

**SYLPH EDUCATION SOLUTIONS LIMITED**

Regd. Off: ST4, 22 press complex, A.B.Road Indore(M.P.)-452008

Tel/Fax: 91-0731-2571452

Mob. No.+91-9425322351

E-mail: sylphedu@gmail.com; mhfl@bsnl.in;

Info@sylphedu.com URL: www.sylphedu.com

CIN: L80302MP2010PLC023011

**Date: 28/09/2018**

To,
Bombay Stock Exchange Limited,
Floor 25, Phiroz jeejeeboy Towers,
Dalal Street,
Mumbai-400001

REF: Sylph Education Solutions Limited (ISIN: INE622Q01019) BSE Code: 539682

Sub- Proceedings of 8th Annual General Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear sir/madam,

In continuation to our letter dated 29th August, 2018, 8th Annual General Meeting of the Company was held on 28th September, 2018 and the business as mentioned in the notice were duly taken up and approved.

In this regards, please find enclosed summary of proceeding of AGM as required under regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above information on record.

**Thanking you,
For Sylph Education Solutions Limited**

**Dr. Rajesh Jain
Director
(DIN: 01704145)**



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PROCEEDINGS OF 8TH ANNUAL GENERAL MEETING OF MEMBERS OF SYLPH EDUCATION SOLUTIONS LIMITED HELD ON FRIDAY, 28TH DAY OF SEPTEMBER, 2018, AT 1:00 P.M. HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT ST-4, PRESS HOUSE, 22 PRESS COMPLEX A.B. ROAD INDORE (M.P.)-452008

Director's Present

Dr. Rajesh Jain- Non- Executive

Mr. Vineet Shrivastav- Independent

Mr. Devendra M Chelawat- Independent

In Attendance

Mr. Dinesh Jangid - Manager

Members/Proxies

Members present in Person: Nine members were present.

Proxies Present: Nil

Dr. Rajesh Jain took the chair.

The Chairperson on confirming that the required Quorum is present, called the meeting to order.

With the consent of the shareholders present, the notice of the meeting and the Director's Report were taken as read.

Dr. Rajesh Jain read out the Auditor's Report.

Agendas:

The meeting than took up for consideration the item on the agenda:

ORDINARY BUSINESS

Item No. 1: Adoption of Accounts

As an Ordinary Resolution

Proposed by: Dr. Rajesh Jain

Seconded by: Mr. Devendra Chelawat



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“**RESOLVED THAT** Balance Sheet as at 31/03/2018 and Profit and Loss Account for the period ended on that date and the reports of Board of Directors and Auditors thereon be and are hereby adopted.”

The resolution was carried unanimously.

Item No. 2: Appointment of Retiring Director

As an Ordinary Resolution

Proposed by: Mr. Devendra Chelawat

Seconded by: Mr. Rajesh Jain

“**RESOLVED THAT** Mr. Rajesh Jain, Director of the Company who retires by rotation and being eligible has offered herself for re-appointment be and is hereby re-appointed as a Director of the Company.”

The resolution was carried unanimously.

Item No. 3: Ratification of Auditor

As an Ordinary Resolution

Proposed by: Mr. Devendra Chelawat

Seconded by: Mr. Rajesh Jain

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

“**RESOLVED THAT** pursuant to provision of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under and pursuant to the resolution passed by the members at the AGM held on 30th day of May, 2014 for the appointment of statutory auditor, the appointment of M/s M.S. Dahiya & Co. (ICAI FRN.-013855C) as the auditor of the Company be and is hereby ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2019 in consultation with the auditor and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.”



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The resolution was carried unanimously.

SPECIAL BUSINESS

Item No. 4

APPROVAL FOR RELATED PARTY TRANSACTIONS

As an Ordinary Resolution

Proposed by: Mr. Rajesh Jain

Seconded by: Mr. Devendra Chelawat

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) (subject to any modification and re-enactment thereof), the consent, sanction, permission or approval as the case may be of the members of the company be and is hereby accorded to the board of directors to enter into any contract or arrangements with any related party and its subsidiary as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”



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VOTE OF THANKS

There being no other business to transact, meeting was terminated at 2:30 P.M. with vote of thanks to the chair.

Place: Indore
Date: 28/09/2018

Dr. Rajesh Jain
(Chairman)