

DETAILS REGARDING THE POSTAL BALLOT VOTING RESULTS

- ❖ **Date of the EGM i.e. the date of declaration of results of Postal Ballot: 11th August, 2014**
- ❖ **Total number of shareholders as on record date i.e. 20th June, 2014: 138678**
(Cut off date for reckoning the voting rights of the shareholders)
- ❖ **DETAIL OF THE AGENDA:**

Promoter/ Public	No. of Shares held (1)	No. of valid votes casted (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 Casted (6)=[(4)/(2)]*100	% of votes against on votes Casted (7)=[(5)/(2)]* 100
Resolution No. : 1 - Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporates other than M/s Educomp Infrastructure & School Management Ltd and M/s Edu Smart Services Private Limited							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11360387	1210619	90.37	9.63
Public - Others	42174344	95444	0.23	77201	18243	80.89	19.11
Total (A)	122444668	12666450	10.34	11437588	1228862	90.30	9.70
Mode of voting: (Physical Ballot Papers)							
Promoters and	54838245	54838245	100.00	54838245	0	100.00	0.00

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



Promoter Group							
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42750	0.10	42515	235	99.45	0.55
Total (B)	122444668	54880995	44.82	54880760	235	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67547445	55.17	66318348	1229097	98.18	1.82

Note:

Public - Others*

1 Ballot paper considered invalid
 345 votes were considered invalid

Resolution No. : 2 - Special Resolution to approve the loan, investment and corporate Guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Educomp Infrastructure & School Management Ltd.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12511825	59181	99.53	0.47
Public - Others	42174344	94544	0.22	76771	17773	81.20	18.80
Total (A)	122444668	12665550	10.34	12588596	76954	99.39	0.61
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public -	25432079	0	0.00	0	0	0.00	0.00

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



Institutional holders							
Public - Others*	42174344	42615	0.10	42373	242	99.43	0.57
Total (B)	122444668	54880860	44.82	54880618	242	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546410	55.16	67469214	77196	99.89	0.11

Note:

*Public – Others

1 Ballot paper considered invalid

480 votes were considered invalid

Resolution No. : 3 - Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Edu Smart Services Private Limited

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11360387	1210619	90.37	9.63
Public - Others	42174344	94544	0.22	76561	17983	80.98	19.02
Total (A)	122444668	12665550	10.34	11436948	1228602	90.30	9.70

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional	25432079	0	0.00	0	0	0.00	0.00

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



holders							
Public - Others*	42174344	42490	0.10	42448	42	99.90	0.10
Total (B)	122444668	54880735	44.82	54880693	42	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546285	55.16	66317641	1228644	98.18	1.82

Note:

*Public – Others

1 Ballot papers considered invalid
 605 votes were considered invalid

Resolution No. : 4 - Special Resolution to approve the borrowing Limit U/S 180 (1) (c) of the Companies Act, 2013.

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12553793	17213	99.86	0.14
Public - Others	42174344	94764	0.22	82725	12039	87.30	12.70
Total (A)	122444668	12665770	10.34	12636518	29252	99.77	0.23

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42925	0.10	42407	518	98.79	1.21

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



Total (B)	122444668	54881170	44.82	54880652	518	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546940	55.17	67517170	29770	99.96	0.04

Note:

*Public – Others

1 Ballot papers considered invalid

15 votes were considered invalid

Resolution No. : 5 - Special Resolution to approve the limits U/S 180 (1) (a) of the Companies Act, 2013.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12553793	17213	99.86	0.14
Public - Others	42174344	94214	0.22	82830	11384	87.92	12.08
Total (A)	122444668	12665220	10.34	12636623	28597	99.77	0.23
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42737	0.10	42713	24	99.94	0.06
Total (B)	122444668	54880982	44.82	54881182	24	100.00	0.00

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



Result E-voting and Physical Ballot Papers	122444668	67546202	55.16	67517805	28621	99.96	0.04
---------------------------------------------------	------------------	-----------------	--------------	-----------------	--------------	--------------	-------------

Note:

***Public - Others**

1 Ballot papers considered invalid

134 votes were considered invalid

Resolution No. : 6 - Special Resolution to approve the Corporate Debt Restructuring Scheme in relation to restructuring of the Company debts.

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	94469	0.22	92755	1714	98.19	1.81
Total (A)	122444668	12665475	10.34	12663761	1714	99.99	0.01

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43090	0.10	42713	377	99.13	0.87
Total (B)	122444668	54881335	44.82	54880958	377	99.99	0.00

Result E-voting and	122444668	67546810	55.17	67544719	2091	99.99	0.00
----------------------------	------------------	-----------------	--------------	-----------------	-------------	--------------	-------------

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



Physical Ballot Papers							
------------------------	--	--	--	--	--	--	--

Note:
***Public - Others**

1 Ballot papers considered invalid

5 votes were considered invalid

Resolution No. : 7- Special Resolution to approve the Educomp Employee Stock Option Scheme 2014

Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11419568	1151438	90.84	9.16
Public - Others	42174344	94914	0.23	71065	23849	74.87	25.13
Total (A)	122444668	12665920	10.34	11490633	1175287	90.72	9.28
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42365	0.10	42063	302	99.29	0.71
Total (B)	122444668	54880610	44.82	54880308	302	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546530	55.16	66370941	1175589	98.26	1.74

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

 Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



Note:
***Public - Others**

1 Ballot papers considered invalid

705 votes were considered invalid

Resolution No. : 8- Special Resolution to approve the Educomp Employee Stock Option Scheme 2014 for subsidiaries.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11419568	1151438	90.84	9.16
Public - Others	42174344	94796	0.22	67339	27457	71.04	28.96
Total (A)	122444668	12665802	10.34	11486907	1178895	90.69	9.31
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42980	0.10	42839	141	99.67	0.33
Total (B)	122444668	54881225	44.82	54881084	141	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67547027	55.17	66367991	1179036	98.25	1.75

Note:
***Public - Others**

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



1 Ballot paper considered invalid
 15 votes were considered invalid

Resolution No. : 9- Special Resolution to approve the conversion of the loan into equity share capital of the company							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12511825	49.20	12511825	0	100.00	0.00
Public - Others	42174344	94434	0.22	85834	8600	90.89	9.11
Total (A)	122444668	12606259	10.30	12597659	8600	99.93	0.07
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42965	0.10	42825	140	99.67	0.33
Total (B)	122444668	54881210	44.82	54881070	140	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67487469	55.12	67478729	8740	99.99	0.01

Note:

***Public – Others**

1 Ballot paper considered invalid
 5 votes were considered invalid

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



Resolution No. : 10 - Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company for the purchase of educational content from M/s Educomp Learning Private Limited.

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	1388584	11182422	11.05	88.95
Public - Others	42174344	93784	0.22	76751	17033	81.84	18.16
Total (A)	122444668	12664790	10.34	1465335	11199455	11.57	88.43

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42290	0.10	42290	0	100.00	0.00
Total (B)	122444668	42290	0.03	42290	0	100.00	0.00

Result E-voting and Physical Ballot Papers	122444668	12707080	10.38	1507625	11199455	11.86	88.14
---------------------------------------------------	------------------	-----------------	--------------	----------------	-----------------	--------------	--------------

Note:

*Public - Others

1 Ballot paper considered invalid

805 votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares not voted

Resolution No. : 11 - Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the to use of the part of the property bearing 1211, Padma Tower -1, 5 Rajendra Place, New Delhi-110008.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	94073	0.22	83464	10609	88.72	11.28
Total (A)	122444668	12665079	10.34	12654470	10609	99.92	0.08
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42490	0.10	42455	35	99.92	0.08
Total (B)	122444668	42490	0.03	42455	35	99.92	0.08
Result E-voting and Physical Ballot Papers	122444668	12707569	10.38	12696925	10644	99.92	0.08

Note:

*Public-others

1 Ballot paper considered invalid

605 Physical votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares were not voted

Resolution No. : 12 - Special Resolution to approve the agreement to be entered between the Company and Mr. Shantanu Prakash, related party to use the part of the property bearing Flat no. 35/1, H-Block, DLF Phase-1, Gurgaon							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	92427	0.22	80536	11891	87.13	12.87
Total (A)	122444668	12663433	10.34	12651542	11891	99.91	0.09
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43090	0.10	42900	190	99.56	0.44
Total (B)	122444668	43090	0.04	42900	190	99.56	0.44
Result E-voting and Physical Ballot Papers	122444668	12706523	10.38	12694442	12081	99.90	0.10

Note:

*Public-others

1 Ballot paper considered invalid

5 votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares were not voted

Resolution No. : 13 - Special Resolution to approve and ratify the agreement entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	94084	0.22	77283	16801	82.14	17.86
Total (A)	122444668	12665090	10.34	12648289	16801	99.87	0.13
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43080	0.10	43070	10	99.98	0.02
Total (B)	122444668	43080	0.04	43070	10	99.98	0.02
Result E-voting and Physical Ballot Papers	122444668	12708170	10.38	12691359	16811	99.87	0.13

Note:

***Public-others**

1 Ballot paper considered invalid

15 votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).

Tel.: 91-124-4529000. Fax: 91-124-4529039.

Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.

Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com

Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares were not voted

Resolution No. : 14 - Special Resolution to approve and ratify the agreement entered between the Company and M/s Learning Links Foundation, related party.

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	93379	0.22	75269	18110	80.61	19.39
Total (A)	122444668	12664385	10.34	12646275	18110	99.86	0.14

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43090	0.10	43090	0	100.00	0.00
Total (B)	122444668	43090	0.04	43090	0	100.00	0.00

Result E-voting and Physical Ballot Papers	122444668	12707475	10.38	12689365	18110	99.86	0.14
---------------------------------------------------	------------------	-----------------	--------------	-----------------	--------------	--------------	-------------

Note:

***Public-others**

1 Ballot paper considered invalid

5 votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited
CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.

Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares were not voted

Resolution No. : 15 - Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company for the property Plot no 85, NSEZ, Noida.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	94709	0.22	83634	11075	88.31	11.69
Total (A)	122444668	12665715	10.34	12654640	11075	99.91	0.09
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42890	0.10	42595	295	99.31	0.69
Total (B)	122444668	42890	0.04	42595	295	99.31	0.69
Result E-voting and Physical Ballot Papers	122444668	12708605	10.38	12697235	11370	99.91	0.09

Note:

*Public-others

1 Ballot paper considered invalid

205 votes considered invalid

#Promoters and Promoter Group

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



54838245 shares were not voted

Resolution No. : 16- Special Resolution to approve the Leave and License agreement to be entered betwe en the Company and M/s Educomp Leaning Private Limited, subsidiary of the company for the property Flat no 204, 2 nd Floor, Samparpan Premises, Co -Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	94649	0.22	86875	7774	91.79	8.21
Total (A)	122444668	12665655	10.34	12657881	7774	99.94	0.06
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43090	0.10	43055	35	99.92	0.08
Total (B)	122444668	43090	0.04	43055	35	99.92	0.08
Result E- voting and Physical Ballot Papers	122444668	12708745	10.38	12700936	7809	99.94	0.06

Note:

*Public-others

1 Ballot paper considered invalid

5 votes considered invalid

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



#Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 17- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Flat no 802, Padma Tower -1, 5 Rajendra Place, New Delhi-110008

Resolution required: (Special Resolution)

Mode of voting: (E- voting)

Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	93949	0.22	87580	6369	93.22	6.78
Total (A)	122444668	12664955	10.34	12658586	6369	99.95	0.05

Mode of voting: (Physical Ballot Papers)

Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42490	0.10	42490	0	100.00	0.00
Total (B)	122444668	42490	0.03	42490	0	100.00	0.00

Result E-voting and Physical Ballot Papers	122444668	12707445	10.38	12701076	6369	99.95	0.05
---------------------------------------------------	------------------	-----------------	--------------	-----------------	-------------	--------------	-------------

Note:

***Public-others**

1 Ballot paper considered invalid
 605 votes considered invalid

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



#Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 18- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Khasra No. 819, 1st Floor, K2 Block, Near Apra Service Station Mahipalpur, New Delhi.							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	95794	0.23	89320	6474	93.24	6.76
Total (A)	122444668	12666800	10.34	12660326	6474	99.95	0.05
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	43090	0.10	43090	0	100.00	0.00
Total (B)	122444668	43090	0.04	43090	0	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12709890	10.38	12703416	6474	99.95	0.05

Note:

*Public-others

1 Ballot paper considered invalid

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



5 votes considered invalid

#Promoters and Promoter Group

54838245 shares were not voted

Resolution No. : 19- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Flat no 204, 2nd Floor, Samparpan Premises, Co -Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099							
Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public - Others	42174344	95594	0.23	87840	7754	91.89	8.11
Total (A)	122444668	12666600	10.34	12658846	7754	99.94	0.06
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42890	0.10	42890	0	100.00	0.00
Total (B)	122444668	42890	0.04	42890	0	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12709490	10.38	12701736	7754	99.94	0.06

Note:

*Public-others

Educomp Solutions Limited
 CIN:-L74999DL1994PLC061353
 Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
 Tel.: 91-124-4529000. Fax: 91-124-4529039.
 Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
 Tel.: 91-11-25755920. Fax: 91-11-25766775.
 Web site www.educomp.com
 Bangalore, Mumbai, Chennai, Hyderabad.



1 Ballot paper considered invalid
205 votes considered invalid
#Promoters and Promoter Group
54838245 shares were not voted

Thus, all the above resolutions, except resolution no. 10, were passed with requisite majority.

Thanking you.

For Educomp Solutions Limited



Yogesh Saluja
Company Secretary
Membership Number: A21916
Address: 3/206, Subhash Nagar, New Delhi-110027

Educomp Solutions Limited
CIN:-L74999DL1994PLC061353
Corporate office: 514, Udyog Vihar, Phase III, Gurgaon – 122001, Haryana (INDIA).
Tel.: 91-124-4529000. Fax: 91-124-4529039.
Registered Office: 1211, Padma Tower I, 5, Rajendra Place, New Delhi-110008.
Tel.: 91-11-25755920. Fax: 91-11-25766775.
Web site www.educomp.com
Bangalore, Mumbai, Chennai, Hyderabad.

Mr. Shantanu Prakash
Chairman & Managing Director
M/s Educomp Solutions Limited
1211, Padma Tower
15, Rajendra Place
New Delhi - 110 008

Sub: Scrutinizer Report on Postal Ballot

Dear Sir,

I, Abhishek Bansal, Advocate, having office at D-38, South Extension, Part I, New Delhi- 110049, was appointed as scrutinizer to conduct the postal ballot voting process of Educomp Solutions Limited ("Company"), by post or through electronic means, commencing on 9th July 2014 and closing on 7th August 2014, and submit my report as under:

1. The Company dispatched a notice dated 26th May 2014 to all the shareholders, along with the draft resolutions explaining the reasons therefor and requesting them to send their assent or dissent in writing on a postal ballot- by voting by post or through electronic means within a period of 30 days from the date of dispatch of the notice i.e. 7th August 2014.
2. The notice was duly sent by the following means: (a) through electronic means like registered e-mail id and/or (b) through courier service.
3. The Company had completed the dispatch of postal ballot forms ("Forms") to its members, on 08th July 2014, whose name(s) appeared on the Register of Members as on 20th June, 2014.
4. The Company published an advertisement in Rashtriya Sahara, a vernacular newspaper in the principal vernacular language of the district in the registered office of the Company is situated and having a wide circulation, and in Mint, an English newspaper having a wide circulation in the district, about having dispatched the ballot papers and specifying the details required to be mentioned therein in accordance with the Companies (Management and Administration) Rules, 2014 on 9th July 2014.
5. A notice of the postal ballot was also placed on the website of the Company forthwith after the notice was sent to the members and the same remained on the website of the Company till the last date of receipt of the postal ballots from the members.
6. Postal ballots received back from the shareholders were kept in safe custody before commencing the scrutiny of such postal ballot forms. No defaced or mutilated ballot papers were found, and the identity of shareholders was not disclosed by any person associated with the postal ballot process.



7. The Forms were duly opened in my presence and scrutinized and the shareholding was confirmed with the Register of Members as on June 20, 2014, being maintained by the Registrar and Share Transfer Agent ("RTA") of the Company.
8. All forms received from 9th July 2014, up to the close of working hours on 7th August 2014, the day and time fixed by the Company for receiving of the forms, were considered for scrutiny.
9. The ballot papers, which were incomplete, and/ or which were otherwise found defective have been treated as invalid and kept separately.
10. The result of the Postal Ballot is as under:
 - (a) **Resolution 1:** Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporates other than M/s Educomp Infrastructure & School Management Ltd and M/s Edu Smart Services Private Limited.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
129	54880760

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

Number of members voting	Number of votes cast by them
2	235

- (iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	345

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
183	11437588

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

Number of members voting	Number of votes cast by them
50	1228862

(b) **Resolution 2:** Special Resolution to approve the loan, investment and corporate Guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Educomp Infrastructure & School Management Ltd.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
125	54880618

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

Number of members voting	Number of votes cast by them
3	242

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
5	480

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
193	12588596

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

Number of members voting	Number of votes cast by them
39	76954

- (c) **Resolution 3:** Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Edu Smart Services Private Limited

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
129	54880693

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

Number of members voting	Number of votes cast by them
2	42

- (iii) **Invalid votes*:**

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	605

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
182	11436948

- (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them
50	1228602

- (d) **Resolution 4:** Special Resolution to approve the borrowing Limit U/S 180 (1) (c) of the Companies Act, 2013.

PHYSICAL BALLOTS

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



Number of members voting	Number of votes cast by them
127	54880652

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

Number of members voting	Number of votes cast by them
3	518

(iii) **Invalid votes***:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	15

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
191	12636518

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

Number of members voting	Number of votes cast by them
39	29252

(c) **Resolution 5:** Special Resolution to approve the limits U/S 180 (1) (a) of the Companies Act, 2013.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
128	54881182

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

Number of members voting	Number of votes cast by them
3	24

(iii) **Invalid votes*:**

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	134

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
194	12636623

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

Number of members voting	Number of votes cast by them
36	28597

(f) **Resolution 6:** Special Resolution to approve the Corporate Debt Restructuring Scheme in relation to restructuring of the Company debts.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
126	54880958

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

Number of members voting	Number of votes cast by them
6	377

(iii) **Invalid votes*:**

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.



E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
209	12663761

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

Number of members voting	Number of votes cast by them
22	1714

(g) **Resolution 7:** Special Resolution to approve the Educomp Employee Stock Option Scheme 2014

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
126	54880308

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

Number of members voting	Number of votes cast by them
3	302

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
3	705

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
165	11490633



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

Number of members voting	Number of votes cast by them
66	1175287

(h) **Resolution 8:** Special Resolution to approve the Educomp Employee Stock Option Scheme 2014 for subsidiaries.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
126	54881084

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

Number of members voting	Number of votes cast by them
4	141

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	15

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
158	11486907

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

Number of members voting	Number of votes cast by them
72	1178895

(i) **Resolution 9:** Special Resolution to approve the conversion of the loan into equity share capital of the Company.



PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
128	54881070

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

Number of members voting	Number of votes cast by them
2	140

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
187	12597659

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

Number of members voting	Number of votes cast by them
41	8600

(j) **Resolution 10:** Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company for the purchase of educational content from M/s Educomp Learning Private Limited.

PHYSICAL BALLOTS



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

Number of members voting	Number of votes cast by them
124	42290

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

Number of members voting	Number of votes cast by them
0	0

(iii) **Invalid votes***:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
3	805

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
188	1465335

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

Number of members voting	Number of votes cast by them
39	11199455

(k) **Resolution 11:** Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company to use of the part of the property bearing 1211, Padma Tower -1, 5 Rajendra Place, New Delhi-110008.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
124	42455

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

Number of members voting	Number of votes cast by them
1	35

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	605

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
196	12654470

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

Number of members voting	Number of votes cast by them
33	10609

(I) **Resolution 12:** Special Resolution to approve the agreement to be entered between the Company and Mr. Shantanu Prakash, related party to use the part of the property bearing Flat no. 35/1, H-Block, DLF Phase-1, Gurgaon.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
125	42900

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

Number of members voting	Number of votes cast by them
1	190

(iii) **Invalid votes***:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
175	12651542

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

Number of members voting	Number of votes cast by them
48	11891

(m) Resolution 13: Special Resolution to approve and ratify the agreement entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the Company.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
125	43070

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

Number of members voting	Number of votes cast by them
1	10

(iii) **Invalid votes***:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	15

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
192	12648289

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

Number of members voting	Number of votes cast by them
28	16801

(n) **Resolution 14:** Special Resolution to approve and ratify the agreement entered between the Company and M/s Learning Links Foundation, related party.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
126	43090

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

Number of members voting	Number of votes cast by them
0	0

(iii) **Invalid votes*:**

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
--------------------------	------------------------------



188	12646275
-----	----------

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

Number of members voting	Number of votes cast by them
39	18110

(o) **Resolution 15:** Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the Company for the property Plot no 85, NSEZ, Noida.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
123	42595

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

Number of members voting	Number of votes cast by them
2	295

(iii) Invalid votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	205

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
194	12654640

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

Number of members voting	Number of votes cast by them
32	11075

- (p) **Resolution 16:** Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the Company for the property Flat no 204, 2 nd Floor, Samparpan Premises, Co -Operative Society Ltd. New Link Road, Chakala, Andheri East, Mumbai-400099.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
125	43055

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

Number of members voting	Number of votes cast by them
1	35

- (iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
196	12657881

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

Number of members voting	Number of votes cast by them
34	7774

- (q) **Resolution 17:** Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the property Flat no 802, Padma Tower -1, 5, Rajendra Place, New Delhi-110008.

PHYSICAL BALLOTS

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



Number of members voting	Number of votes cast by them
125	42490

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

Number of members voting	Number of votes cast by them
0	0

(iii) **Invalid** votes*:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	605

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
194	12658586

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

Number of members voting	Number of votes cast by them
33	6369

(r) **Resolution 18:** Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the property Khasra No. 819, 1st Floor, K2 Block, Near Apra Service Station Mahipalpur, New Delhi.

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
126	43090

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

Number of members voting	Number of votes cast by them
0	0

(iii) **Invalid** votes:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
1	5

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
3	1100

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

Number of members voting	Number of votes cast by them
34	6474

(s) **Resolution 19:** Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the property Flat no 204, 2nd Floor, Samparpan Premises, Co -Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099

PHYSICAL BALLOTS

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

Number of members voting	Number of votes cast by them
125	42890

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

Number of members voting	Number of votes cast by them
0	0

(iii) **Invalid** votes:

Number of members (Whose votes were declared invalid)	Total Number of votes cast by them
2	205

*The Ballot Papers did not clearly mention about the assent or dissent, some were not signed as required and some ballot papers were not marked in the correct manner.

E- VOTING RESULTS

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

Number of members voting	Number of votes cast by them
198	12658846

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


Number of members voting	Number of votes cast by them
33	7754

11. The promoters of the Company holding 54838245 fully paid equity shares have not voted for the resolution no. 10 to 19 of the Postal Ballot Notice.
12. All the resolutions, except resolution no. 10, were passed with requisite majority.
13. A separate register has been maintained electronically, wherein the assent or dissent received, particulars of name, address, folio number of the shareholder, number of shares held by them and postal ballot forms which are invalid, has been recorded.
14. A Compact Disc (CD) containing register of physical and e-voting on resolutions, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
15. The postal ballot papers and all other relevant records shall be handed over to the Company Secretary/ Director authorised by the Board for safe keeping upon signing of the minutes of the Postal Ballot process by the Chairman.



16. The disclosure regarding the results of E-voting & postal ballot conducted as required under clause 35A of the Listing Agreement are as attached as Annexure-I.

Thanking you,
Yours Faithfully,



(Adv. Abhishek Bansal)

Dated: 11th August 2014

Place: New Delhi

Encl: a/a

EDUCOMP SOLUTIONS LIMITED

As per Clause 35A of the Listing Agreement with the Stock exchange
 Mode of Voting: Postal Ballot through Physical Ballot Papers and e-voting
 Voting Period-During 9th July 2014 to 7th August 2014
 Total number of shareholders on record date as on 20.06.2014 for Postal Ballot Papers conducted : 139878

Video Conferencing- N.A.	
Promoters and Promoter Group	0
Public - Institutional holders	0
Public - Others	0
Total	0

Note:- The meeting was not conducted through video-conferencing mode

Detail of the Agenda:

Promoter/ Public	No. of Shares held (1)	No. of valid votes casted (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 Casted (6)=[(4)/(2)]*100	% of votes against on votes Casted (7)=[(5)/(2)]*100
Resolution No. : 1. Special Resolution to approve the loan, investment and corporate guarantee limit of company US 186 of the Companies Act, 2013 in body corporates other than M/s Educomp Infrastructure & School Management Ltd and M/s Edu Smart Services Private Limited.							

Resolution required: (Special Resolution)							
Mode of voting: (E- voting)							
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	26432079	12571006	49.43	11360387	1210619	90.37	9.63
Public - Others	42174344	95444	0.23	77201	18243	80.89	19.11
Total (A)	122444668	12666450	10.34	11437588	1228862	90.30	9.70
Mode of voting: (Physical Ballot Papers)							
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	26432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42750	0.10	42515	235	99.45	0.55
Total (B)	122444668	54880995	44.82	54880760	235	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67547445	55.17	66318348	1229097	98.18	1.82

Note:

Public - Others*
 * Ballot paper considered invalid
 345 votes were considered invalid

Resolution No. : 2 - Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Educomp Infrastructure & School Management Ltd.

Resolution required: (Special Resolution)									
Mode of voting: (E-voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12511825	59181	99.53	81.20	18.80	0.47
Public - Others	42174344	94544	0.22	76771	17773	76954	99.39	0.61	0.00
Total (A)	122444668	12665550	10.34	12588596	76954	99.39	99.39	0.61	0.61
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	42615	0.10	42373	242	99.43	99.43	0.57	0.57
Total (B)	122444668	54880860	44.82	54880618	242	100.00	100.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67545410	55.16	67469214	77196	99.89	99.89	0.11	0.11

Note:
 * Public - Others
 † Ballot paper considered invalid
 480 votes were considered invalid

Resolution No. : 3 - Special Resolution to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies Act, 2013 in body corporate naming M/s Edu Smart Services Private Limited

Resolution required: (Special Resolution)									
Mode of voting: (E-voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11360387	1210619	90.37	80.98	19.02	9.63
Public - Others	42174344	94544	0.22	76561	17983	80.98	99.90	0.10	0.10
Total (A)	122444668	12665550	10.34	11436948	1228602	90.30	90.30	9.70	9.70
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	42490	0.10	42448	42	99.90	99.90	0.10	0.10
Total (B)	122444668	54880735	44.82	54880593	42	100.00	100.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67545285	55.16	66317641	1228644	98.18	98.18	1.82	1.82

Note:
 * Public - Others
 † Ballot papers considered invalid
 805 votes were considered invalid

Resolution No. : 4 - Special Resolution to approve the borrowing Limit US\$ 180 (1) (c) of the Companies Act, 2013.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12553793	17213	99.86	0.14	99.86	0.14
Public - Others	42174344	94764	0.22	82725	12039	87.30	12.70	87.30	12.70
Total (A)	122444668	12665770	10.34	12636518	29252	99.77	0.23	99.77	0.23
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	42925	0.10	42407	518	98.79	1.21	98.79	1.21
Total (B)	122444668	54881170	44.82	54880652	518	100.00	0.00	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546940	55.17	67517170	29770	99.96	0.04	99.96	0.04

Note:

*Public - Others

1 Ballot papers considered invalid

15 votes were considered invalid

Resolution No. : 5 - Special Resolution to approve the limits US\$ 180 (1) (a) of the Companies Act, 2013.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12553793	17213	99.86	0.14	99.86	0.14
Public - Others	42174344	94214	0.22	82830	11384	87.92	12.08	87.92	12.08
Total (A)	122444668	12665220	10.34	12636623	28597	99.77	0.23	99.77	0.23
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00	100.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	42737	0.10	42713	24	99.94	0.06	99.94	0.06
Total (B)	122444668	54880982	44.82	54881182	24	100.00	0.00	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67546202	55.16	67517805	28621	99.96	0.04	99.96	0.04

Note:

*Public - Others

1 Ballot papers considered invalid

134 votes were considered invalid

Resolution No. : 6 - Special Resolution to approve the Corporate Debt Restructuring Scheme in relation to restructuring of the Company debts.

Resolution required: (Special Resolution)										
Mode of voting: (E- voting)										
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00			
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00			
Public - Others	42174344	94469	0.22	92755	1714	98.19	1.81			
Total (A)	122444668	12665475	10.34	12663761	1714	99.99	0.01			
Mode of voting: (Physical Ballot Papers)										
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00			
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00			
Public - Others*	42174344	43090	0.10	42713	377	99.13	0.87			
Total (B)	122444668	54881335	44.82	54880358	377	99.99	0.01			
Result E-voting and Physical Ballot Papers	122444668	67546810	55.17	67544719	2091	99.99	0.01			

Note:
 *Public - Others
 1 Ballot papers considered invalid
 5 votes were considered invalid

Resolution No. : 7- Special Resolution to approve the Educomp Employee Stock Option Scheme 2014										
Resolution required: (Special Resolution)										
Mode of voting: (E- voting)										
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00			
Public - Institutional holders	25432079	12571006	49.43	11419568	1151438	90.84	9.16			
Public - Others	42174344	94914	0.23	71065	23849	74.87	25.13			
Total (A)	122444668	12665920	10.34	11490633	1175287	90.72	9.28			
Mode of voting: (Physical Ballot Papers)										
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00			
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00			
Public - Others*	42174344	42365	0.10	42063	302	99.29	0.71			
Total (B)	122444668	54880610	44.82	54880308	302	100.00	0.00			
Result E-voting and Physical Ballot Papers	122444668	67546530	55.16	66370941	1175589	98.26	1.74			

Note:
 *Public - Others
 1 Ballot papers considered invalid
 705 votes were considered invalid

Resolution No. : 8 - Special Resolution to approve the Educamp Employee Stock Option Scheme 2014 for subsidiaries.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12511825	1151438	90.84	9.16	90.84	9.16
Public - Others	42174344	94796	0.22	85634	67339	27467	71.04	28.06	28.06
Total (A)	122444668	12665802	10.34	12597559	11486907	1178895	90.69	9.31	9.31
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	42380	0.10	42825	141	99.67	0.33	0.33	0.33
Total (B)	122444668	54881225	44.92	54881084	141	100.00	0.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67547027	55.17	66367991	1179036	98.25	1.75	1.75	1.75

Note:
 *Public - Others
 1 Ballot paper considered invalid
 15 votes were considered invalid

Resolution No. : 9 - Special Resolution to approve the conversion of the loan into equity share capital of the company

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12511825	49.20	12511825	0	100.00	0.00	0.00	0.00
Public - Others	42174344	94434	0.22	85634	8600	90.89	9.11	9.11	9.11
Total (A)	122444668	12605259	10.30	12597559	8600	99.93	0.07	0.07	0.07
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	42825	0.10	42825	140	99.67	0.33	0.33	0.33
Total (B)	122444668	54881210	44.92	54881070	140	100.00	0.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	67487469	55.12	67478729	8740	99.99	0.01	0.01	0.01

Note:
 *Public - Others
 1 Ballot paper considered invalid
 5 votes were considered invalid

Resolution No. : 10 - Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company for the purchase of educational content from M/s Educomp Learning Private Limited.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	1389584	11182422	11.05	88.95	88.95	88.95
Public - Others	42174344	93784	0.22	76751	17033	0.184	18.16	18.16	18.16
Total (A)	122444668	12664790	10.34	1465335	11199455	11.57	88.43	88.43	88.43
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	42290	0.10	42290	0	0.00	100.00	100.00	0.00
Public - Others*	42174344	42290	0.03	42290	0	0.00	100.00	100.00	0.00
Total (B)	122444668	42290	0.03	42290	0	0.00	100.00	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12707080	10.38	1507625	11199455	11.86	88.14	88.14	88.14

Note:
 * Public - Others
 1 Ballot paper considered invalid
 805 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares not voted

Resolution No. : 11 - Special Resolution to approve the transaction/agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the to use of the part of the property bearing 1211, Padma Tower -1, 5 Rajendra Place, New Delhi-110008.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	100.00	100.00	0.00
Public - Others	42174344	94073	0.22	83464	10609	88.72	11.28	11.28	11.28
Total (A)	122444668	12665079	10.34	12654470	10609	99.92	0.08	0.08	0.08
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	42290	0.10	42255	35	99.92	0.08	0.08	0.08
Public - Others*	42174344	42290	0.03	42255	35	99.92	0.08	0.08	0.08
Total (B)	122444668	42290	0.03	42255	35	99.92	0.08	0.08	0.08
Result E-voting and Physical Ballot Papers	122444668	12707080	10.38	12696525	10644	99.92	0.08	0.08	0.08

Note:
 * Public - Others
 1 Ballot paper considered invalid
 605 Physical votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted



Resolution No. : 12 - Special Resolution to approve the agreement to be entered between the Company and Mr. Shantanu Prakash, related party to use the part of the property bearing Flat no. 35/1, H-Block, DLF Phase-1, Gurgaon

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	100.00	0.00
Public - Others	42174344	92427	0.22	80536	11891	87.13	87.13	12.87	0.09
Total (A)	122444668	12663433	10.34	12661542	11891	99.91			
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	43090	0.10	42900	190	99.56	99.56	0.44	0.44
Total (B)	122444668	43090	0.04	42900	190	99.56			
Result E-voting and Physical Ballot Papers	122444668	12706523	10.38	12694442	12081	99.90			0.10

Note:
 *Public-others
 1 Ballot paper considered invalid
 5 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 13 - Special Resolution to approve and ratify the agreement entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the									
Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	100.00	0.00
Public - Others	42174344	94084	0.22	77283	16801	82.14	17.86	17.86	0.13
Total (A)	122444668	12665990	10.34	12648289	16801	99.87			
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	43080	0.10	43070	10	99.98	99.98	0.02	0.02
Total (B)	122444668	43080	0.04	43070	10	99.98			0.02
Result E-voting and Physical Ballot Papers	122444668	12708170	10.38	12691359	16811	99.87			0.13

Note:
 *Public-others
 1 Ballot paper considered invalid
 15 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 14 - Special Resolution to approve and ratify the agreement entered between the Company and M/s Learning Links Foundation, related party.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	0.00	0.00
Public - Others	42174344	93379	0.22	75269	18110	80.61	19.39	0.00	0.00
Total (A)	122444668	12664385	10.34	12646275	18110	99.86	0.14	0.00	0.00
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	43090	0.10	43090	0	100.00	0	0.00	0.00
Total (B)	122444668	43090	0.04	43090	0	100.00	0	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12707475	10.38	12689365	18110	99.86	0.14	0.00	0.00

Note:
 * Public-others
 † Ballot paper considered invalid
 ‡ 5 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 15 - Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Educomp Learning Private Limited subsidiary of the company for the property Plot no 85, NSEZ, Noida.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	0.00	0.00
Public - Others	42174344	94709	0.22	83634	11075	88.31	11.69	0.00	0.00
Total (A)	122444668	12665715	10.34	12654640	11075	99.91	0.09	0.00	0.00
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others*	42174344	42890	0.10	42595	295	99.31	0.69	0.00	0.00
Total (B)	122444668	42890	0.04	42595	295	99.31	0.69	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12708605	10.38	12697235	11370	99.91	0.09	0.00	0.00

Note:
 * Public-others
 † Ballot paper considered invalid
 ‡ 205 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 16- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Educomp Learning Private Limited, subsidiary of the company for the property Flat no 204, 2 nd Floor, Samparjan Premises, Co -Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	100.00	0.00
Public - Others	42174344	946691	0.22	86875	7774	91.79	0	91.79	8.21
Total (A)	122444668	12656555	10.34	12857881	7774	99.94	0	99.94	0.06
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others	42174344	43090	0.10	43055	35	99.92	0	99.92	0.08
Total (B)	122444668	43090	0.04	43055	35	99.92	0	99.92	0.08
Result E-voting and Physical Ballot Papers	122444668	12708745	10.38	1270936	7809	99.94	0	99.94	0.06

Note:
 *Public-others
 1 Ballot paper considered invalid
 5 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 17- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Flat no 802, Padma Tower - 1, 5 Rajendra Place, New Delhi-110008

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0	100.00	0.00
Public - Others	42174344	93949	0.22	87590	6369	93.22	0	93.22	6.78
Total (A)	122444668	12654955	10.34	12658586	6369	99.95	0	99.95	0.05
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0	0.00	0.00
Public - Others	42174344	42490	0.10	42490	0	100.00	0	100.00	0.00
Total (B)	122444668	42490	0.03	42490	0	100.00	0	100.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12707445	10.38	12701076	6369	99.95	0	99.95	0.05

Note:
 *Public-others
 1 Ballot paper considered invalid
 605 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 18- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Khazra No. 819, 1st Floor, K2 Block, Near Apra Service Station Mahipalpur, New Delhi.

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00	0.00	0.00
Public - Others	42174344	95594	0.23	89320	6474	93.24	6.76	0.00	0.00
Total (A)	122444668	12666800	10.34	12660326	6474	99.95	0.05	0.00	0.00
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	43090	0.10	43090	0	100.00	0.00	0.00	0.00
Total (B)	122444668	43090	0.04	43090	0	100.00	0.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12709890	10.38	12703416	6474	99.95	0.05	0.00	0.00

Note:
 *Public-others
 1 Ballot paper considered invalid
 5 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Resolution No. : 19- Special Resolution to approve the Leave and License agreement to be entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the company for the property Flat no 204, 2nd Floor, Samparjan Premises, Co-Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099

Resolution required: (Special Resolution)									
Mode of voting: (E- voting)									
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100.00	0.00	0.00	0.00
Public - Others	42174344	95594	0.23	87940	7754	91.89	8.11	0.00	0.00
Total (A)	122444668	12666800	10.34	12658846	7754	99.94	0.06	0.00	0.00
Mode of voting: (Physical Ballot Papers)									
Promoters and Promoter Group#	54838245	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Institutional holders	25432079	0	0.00	0	0	0.00	0.00	0.00	0.00
Public - Others*	42174344	42890	0.10	42890	0	100.00	0.00	0.00	0.00
Total (B)	122444668	42890	0.04	42890	0	100.00	0.00	0.00	0.00
Result E-voting and Physical Ballot Papers	122444668	12709490	10.38	12701736	7754	99.94	0.06	0.00	0.00

Note:
 *Public-others
 1 Ballot paper considered invalid
 205 votes considered invalid
 #Promoters and Promoter Group
 54838245 shares were not voted

Abhishek Bansal
 Advocate

Dated: 9th August 2014
 Place: New Delhi