



Knowledge is wealth

NEL/BSE/077/2017

4<sup>th</sup> August, 2017

**Corporate Relationship Department**  
**Bombay Stock Exchange Ltd.**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai – 400001

Dear Sirs,

**Ref : Scrip Code : 508989**

**Sub. : Disclosure of Voting Results at the 30<sup>th</sup> Annual General Meeting (“AGM”) of the Company held on Thursday, 3<sup>rd</sup> August, 2017 as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

At the 31<sup>st</sup> AGM of the Company held on Thursday, 3<sup>rd</sup> August, 2017 at P.L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3<sup>rd</sup> Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025, all items of business contained in the Notice of the AGM dated 26<sup>th</sup> May, 2017 were transacted and approved by the Shareholders with requisite majority.

The combined voting result (i.e. result of e-voting and result by poll conducted at the AGM) is enclosed herewith as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report thereon.

Please take the same on your record.

Thank you,

Yours truly,

For Navneet Education Limited

(Amit D. Buch)  
Company Secretary

Encl. as above

**NAVNEET EDUCATION LIMITED**

CIN : L22200MH1984PLC034055

Navneet Bhavan, Bhavani Shankar Road, Dadar (W), Mumbai 400 028. India

Tel.: 022 6662 6565 • Fax: 022 6662 6470 • email: npil@navneet.com • www.navneet.com • /navneet.india



Knowledge is wealth

Date of AGM	:	3 <sup>rd</sup> August,2017
Total number of shareholders on record date		
- Book Closure dates being 27 <sup>th</sup> July,2017 to 3 <sup>rd</sup> August,2017	:	25,647
- Cut-off date for ascertaining voting rights of Members i.e 28 <sup>th</sup> July,2017	:	25,647
Number of Shareholders present in the Meeting either in person or through proxy		
Promoters and Promoter Group	:	10
Public	:	68
Number of Shareholders attended the Meeting through Video Conferencing	:	Not arranged
Promoters and Promoter Group	:	
Public	:	



## NAVNEET EDUCATION LIMITED

CIN : L22200MH1984PLC034055

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## Navneet Education Limited

<b>Resolution Required : (Ordinary)</b>			<b>1 - A) Audited Financial Statements of the Company for the Financial Year ended 31st March,2017 including the Audited Balance Sheet as at 31st March,2017 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Independent Auditor thereon; and (B) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 including the Audited Consolidated Balance Sheet as at 31st March,2017 and the Consolidated Statement of Profit and Loss for the year ended on that date and the Report of Independent Auditor thereon.</b>					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	48268117	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>48268117</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>190713048</b>	<b>81.66</b>	<b>190713048</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



## Navneet Education Limited

Resolution Required : (Ordinary)		2 - Declaration of dividend for the Financial Year ended 31st March,2017.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	48268117	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>48268117</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>190713048</b>	<b>81.66</b>	<b>190713048</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



## Navneet Education Limited

Resolution Required : (Ordinary)			3 - Re-appointment of Shri Shailendra J. Gala (DIN:00093040) as a Director, liable to retire by rotation and being eligible offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	134758129	93.39	134758129	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>134758129</b>	<b>93.39</b>	<b>134758129</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	48231861	36256	99.92	0.08
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>48231861</b>	<b>36256</b>	<b>99.92</b>	<b>0.08</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>183144715</b>	<b>78.42</b>	<b>183108459</b>	<b>36256</b>	<b>99.98</b>	<b>0.02</b>



## Navneet Education Limited

Resolution Required : (Ordinary)		4 - Re-appointment of Shri Atul J. Shethia(DIN:00094108) as a Director, liable to retire 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	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	48231861	36256	99.92	0.08
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>48231861</b>	<b>36256</b>	<b>99.92</b>	<b>0.08</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>190713048</b>	<b>81.6555</b>	<b>190676792</b>	<b>36256</b>	<b>99.98</b>	<b>0.02</b>



## Navneet Education Limited

Resolution Required : (Ordinary)			5 - Re-appointment of Shri Kamlesh S. Vikamsey (DIN:00059620) as a Director, liable to retire 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	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]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	44740555	86.97	44672086	68469	99.85	0.15
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>44740555</b>	<b>86.97</b>	<b>44672086</b>	<b>68469</b>	<b>99.85</b>	<b>0.15</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>187185486</b>	<b>80.15</b>	<b>187117017</b>	<b>68469</b>	<b>99.96</b>	<b>0.04</b>



## Navneet Education Limited

Resolution Required : (Ordinary)		6 - Appointment of M/s. N. A. Shah Associates LLP, Chartered Accountants as Statutory Auditors of the Company and approve their remuneration.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	48253429	14688	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>48253429</b>	<b>14688</b>	<b>99.97</b>	<b>0.03</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	47138	0	100.00	0.00
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>118469</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>233558000</b>	<b>190713048</b>	<b>81.66</b>	<b>190698360</b>	<b>14688</b>	<b>99.99</b>	<b>0.01</b>





## Navneet Education Limited

**Resolution Required : (Special)**      **7 - Consent of members under Section 20 of the Companies Act,2013 to charge fees to member requesting the Company to serve document through a particular mode.**

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

No

Category	Mode of Voting	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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	142326462	98.63	142326462	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>142326462</b>	<b>98.63</b>	<b>142326462</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	51441259	48268117	93.83	44740555	3527562	92.69	7.31
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>48268117</b>	<b>93.83</b>	<b>44740555</b>	<b>3527562</b>	<b>92.69</b>	<b>7.31</b>
Public Non Institutions	E-Voting	37815705	47138	0.12	35808	11330	75.96	24.04
	Poll		71331	0.19	71331	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>118469</b>	<b>0.31</b>	<b>107139</b>	<b>11330</b>	<b>90.44</b>	<b>9.56</b>
<b>Total</b>		<b>233558000</b>	<b>190713048</b>	<b>81.66</b>	<b>187174156</b>	<b>3538892</b>	<b>98.14</b>	<b>1.86</b>



**REPORT OF SCRUTINIZER (E- voting)**

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014]

August 3, 2017

Shri. Kamlesh Vikamsey, Chairman  
31<sup>st</sup> Annual General Meeting of  
the members of Navneet Education Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the agenda items including resolutions thereof contained in the notice convening 31<sup>st</sup> Annual General Meeting of Navneet Education Limited ("the Company") to be held on the 3<sup>rd</sup> day of August, 2017 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3<sup>rd</sup> Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM).
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 electronic means on the resolutions contained in the Notice for the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. In this regard, I submit my report as under:-
  - a. The e-voting period remained open from 31<sup>st</sup> July, 2017 (9.00 a.m.) to 2<sup>nd</sup> August, 2017 (5.00 p.m.).
  - b. The shareholders holding shares as on the "cut off" date i.e. 28<sup>th</sup> July, 2017 were entitled to vote on the proposed resolutions for item Nos. 1 to 7 as set out in the Notice of the 31<sup>st</sup> AGM of Navneet Education Limited.


*[Handwritten signature]*

*Sunil Dedhia*



*[Handwritten signature]*

- c. The votes were unblocked on 3<sup>rd</sup> August, 2017, in the presence CS Manisha Gaikwad and CS Pooja Bagwe at Mumbai, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name	Signature
CS Manisha Wakchaure	
CS Pooja Bagwe	

4. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of CSDL ([www.evotingindia.com](http://www.evotingindia.com)) and based on such reports generated, the result of the e-voting is as under:

**Resolution 1:** Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017 including the reports of the Board of Directors' and Auditors' thereon.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
159	190641717	100

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Resolution 2:** Ordinary resolution for declaration of dividend for the Financial Year ended 31<sup>st</sup> March, 2017

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
159	190641717	100



*Sunil Dedhia*



*[Signature]*

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Resolution 3:** Ordinary resolution for appointment of Shri Shailendra J. Gala, Director retiring by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
144	183037128	99.98

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	36256	0.02

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Resolution 4:** Ordinary resolution for appointment of Shri Atul J. Shethia, Director retiring by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
158	190605461	99.98

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	36256	0.02



*Sunil Dedhia*



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Resolution 5:** Ordinary resolution for appointment of Shri Kamlesh S. Vikamsey, Director retiring by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
153	187045686	99.96

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
3	68469	0.04

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Resolution 6:** Ordinary resolution for appointment of Auditors and fixing their remuneration.

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

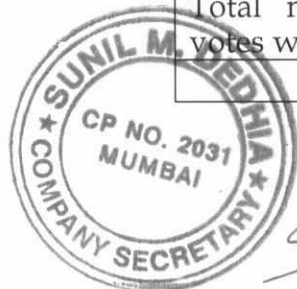
Number of members voted	Number of votes casted by them	% of total number of valid votes cast
158	190627029	99.99

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	14688	0.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



*Sunil Dedhia*

*JP*



**Resolution 7:** Ordinary resolution for consent for charging fee from members upon request for delivery of document by a specific mode.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
154	187102825	98.14

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	3538892	1.86

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,  
For **SUNIL M. DEDHIA & CO.**  
COMPANY SECRETARIES

*Sunil Dedhia*

SUNIL M. DEDHIA  
PROPRIETOR  
FCS 3483 C.P. NO. 2031  
Mumbai, Dated August 3, 2017



For NAVNEET EDUCATION LIMITED

*Kamha - m h*

CHAIRMAN

**FORM No. MGT-13**

**Report of Scrutinizer(s) - on POLL**

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

August 3, 2017

Shri. Kamlesh Vikamsey, Chairman  
31<sup>st</sup> Annual General Meeting of  
the members of Navneet Education Limited

Dear Sir,

I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, appointed as Scrutinizer, inter alia, for the purpose of the poll taken on the below mentioned resolution(s), at 31<sup>st</sup> Annual General Meeting of Navneet Education Limited ("the Company") held on the 3rd day of August, 2017 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3rd Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll 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/We did not find any poll papers invalid.

*Sunil Dedhia*



## 4. The result of the Poll is as under:

**Item / Resolution No. 1:** Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017 including the reports of the Board of 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
23	71331	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 proxy) whose votes were declared invalid	Total number of votes cast by them
2	3300

**Item / Resolution No. 2:** Ordinary resolution for declaration of dividend for the Financial Year ended 31<sup>st</sup> March, 2017

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

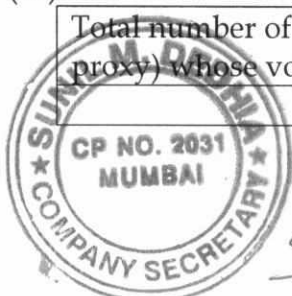
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	71331	100

(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 proxy) whose votes were declared invalid	Total number of votes cast by them
2	3300



*Sunil Dedhia*  
2





**Item / Resolution No. 3:** Ordinary resolution for appointment of Shri Shailendra J. Gala, Director retiring by rotation(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
23	71331	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 proxy) whose votes were declared invalid	Total number of votes cast by them
2	3300

**Resolution 4:** Ordinary resolution for appointment of Shri Atul J. Shethia, Director retiring by rotation.(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
23	71331	100

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	3300



*Sunil Dedhia*



**Resolution 5:** Ordinary resolution for appointment of Shri Kamlesh S. Vikamsey, Director retiring by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
23	71331	100

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	3300

**Item / Resolution No. 6:** Ordinary resolution for appointment of Auditors and fixing their remuneration.

(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
23	71331	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 proxy) whose votes were declared invalid	Total number of votes cast by them
2	3300



*Sunil Dedhia*



**Resolution 7:** Ordinary resolution for consent for charging fee from members upon request for delivery of document by a specific mode.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
23	71331	100

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	3300

5. Lists of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,  
For **SUNIL M. DEDHIA & CO.**  
COMPANY SECRETARIES

*Sunil Dedhia*

SUNIL M. DEDHIA  
PROPRIETOR  
FCS 3483 C.P. NO. 2031  
Mumbai, Dated August 3, 2017



For **NAVNEET EDUCATION LIMITED**

*Kamha = nhrz*

**CHAIRMAN**

Encl: Annexure

**REPORT OF SCRUTINIZER (Combined)**

August 3, 2017

To:  
Shri. Kamlesh Vikamsey, Chairman  
31<sup>st</sup> Annual General Meeting of  
the members of Navneet Education Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, for the agenda items including resolutions thereof contained in the notice convening 31<sup>st</sup> Annual General Meeting of Navneet Education Limited ("the Company") to be held on the 3<sup>rd</sup> day of August, 2017 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3<sup>rd</sup> Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM), by:
  - (i) the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules); and
  - (ii) the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules.
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 on the resolutions contained in the Notice to the 31<sup>st</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and also at the time of poll (through electronic means) at AGM.

*Sunil Dedhia*



3. I have issued separate Scrutinizer's Report dated August 3, 2017 on the e-voting and Scrutinizer's Report dated August 3, 2017 on the poll on the resolutions contained in the notice to 31<sup>st</sup> the AGM of the Company. As requested by management submit herewith my combined report on the results of e-voting together with that of Poll as under:-

Item/ Resolution No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	
1	190713048	100.00	0	0	3300
2	190713048	100.00	0	0	3300
3	183108459	99.98	36256	0.02	3300
4	190676792	99.98	36256	0.02	3300
5	187117017	99.96	68469	0.04	3300
6	190698360	99.99	14688	0.01	3300
7	187174156	98.14	3538892	1.86	3300

4. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,  
For **SUNIL M. DEDHIA & CO.**  
COMPANY SECRETARIES

*Sunil Dedhia*

SUNIL M. DEDHIA  
PROPRIETOR  
FCS 3483 C.P. NO. 2031  
Mumbai, Dated August 3, 2017



For NAVNEET EDUCATION LIMITED

*Kamha - Nikh*

CHAIRMAN