

Ref: MTEL/AP/2015/115

April 6, 2015

The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 534312	Scrip Code: MTEUCARE

Ref: Result of Postal Ballot under Clause 35A of the Listing Agreement.**Sub: Forwarding Scanned copy of postal ballot results published in the News Paper(s)**

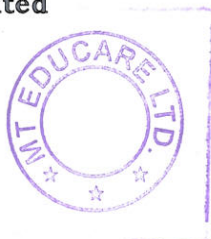
Dear Sir/ Madam,

This is further to our letter bearing ref. no. MTEL/AP/2015/101 dated 28/03/2015 forwarding therewith (a) Detailed result of postal Ballot in the format as prescribed under Clause 35A of the Listing Agreement; (b) Certified True Copy of the Special Resolution as approved by the Shareholders and (c) Report of the Scrutinizer in respect to Postal Ballot Process.

Enclosed is the scanned copy of Postal Ballot Results as published in 'Free Press Journal' and 'Navshakti'. Further, we wish to state that while forwarding the result of postal ballot as prescribed under Clause 35A of the Listing Agreement, folio(s) representing Institutional Holding (who has assented for the resolution) was inadvertently considered in Public – Others'. We wish to rectify the same and are enclosing revised details in prescribed format for your record and reference.

You are requested to kindly take the above on record and oblige.

Thanking you

Yours faithfully,
For MT Educare Limited
Ashwin M. Patel
Company Secretary

Encl: as above



MT EDUCARE

MT EDUCARE LIMITED

CIN: L80903MH2006PLC163888

Registered Office: 220, 2nd Floor, "FLYING COLORS", Pandit Din Dayal Upadhyay Marg, L.B.S Cross Road, Mulund (W), Mumbai -80
Phone: 022 - 2593 7700 / 800 / 900 | Fax: 022 - 2593 7799
email: info@mteducare.com | website: www.mteducare.com

RESULT OF POSTAL BALLOT

It is hereby informed that in accordance with the provision of Section 110 of the Companies Act, 2013 and the Rules made thereunder, the Company had sent Notice of Postal Ballot dated 4th February, 2015 for seeking approval of shareholders by passing Special Resolution through Postal Ballot for the Special Business listed therein.

The last date of receipt of postal ballot forms, either through physical submission by shareholders in the Company in self-addressed, postage pre-paid business reply envelope or through e-voting was up to 6.00 p.m of March 26, 2015.

The Scrutinizer appointed by the Company has submitted his report dated March 28, 2015 and the postal ballot result was announced by Mr. Mahesh R. Shetty on March 28, 2015 at 2.00 p.m at the registered office of the Company. The summary of Postal Ballot Result is as under:

Brief Particulars of the Special Resolution	Total number of valid & invalid votes received by the Scrutinizer			Number of shares & % of total votes cast in favour of the Resolution		Number of shares & % of total votes cast against the Resolution	
	Total no. of votes received	Total no. of invalid votes	Total no. of valid votes	Number of shares	% of total votes	Number of shares	% of total votes
Authorizing the Board to (a) invest by way of subscription, purchase or otherwise in the securities of any of its subsidiary/ associate companies and/or (b) make loans to any of its subsidiary associate (c) give guarantees in connection with loan(s) given by any other person to any of its subsidiary/ associate companies upto an aggregate amount not exceeding Rs.125 Crore, notwithstanding that the aggregate of the investments & loans so far made or to be made & the guarantees so far given or to be given by the Company, exceeds the limits/ will exceed the limits laid down by the Companies Act, 2013	202	12	190	22312757	88.57	2880682	11.43

On the basis of the above results, it is announced that the Special Resolution as set out in the notice dated 4th February, 2015 has been duly passed by the members with requisite majority.

For MT Educare Limited

Sd/-

Place: Mumbai
Date: 30th March, 2015

Ashwin M. Patel
Company Secretary



बवशक्ति

मुंबई, बुधवार, १ एप्रिल २०१५



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Authorizing the Board to (a) invest by way of subscription, purchase or otherwise in the securities of any of its subsidiary/ associate companies and/or (b) make loans to any of its subsidiary associate (c) give guarantees in connection with loan(s) given by any other person to any of its subsidiary/ associate companies upto an aggregate amount not exceeding Rs.125 Crore, notwithstanding that the aggregate of the investments & loans so far made or to be made & the guarantees so far given or to be given by the Company, exceeds the limits/ will exceed the limits laid down by the Companies Act, 2013.	202	12	190	22312757	88.57	2880682	11.43

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For MT Educare Limited

Sd/-

Ashwin M. Patel
 Company Secretary

Place: Mumbai
 Date: 30th March, 2015



**Postal Ballot Results
(As per Clause 35A of the Listing Agreement)**

Details of Agenda: Authorizing the Board to (a) invest by way of subscription, purchase or otherwise in the securities of any of its subsidiary / associate companies and/or (b) make loans to any of its subsidiary / associate companies and/or (c) give guarantees in connection with loan(s) given by any other person to any of its subsidiary/associate companies up to an aggregate amount not exceeding Rs.125 Crore, notwithstanding that the aggregate of the investments and loans so far made or to be made and the guarantees so far given or to be given by the Company, exceeds the limits/will exceed the limits laid down by the Companies Act, 2013.

Resolution Required: Special Resolution

Mode of Voting: Postal Ballot Form & Electronic Voting

Promoter / Public	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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	17036803	17036803	100.00	17036803	0	100.00	0
Public – Institutional Holders	9819017	4351298	44.31	1511149	2840149	34.73	65.27
Public – Others	12938320	3805338	29.41	3764805	40533	98.93	1.07
Total	39794140	25193439	63.31	22312757	2880682	88.57	11.43

*voting rights are in the proportion to shares held as on 13th February, 2015
\$ excludes 12 invalid votes consisting of 1728647 shares

For MT Educare Limited


Ashwin M. Patel
Company Secretary

