b>	<b>No. of Votes – against</b>	<b>(5)</b>	<b>% of Votes in favour on votes polled</b>	<b>(6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>			45,38,843	45,38,843	100.00	100.00	45,38,843		0		100.00		0.00	
	<b>Poll</b>			45,38,843	0	0.00	0.00	0		0		0.00		0.00	
	<b>Postal Ballot (if applicable)</b>				0	0.00	0.00	0		0		0.00		0.00	
	<b>Total</b>			45,38,843	45,38,843	100.00	100.00	45,38,843		0		100.00		0.00	
<b>Public-Institutions</b>	<b>E-Voting</b>				0	0.00	0.00	0		0		0.00		0.00	
	<b>Poll</b>			1,94,530	0	0.00	0.00	0		0		0.00		0.00	
	<b>Postal Ballot (if applicable)</b>				0	0.00	0.00	0		0		0.00		0.00	
	<b>Total</b>			1,94,530	0	0.00	0.00	0		0		0.00		0.00	
<b>Public-Non Institutions</b>	<b>E-Voting</b>				1,93,896	6.11	6.11	1,93,896		0		100.00		0.00	
	<b>Poll</b>			31,74,342	0	0.00	0.00	0		0		0.00		0.00	
	<b>Postal Ballot (if applicable)</b>				0	0.00	0.00	0		0		0.00		0.00	
	<b>Total</b>			31,74,342	1,93,896	6.11	6.11	1,93,896		0		100.00		0.00	
<b>Total</b>			79,07,715	47,32,739	59.85	59.85	47,32,739		0		100.00		0.00		

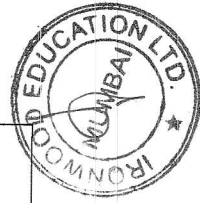




Resolution required: (Ordinary/Special)		Re-appointment of Mr. Ashwani Kumar Singh (DIN: 03388771), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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		45,38,843	100.00	45,38,843	0	100.00	0.00
	Poll	45,38,843	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	45,38,843	45,38,843	100.00	45,38,843	0	100.00	0.00
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	1,94,530	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1,94,530	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting		1,93,896	6.11	1,93,896	0	100.00	0.00
	Poll	31,74,342	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	31,74,342	1,93,896	6.11	1,93,896	0	100.00	0.00
Total		79,07,715	47,32,739	59.85	47,32,739	0	100.00	0.00

**Resolution required: (Ordinary/Special)**  
 Appointment of Mr. Balaji Raghavan (DIN: 5326740) as an Independent Non-Executive Director of the Company for a term of five (5) consecutive years w.e.f. 31<sup>st</sup> July, 2023 till 30<sup>th</sup> July, 2028 not liable to retire by rotation.

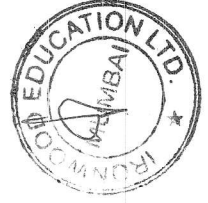
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		45,38,843	100.00	45,38,843	0	100.00	0.00
	Poll	45,38,843	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>45,38,843</b>	<b>45,38,843</b>	<b>100.00</b>	<b>45,38,843</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	1,94,530	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1,94,530</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting		1,93,896	6.11	1,93,896	0	100.00	0.00
	Poll	31,74,342	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>31,74,342</b>	<b>1,93,896</b>	<b>6.11</b>	<b>1,93,896</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>79,07,715</b>	<b>47,32,739</b>	<b>59.85</b>	<b>47,32,739</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



Appointment of Mr. Nitish Nagori (DIN: 09775743), as Director of the Company

Resolution required: (Ordinary/Special)

Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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		45,38,843	100.00	45,38,843	0	100.00	0.00
	Poll	45,38,843	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	45,38,843	45,38,843	100.00	45,38,843	0	100.00	0.00
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	1,94,530	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1,94,530	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting		1,93,896	6.11	1,93,896	0	100.00	0.00
	Poll	31,74,342	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	31,74,342	1,93,896	6.11	1,93,896	0	100.00	0.00
Total		79,07,715	47,32,739	59.85	47,32,739	0	100.00	0.00



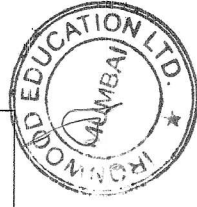
**Resolution required: (Ordinary/Special)**

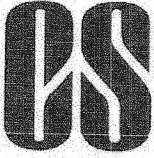
Appointment of Mr. Nitish Nagori (DIN: 09775743) as Managing Director (Key Managerial Personnel) of the Company for a period of five (5) years w.e.f. January 1, 2023 to December 31, 2027 and payment of remuneration

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

No

Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Votes Polled on outstanding shares	(3)=[(2)/(1)]*100	No. of Votes – in favour	(4)	No. of Votes – against	(5)	% of Votes in favour votes polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting			45,38,843		100.00		45,38,843		0		100.00		0.00	
	Poll		45,38,843	0		0.00		0		0		0.00		0.00	
	Postal Ballot (if applicable)			0		0.00		0		0		0.00		0.00	
	<b>Total</b>			<b>45,38,843</b>	<b>45,38,843</b>	<b>100.00</b>		<b>45,38,843</b>		<b>0</b>		<b>100.00</b>		<b>0.00</b>	
Public-Institutions	E-Voting			0		0.00		0		0		0.00		0.00	
	Poll		1,94,530	0		0.00		0		0		0.00		0.00	
	Postal Ballot (if applicable)			0		0.00		0		0		0.00		0.00	
	<b>Total</b>			<b>1,94,530</b>	<b>0</b>	<b>0.00</b>		<b>0</b>		<b>0</b>		<b>0.00</b>		<b>0.00</b>	
Public-Non Institutions	E-Voting			1,93,896		6.11		1,93,896		0		100.00		0.00	
	Poll		31,74,342	0		0.00		0		0		0.00		0.00	
	Postal Ballot (if applicable)			0		0.00		0		0		0.00		0.00	
	<b>Total</b>			<b>1,93,896</b>	<b>1,93,896</b>	<b>6.11</b>		<b>1,93,896</b>		<b>0</b>		<b>100.00</b>		<b>0.00</b>	
<b>Total</b>			<b>79,07,715</b>	<b>47,32,739</b>	<b>59.85</b>		<b>47,32,739</b>		<b>0</b>		<b>100.00</b>		<b>0.00</b>		





# JINESH DEDHIA & ASSOCIATES

Company Secretaries

E-mail Id: [jinesh@csjdedhia.in](mailto:jinesh@csjdedhia.in)

Mobile. No. +91 8108852470

Address: A-103, Raj Satyam CHS, Ashok Van, Shiv Vallabh Road, Dahisar (E), Mumbai - 400 068

Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted at the Fortieth (40<sup>th</sup>) Annual General Meeting of Ironwood Education Limited held on Tuesday, September 26, 2023.

To  
The Chairman  
Ironwood Education Limited  
KHIL House, 1st Floor  
70-C Nehru Road  
Adjacent to Domestic Airport  
Vile Parle (East), Mumbai -400099

Fortieth (40<sup>th</sup>) Annual General Meeting of the Members of Ironwood Education Limited held on Tuesday, September 26, 2023 at 02.30 p.m. (IST) by means of Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

I, Jinesh Dedhia, Proprietor of M/s. Jinesh Dedhia & Associates, Company Secretaries, Mumbai had been appointed as the Scrutinizer by the Board of Directors of Ironwood Education Limited ("the Company"), for the purpose of scrutinizing the remote e-voting and e-voting during the Annual General Meeting (AGM), 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 and General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular no. 20/2020 dated May 5, 2020, Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, Circular No. 03/2022 dated May 5, 2022, General Circular No. 10/2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 read with Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (collectively referred to as "SEBI Circulars") 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 Fortieth (40<sup>th</sup>) Annual General Meeting ("AGM") of the Company held on Tuesday, September 26, 2023 at 02:30 p.m. (IST) through VC/OAVM.

The Notice of AGM dated August 11, 2023, 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 SEBI Circulars. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL/ Service Provider) for conducting remote e-voting and e-voting at the AGM 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 Depository Limited (NSDL/ Service Provider), the authorized agency to provide e-voting facility and e-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 & 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 Tuesday, September 19, 2023.
4. As prescribed under the circular dated May 5, 2020 read with general circular dated January 13, 2021 issued by MCA, the Company has released an advertisement prior to sending notices to the Shareholders in Marathi in 'Navshakti' dated August 26, 2023 and in English in 'Free Press Journal' dated August 25, 2023.
5. The Company has completed dispatch of notices by email to the members by August 31, 2023.
6. As prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014, Company has also released notice through newspaper Advertisement in Marathi in 'Navshakti' dated September 02, 2023 and in English in 'Free Press Journal' dated September 02, 2023.
7. In terms of the Rule 20 of Companies (Management and Administration) Rules, 2014 the Remote e-Voting facility was kept open for 5 (Five) days i.e. From Thursday, September 21, 2023, 09:00 a.m. till Monday, September 25, 2023, 05:00 p.m.



8. At the end of the voting period on Monday, September 25, 2023, at 05.00 p.m., the voting portal of the Service Provider was blocked forthwith. The Company had also provided the facility of e-voting during the AGM, for those shareholders who could not cast their vote during the above period.
9. The details of the consolidated Results of the Remote e-Voting together with e-voting conducted at the AGM, are as follows:

Details	Remote e-Voting	e-Voting at AGM	Total e-Voting
Number of Members who cast their votes	46	0.00	46
Total number of Shares held by them	47,32,739	0.00	47,32,739
Valid votes	47,32,739		
Abstain Votes	Nil		

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.

#### Ordinary Business

##### Item No. 1 (Ordinary Resolution)

Adoption of the audited standalone & consolidated financial statements for the year ended March 31, 2023 together with report of Board of Directors, report of Auditors thereon and other reports.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		No. of abstained Votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	47,32,739	100.00	0.00	0.00	-

##### Item No. 2 (Ordinary Resolution)

Re-appointment of Mr. Ashwani Kumar Singh (DIN: 03388771), who retires by rotation and being eligible offers himself for re-appointment

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		No. of abstained Votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	47,32,739	100.00	0.00	0.00	-



## Special Business

### Item No. 3 (Ordinary Resolution)

Appointment of Mr. Balaji Raghavan (DIN: 05326740) as an Independent Non-Executive Director of the Company for a term of Five (5) Consecutive years w.e.f. 31<sup>st</sup> July, 2023 till 30<sup>th</sup> July, 2028.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		No. of abstained Votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	47,32,739	100.00	0.00	0.00	-

### Item No. 4 (Ordinary Resolution)

Appointment of Mr. Nitish Nagori (DIN: 09775743) as Director of the Company.

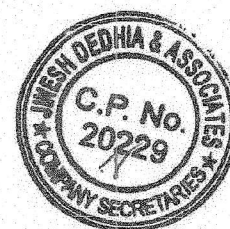
Manner of Voting	Votes in favour of the resolution		Votes against Resolution		No. of abstained Votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	47,32,739	100.00	0.00	0.00	-

### Item No. 5 (Ordinary Resolution)

Appointment of Mr. Nitish Nagori (DIN: 09775743) as Managing Director (Key Managerial Personnel) of the Company for a period of Five (5) years w.e.f. 01<sup>st</sup> January, 2023 till 31<sup>st</sup> December, 2027 and payment of Remuneration.

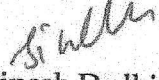
Manner of Voting	Votes in favour of the resolution		Votes against Resolution		No. of abstained Votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	47,32,739	100.00	0.00	0.00	-

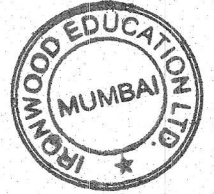
Based on the aforesaid results, all the Resolutions mentioned in the AGM Notice dated August 11, 2023 as per the details above stand passed under remote e-voting and e-voting conducted at the AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.



I hereby confirm that, I am maintaining the Registers/records received from the Service Provider, 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 Fortieth (40<sup>th</sup>) AGM.

Thanking You,  
Yours Truly,

  
Jinesh Dedhia  
Practicing Company Secretary  
ACS: 54731 COP: 20229  
Peer Review Certificate No. 1914/2022  
UDIN: A054731E001097289  
Date: 27<sup>th</sup> September, 2023  
Place: Mumbai

A handwritten signature in black ink, appearing to be "D. Anand".

To be counter signed by  
the Chairman/Authorised Person  
Date: 27<sup>th</sup> September, 2023  
Place: Mumbai