

Ref: MTEL/AS/2018/015

12th March, 2018

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

Sub.: Proceedings of the Extra Ordinary General Meeting held on Monday, 12th March, 2018.

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the Extra Ordinary General Meeting (EGM) of the Company held on Monday, 12th March, 2018 at 11.00 a.m. at Anthurium Banquet, 5th Floor, Hotel Shilpa Residency, L.B.S. Marg, Mulund (W), Mumbai - 400080.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully

For **MT Educare Limited****Mr. Mahesh Shetty**
Chairman & Managing Director
DIN: 01526975

Encl.: As stated above.

**PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE
COMPANY HELD ON MONDAY, 12TH MARCH, 2018**

The Extra Ordinary General Meeting (EGM) of the Members of the Company was convened and duly held on Monday, 12th March, 2018 at Anthurium Banquet, 5th Floor, Hotel Shilpa Residency, L.B.S. Marg, Mulund (W), Mumbai – 400080 as per Notice dated 14th February, 2018 issued by the Company in this regard.

The meeting commenced at 11.05 A.M.

Mr. Mahesh Shetty, Chairman of the Company, chaired the meeting.

As the requisite quorum was present, Chairman called the meeting to order. The Chairman introduced the Board Members present on the dais. He informed the members present that:

- Total 117 Members were present at the Extra Ordinary General Meeting of which 74 members attended in person and 43 through proxy.
- The Notice convening the EGM was duly dispatched to the shareholders by e-mail and courier.
- The relevant Registers under the applicable provisions of the Companies Act, 2013 and the rules made thereunder were laid on the table and were open for inspection during the EGM.

The Chairman delivered his Speech to the members present at the meeting and briefed them about Company's progress. With the permission of the shareholders present, he took the notice of the EGM as read.

The Chairman further informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the members were provided with the facility to exercise voting by electronic means through e-voting platform of Central Depository Services Limited (CDSL) on all the resolutions as set out in the Notice of EGM.
- The e-voting period commenced on Friday, 9th March, 2018 at 09.00 a.m. and ended on Sunday, 11th March, 2018 at 5.00 p.m.
- The Company had also provided facility for voting through polling/ballot papers to facilitate voting by those members who were present at the EGM, either



personally or by proxy and who had not cast their vote earlier through remote e-voting on all the resolutions as set out in the Notice of EGM.

- The Board of Directors had appointed Ms. Priti J Sheth of M/s. Priti J Sheth & Associates, Practicing Company Secretary as the scrutinizer to scrutinize the remote e-voting process and for conducting the Poll by way of Polling/Ballot papers in a fair and transparent manner.

The Scrutinizer locked and sealed the empty Poll box in presence of the members.

The following items of business, as per the Notice of EGM dated 14th February, 2018, were then put to vote through Polling/Ballot Paper (to be voted by only those shareholders who have not casted their vote earlier through e-voting):

Item No.	Description of Resolutions	Type of Resolution
1	Increase in Authorised Share Capital and consequent amendment to Memorandum of Association	Special
2	Preferential Allotment of Equity Shares	Special
3	Approval for MT Educare Limited Employee stock Option Scheme 2018 of the company	Special
4	Approval for extending benefits of MT Educare Limited Employee Stock Option Scheme, 2018 to the employees of subsidiary company / ies	Special
5	Approval for extending benefits of MT Educare Limited Employee Stock Option Scheme, 2018 to the employees of Holding company / ies	Special
6	Approval of the grant of options to the identified employees during any one year, equal to or exceeding one percent of the issued capital of the Company at the time of grant of option.	Special

Clarifications were provided to the queries raised by the members.

The members/proxy shareholders after casting their votes deposited duly filled up Polling/Ballot papers in the Poll Box. The Poll box with the Poll Sheets was handed over to the Scrutinizer.

The Chairman further informed the members present that the consolidated results of the voting will be declared within 48 hours of the conclusion of the EGM and will be available on the Company's website www.mteducare.com and the website of CDSL viz.





MT EDUCARE LTD.

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CIN : L80903MH2006PLC163888

Email : info@mteducare.com

Website : www.mteducare.com

www.evotingindia.com and communicated to the Stock Exchanges where the shares of the Company are listed.

The meeting concluded with a vote of thanks at 12.15 P.M.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For **MT Educare Limited**

Mahesh Shetty
Chairman & Managing Director
DIN: 01526975

