

September 24, 2018

<b>The BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
<b>Scrip Code : 534312</b>	<b>Scrip Code: MTEDUCARE</b>

Dear Sir/ Madam,

**Sub: Summary of proceedings of the 12<sup>th</sup> Annual General Meeting (AGM) of the Company**

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations & Disclosure Requirements), 2015, we forward below a summary of Proceedings of the AGM of the Company held today i.e. Monday, September 24, 2018 at 9.30 a.m. at Ravindra Natya Mandir, P. L. Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025 to transact the Business as set out in the Notice dated August 09, 2018 of the AGM.

Mr. Mahesh Shetty, Director of the Company chaired the meeting and called the meeting to order as the requisite quorum was present. He introduced all the Directors present on the Dais.

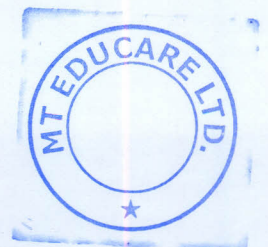
With consent of the Members, the Notice convening AGM was taken as read. As there were no qualifications in the Audit Report, it was not required to be read.

The Chairman then delivered his speech and requested the Members to raise their queries. He clarified the queries raised by the Members. He informed the Members about the facilities of Remote e-voting provided by the Company and facility of Ballot Voting at the AGM Venue as required under the Companies Act, 2013 and Rules framed thereunder and SEBI (LODR), Regulations, 2015. He also informed that Mr. Manish L. Ghia, Practicing Company Secretary was present as the Scrutinizer for conducting voting in physical ballot form at the AGM. The Voting was completed as per the instruction given by the Chairman.

The following items of business, as per Notice of the AGM dated August 9, 2018, were transacted at the Meeting:

Item No.	Description of Resolutions	Type of Resolution
	<b>Ordinary Business</b>	
1	Adoption of the Audited Standalone Financial Statements (including Consolidated Audited Financial Statements) of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon	Ordinary

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2	Appointment of Director in place of Mr. Mahesh Shetty (DIN:01526975), who retires by rotation and being eligible, offers himself for re - appointment	Ordinary
3	Ratification of re-appointment of M/s. MSKA & Associates (formerly known as M/s. MZSK & Associates), Chartered Accountants, as Auditors to hold office till conclusion of next AGM	Ordinary
	<b>Special Business</b>	
4	Ratification of remuneration payable to Cost Auditors	Ordinary
5	Amendment of Articles of Association	Special
6	Appointment of Mr. Himanshu Mody (DIN: 00686830) as Non-Executive Director of the Company	Ordinary
7	Appointment of Mr. Ajey Kumar (DIN: 02278096) as a Director of the Company	Ordinary
8	Appointment of Mr. Ajey Kumar (DIN: 02278096) as an Executive Director of the Company	Special
9	Appointment Dr. Manish Agarwal (DIN: 02069969) as an Independent Director of the Company	Ordinary
10	Appointment of Dr. Sangeeta Pandit (DIN: 06748608) as an Independent Director of the Company	Ordinary
11	Appointment of Mr. Debshankar Mukhopadhyay (DIN: 08194567) as a Director of the Company	Ordinary
12	Appointment of Mr. Debshankar Mukhopadhyay (DIN: 08194567) as an Executive Director of the Company	Special
13	Appointment/Re-designation Mr. Mahesh Shetty (DIN: 01526975) as whole-time Director of the Company	Special

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

Kindly take the same on your records.

Thanking You.

Yours Sincerely,  
For **MT Educare Limited**



**Mandar Chavan**  
Company Secretary

