



**Sylph Education Solutions Ltd.**

Regd. Off.: ST-4, 22, Press Complex,  
A.B. Road, Indore-452008 (M.P.) INDIA,  
Tel/Fax: 91-0731-2571452,  
Mob. No. +91-9425322352  
Email: sylphedu@gmail.com; mhfl@bsnl.in;  
info@sylphedu.com Url: www.sylphedu.com  
CIN: U80302MP2010PLC 023011



To,  
The Manager Listing  
Corporate Relation Department  
Bombay Stock Exchange Limited  
Phiroz Jeejeeboy Tower  
Dalal Street,  
Mumbai 400001

Date: 15/09/2016

BSE Code 539682

**Sub.:- Submission voting result for the resolution passed at the 6<sup>th</sup> Annual General Meeting held on Thursday, the 15th day of September, 2016.**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with stock exchange, we enclosed herewith voting results declared for the resolution passed at 6th Annual General Meeting held on Thursday, the 15th day of September, 2016 at 12:30 P.M.

The Consolidated Scrutinizer report of e-voting and Poll by Ballot Papers is also attached.

Please take above information on record and confirm.

Thanking You,

For Sylph Education Solutions Limited

Authorizes Signatory

Enclosed: As Stated above.

**Sylph Education Solutions Ltd.**

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A.B. Road, Indore-452008 (M.P.) INDIA,  
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Mob. No. +91-9425322352  
Email: sylphedu@gmail.com; mhfi@bsnl.in;  
info@sylphedu.com Url: www.sylphedu.com  
CIN: U80302MP2010PLC023011

**DETAILS OF VOTING RESULTS**

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

As per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Details of Voting Results of 6th Annual General Meeting of Sylph Education Solutions Limited held at St-4, 22 Press Complex, A.B. Road, Indore-452008 (MP), on Thursday, the 15th day of September, 2016, at 12:30 P.M, are as follows:

<b>Date of AGM</b>	<b>15<sup>th</sup> September, 2016</b>
<b>Total Number of Shareholders as on cut-off date (8th September, 2016)</b>	<b>364</b>
<b>No. of Shareholders present in the meeting either in person or through Proxy</b>	<b>10</b>
Promoters and Promoter Group	3
Public	7
<b>No. of shareholders attended the meeting through Video Conferencing</b>	<b>Nil</b>
Promoters and Promoter Group	Nil
Public	Nil

**Agenda- wise disclosure****Item No. 1**

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2016 and the Reports of the Directors and Auditors thereon.





Resolution required: (Ordinary/Special)			Ordinary Resolution					
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	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
	Total	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll by Postal Ballot	2,57,43,60	2,57,43,60	100%	2,57,43,60	0	100%	0
	Total	2,58,43,60	2,58,43,60	100%	2,58,43,60	0	100%	0
Total		6,52,88,50	6,52,88,50	100%	6,52,88,50	0	100%	0

### Item No. 2

To appoint a Director in place of Mr. Rajesh Jain, having DIN: 01704145, who retires by rotation and being eligible, offers himself for re- appointment.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
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	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
	Total	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0



Public- Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll by Postal Ballot	2,57,43,60	2,57,43,60	100%	2,57,43,60	0	100%	0
	Total	2,58,43,60	2,58,43,60	100%	2,58,43,60	0	100%	0
Total		6,52,88,50	6,52,88,50	100%	6,52,88,50	0	100%	0

### Item No. 3

To ratify the appointment of M/s M.S. Dahiya & Co. (ICAI FRN.-013855C) Indore as Statutory Auditors of the company and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
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	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
	Total	3,94,44,90	3,94,44,90	100%	3,94,44,90	0	100%	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll by Postal Ballot	2,57,43,60	2,57,43,60	100%	2,57,43,60	0	100%	0
	Total	2,58,43,60	2,58,43,60	100%	2,58,43,60	0	100%	0
Total		6,52,88,50	6,52,88,50	100%	6,52,88,50	0	100%	0

### Item No. 4

To approve related party transactions.

Resolution required: (Ordinary/Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes





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	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll by Postal Ballot	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll by Postal Ballot	2,57,43,60	2,57,43,60	100%	2,57,43,60	0	100%	0
	Total	2,58,43,60	2,58,43,60	100%	2,58,43,60	0	100%	0
Total		2,58,43,60	2,58,43,60	100%	2,58,43,60	0	100%	0



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**CA Anand Sethiya**

Office Address: 106, Manash Bhawan,  
11-RNT- Marg, Indore (M.P.) 452001

E-mail ID : [anandsethiya@yahoo.com](mailto:anandsethiya@yahoo.com)

PAN : AHCP54618K

Membership No. : 071993

Mobile : 09329545071

**FORM No. MGT-13  
Report of Scrutinizer**

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
The Chairman  
6<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Sylph Education Solutions Limited,  
Held on 15<sup>th</sup> September, 2016 at 12:30 PM at  
ST-4, 22 Press Complex, A.B. Road,  
Indore-452008 Madhya Pradesh

Dear Sir,

I, Anand Sethiya, Practicing Chartered Accountant, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 6<sup>th</sup> Annual General Meeting of the Equity Shareholders of Sylph Education Solutions Limited, held on Thursday, 15<sup>th</sup> day of September, 2016 at 12:30 PM at ST-4, 22 PRESS COMPLEX, A.B. ROAD, INDORE - 452008 Madhya Pradesh, submit report as under:

- (1) After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- (2) The locked ballot boxes were subsequently opened in my presence and polling papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- (3) I did not find any poll papers invalid.
- (4) The result of the Poll is as under:

**Item No. 1-Ordinary Resolution**

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2016 and the Reports of the Directors and Auditors thereon.



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	6518850	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

### Item No. 2-Ordinary Resolution

To appoint a Director in place of Mr. Rajesh Jain, having DIN: 01704145, who retire by rotation and being eligible, offers himself for re- appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	6518850	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

### Item No. 3-Ordinary Resolution

To ratify the appointment of M/s M.S. Dahiya & Co. (ICAI FRN.-013855C) Indore as Statutory Auditors of the company and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	6518850	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

#### Item No. 4-Ordinary Resolution

To approve the related party transaction.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	2574360	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid Votes:**

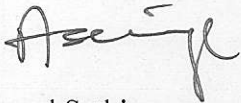
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



(5) A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

(6) The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,



Anand Sethiya  
Practicing Chartered Accountant  
Membership. No.-071993  
Place: Indore  
Date: 15/09/2016

List of Shareholder who have voted in favor for all the resolutions mentioned in the notice of 6th AGM of Sylph Education Solutions Limited and there is no vote against any of the resolution. There are no invalid votes.

SNO.	FOLIO NO./ CLIENT ID	NAME	ADDRESS	NO. OF SHARES HELD
1	SES-99/1202620000053972	RAJESH JAIN	54 PATRAKAR COLONY INDORE 452001	3000800
2	SES-98/1202620000002061	JAYSHRI JAIN	54 PATRAKAR COLONY INDORE 452001	387530
3	SES-2/00216	GHANSHYAM SONI	A 202 AYODHYA APARTMENT, 9 MANORAMAGANJ	1745000
4	SES-103/IN301983- 10828925	ATIT JAIN	54 PATRAKAR COLONY INDORE 452001	100000
5	SES-100/1202620000092300	PUSHPALATA SONI	A 202 AYODHYA APARTMENT, 9 MANORAMAGANJ	10000
6	SES-240/IN301983- 10898108	RAJENDRA KUMAR VERMA	182 KHATIPURA SUKHLIYA, INDORE	690000
7	SES-123/00054	DEVENDRA CHELAWAT	156 CLERK COLONY INDORE	9680
8	SES-104/00009	BHAVANA CHELAWAT	156 CLERK COLONY INDORE	9680
9	SES-237/1202620000136250	JYOTI PRAKASH BAPNA	182 KHATIPURA SUKHLIYA, INDORE	10000
10	SES-238/1202620000187574	SYLPH TECHNOLOGIES LIMITED	ST-4 PRESS HOUSE 22 PRESS COMPLEX INDORE	556160
	Total			6518850



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**CA Anand Sethiya**

Office Address: 106, Manash Bhawan,  
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E-mail ID : [anandsethiya@yahoo.com](mailto:anandsethiya@yahoo.com)

PAN : AHCP54618K

Membership No. : 071993

Mobile : 09329545071

**Combined Scrutinizer's report  
(Voting through remote E-voting and Ballot Papers at  
6th Annual general meeting)**

To,  
The Chairman  
6<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Sylph Education Solutions Limited,  
Held on 15<sup>th</sup> September, 2016 at 12:30 PM at  
ST-4, 22 Press Complex, A.B. Road,  
Indore-452008 Madhya Pradesh

Sub: Passing of Resolutions through remote e-voting and voting by ballot papers conducted at the 6<sup>th</sup> Annual General Meeting of Sylph Education Solutions Limited (The Company) held on 15<sup>th</sup> September, 2016 at 12:30 PM.

Dear Sir,

1. I, Anand Sethiya, Practicing Chartered Accountant have been appointed as scrutinizer by the Board of Directors of Sylph Technologies Limited for the purpose of Scrutinizing the :
  - (i) remote e-voting process under the provision of Section 108 of the Companies Act, 2013 (the 2013 act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, entered with Stock exchange and
  - (ii) Poll through Ballot papers at the Annual General Meeting under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of 6<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 15<sup>th</sup> September, 2016 at 12:30 PM at ST-4, 22 Press Complex, A.B. Road, Indore-452008 Madhya Pradesh.
2. The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act 2013, and rules relating to voting through remote e-voting and Poll through Ballot papers at the AGM for the resolutions proposed in the notice of notice of 6<sup>th</sup> Annual General Meeting of the Equity Shareholder of

the Company dated 15<sup>th</sup> September, 2016. My responsibility as a scrutinizer for the process of voting through remote e-voting and Ballot papers at the AGM is restricted to make scrutinizer's report of the votes cast "in favour" or "in against" on the resolutions stated above based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and at the time of poll at AGM.

3. The Notice dated 21<sup>st</sup> July, 2016, as per section 101 of the Companies Act, (Act) along with statement setting out material facts under section 102 of the Act was sent to the shareholders in respect of the resolutions passed at the Annual General Meeting of the company.
4. The Company provided remote e-voting facility to cast vote on the resolutions by the members of the company. The Company had appointed Central Depository Services (India) Limited (CDSL) as service provider for extending the facility of remote e-voting to the Shareholders of the Company from 12<sup>th</sup> September, 2016 (9:00 am) to 14<sup>th</sup> September, 2016 (5:00 pm). The Company also provided facility for voting through ballot paper to the shareholders present at the Annual General Meeting for those members who had not cast their vote earlier through remote e voting facility.
5. The Members of the Company as on the "Cut - off" date i.e.- Thursday 8<sup>th</sup> September, 2016, were entitled to vote on the resolutions as set out in the notice of the 6<sup>th</sup> Annual general meeting of the Company.
6. I submit herewith my combined report on the results of Voting through Remote E-voting and Ballot Papers as under:

#### Item No. 1-Ordinary Resolution

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2016 and the Reports of the Directors and Auditors thereon.

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

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10000	100%
Poll	10	6518850	100%
<b>Total</b>	11	6528850	100%

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

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
<b>Total</b>	NIL	NIL	NIL



(iii) Invalid Votes:

	Number of members voted through E-voting system and through Poll	Total number of votes cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

#### Item No. 2-Ordinary Resolution

To appoint a Director in place of Mr. Rajesh Jain, having DIN: 01704145, who retires by rotation and being eligible, offers himself for re- appointment.

(i) Voted in favour of the resolution:

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10000	100%
Poll	10	6518850	100%
<b>Total</b>	11	6528850	100%

(ii) Voted against the resolution:

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
<b>Total</b>	NIL	NIL	NIL

(iii) Invalid Votes:

	Number of members voted through E-voting system and through Poll	Total number of votes cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

### Item No. 3-Ordinary Resolution

To ratify the appointment of M/s M.S. Dahiya & Co. (ICAI FRN.-013855C) Indore as Statutory Auditors of the company and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof.

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

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10000	100%
Poll	10	6518850	100%
<b>Total</b>	11	6528850	100%

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

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
<b>Total</b>	NIL	NIL	NIL

(iii) Invalid Votes:

	Number of members voted through E-voting system and through Poll	Total number of votes cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

### Item No. 4-Ordinary Resolution

To Approve the related party transaction.

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

	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	10000	100%
Poll	7	2574360	100%
<b>Total</b>	8	2584360	100%



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

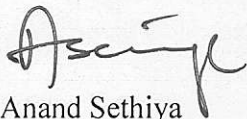
	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
<b>Total</b>	NIL	NIL	NIL

(iii) Invalid Votes:

	Number of members voted through E-voting system and through Poll	Total number of votes cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

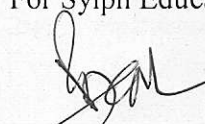
**Conclusion- All the resolutions stands passed under Remote e-voting and poll by ballot paper at 6th Annual General Meeting with requisite majority.**

Thanking you,  
Yours faithfully,



Anand Sethiya  
Practicing Chartered Accountant  
Membership. No.-071993  
Place: Indore  
Date: 15/09/2016

Counter Signed  
For Sylph Education Solutions Limited



Rajesh Jain  
DIN: 01704145  
(Chairman of the Meeting)

