

Date: 12/08/2017

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

BSE Code 539682

Sub.:- Submission of voting result for the resolution passed at the 7th Annual General Meeting held on Friday, the 11th day of August, 2017.

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 7th Annual General Meeting held on Friday, the 11th day of August, 2017 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


Authorized Signatory



Enclosed: As Stated above.

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 7th Annual General Meeting of Sylph Education Solutions Limited held at St-4 Press House, 22 Press Complex, A.B. Road, Indore-452008 (MP), on Friday, the 11th day of August, 2017, at 12:30 P.M, are as follows:

Date of AGM	11th August, 2017
Total Number of Shareholders on cut-off date (04th August, 2017)	362
No. of Shareholders present in the meeting either in person or through Proxy	9
Promoters and Promoter Group	2
Public	7
No. of shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group	Nil
Public	Nil



Agenda- wise disclosure

Item No. 1

To receive, consider and adopt the audited financial statements for the Financial Year ended 31st March, 2017 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 Group	E-Voting	0	0	0	0	0	0	0
	Poll	4,088,330	4,088,330	100%	4,088,330	0	100%	0
	Postal Ballot(if applicable)							
	Total	4,088,330	4,088,330	100%	4,088,330	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll	634,360	634,360	100%	634,360	0	100%	0
	Postal Ballot(if applicable)							
	Total	644,360	644,360	100%	644,360	0	100%	0
Total		4,732,690	4,732,690	100%	4,732,690	0	100%	0



Item No. 2

To appoint a Director in place of Mrs jayshri Jain, having DIN: 01824937, 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 Group	E-Voting	0	0	0	0	0	0	0
	Poll	4,088,330	4,088,330	100%	4,088,330	0	100%	0
	Postal Ballot(if applicable)							
	Total	4,088,330	4,088,330	100%	4,088,330	0	100%	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll	634,360	634,360	100%	634,360	0	100%	0
	Postal Ballot(if applicable)							
	Total	644,360	644,360	100%	644,360	0	100%	0
Total		4,732,690	4,732,690	100%	4,732,690		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	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	4,088,330	4,088,330	100%	4,088,330	0	100%	0
	Postal Ballot(if applicable)							
	Total	4,088,330	4,088,330	100%	4,088,330	0	100%	0
Public-Institution s	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institution s	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll	634,360	634,360	100%	634,360	0	100%	0
	Postal Ballot(if applicable)							
	Total	644,360	644,360	100%	644,360	0	100%	0
Total		4,732,690	4,732,690	100%	4,732,690	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 (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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)							
	Total	0	0	0	0	0	0	0
Public-Institution	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)							
	Total	0	0	0	0	0	0	0
Public-Institution	E-Voting	10,000	10,000	100%	10,000	0	100%	0
	Poll	634,360	634,360	100%	634,360	0	100%	0
	Postal Ballot(if applicable)							
	Total	644,360	644,360	100%	644,360	0	100%	0
Total		644,360	644,360	100%	644,360	0	100%	0



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
7th Annual General Meeting of the Equity Shareholders of
Sylph Education Solutions Limited,
Held on 11th August, 2017 at 12:30 PM at
St-4 Press House, 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 7th Annual General Meeting of the Equity Shareholders of Sylph Education Solutions Limited, held on Friday, 11th day of August, 2017 at 12:30 PM at ST-4 PRESS HOUSE, 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 for the Financial Year ended 31st March, 2017 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
8	4722690	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 Mrs. Jayshri Jain, having DIN: 01824937, who retires by rotation and being eligible, offers herself 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
8	4722690	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
8	4722690	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 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
6	634360	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

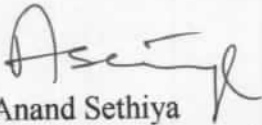
(iii) **Invalid** Votes:

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: 12/08/2017

List of Shareholder who have voted favor for all the resolutions mentioned in the notice of 7th AGM of Sylph Education Solution Limited and there is no vote against any of the resolution .There are no invalid votes.

S.NO	FOLIO NO/ CLIENT ID	NAME	ADDRESS	NO OF SHARE HELD
1	SES-99/1202620000053972	RAJESH JAIN	54 PATRAKAR COLONY INDORE 452001	3000800
2	SES-98/1202620000002061	JAYSHRI JAIN	54 PATRAKAR COLONY INDORE 452001	1087530
3	SES-2/00216	GHANSHYAM SONI	A 202 AYODHYA APARTMENT, 9 MANORAMAGANJ INDORE,452001	495000
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 INDORE,452001	10000
6	SES-123/00009	DEVENDRA CHELAWAT	156 CLERK COLONY INDORE	9680
7	SES-104/00054	BHAVANA CHELAWAT	156 CLERK COLONY INDORE	9680
8	SES-237/1202620000136250	JYOTI PRAKASH BAPNA	182 KHATIPURA SUKHLIYA, INDORE	10000
9	SES-1208000000000770	SEEMA AKHOTIA	22 PATEL NAGAR AIRPORT ROAD,INDORE	10000
TOTAL				4732690



CA Anand Sethiya

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

E-mail ID: anandsethiya@yahoo.com

PAN: AHCPS4618K

Membership No. : 071993

Mobile: 09329545071

Combined Scrutinizer's report
(Voting through remote E-voting and Ballot Papers at
7th Annual general meeting)

To,
The Chairman
7th Annual General Meeting of the Equity Shareholders of
Sylph Education Solutions Limited,
Held on 11th August, 2017 at 12:30 PM
At St-4 Press House, 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
7th Annual General Meeting of Sylph Education Solutions Limited (The Company) held on 11th
August, 2017 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 Education Solutions 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 of the Listing Agreement 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 7th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 11th August, 2017 at 12:30 PM at ST-4 Press House, 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 7th Annual General Meeting of the Equity Shareholder of the Company dated

11th August, 2017. 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 17th July, 2017 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 8th August, 2017 (9:00 am) to 10th August, 2017 (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.- Friday 04th August, 2017, were entitled to vote on the resolutions as set out in the notice of the 7th 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, 2017 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	8	4722690	100%
Total	9	4732690	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
Total	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
Total	Nil	Nil

Item No. 2-Ordinary Resolution

To appoint a Director in place of Mrs. Jayshri Jain, having DIN: 01824937, who retires by rotation and being eligible, offers herself 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	8	4722690	100%
Total	9	4732690	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
Total	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
Total	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	8	4722690	100%
Total	9	4732690	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
Total	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
Total	Nil	Nil

Item No. 4-Ordinary Resolution

To approve 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	6	634360	100%
Total	7	644360	100%

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

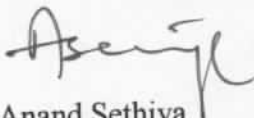
	Number of members voted through E-voting system and through Poll	Number of votes cast by them	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

(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
Total	Nil	Nil

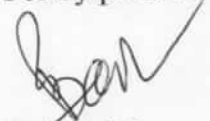
Conclusion- All the resolutions stands passed under Remote e-voting and poll by ballot paper at 7th Annual General Meeting with requisite majority.

Thanking you,
Yours faithfully,



Anand Sethiya
Practicing Chartered Accountant
Membership. No.-071993
Place: Indore
Date: 12/08/2017

Counter Signed
For Sylph Education Solutions Limited



Rajesh Jain
DIN: 01704145
(Chairman of the Meeting)

