

# **DETAILS REGARDING THE POSTAL BALLOT VOTING RESULTS**

- ❖ Date of the EGM i.e. the date of declaration of results of Postal Ballot: 11<sup>th</sup> August, 2014
- ❖ Total number of shareholders as on record date i.e. 20<sup>th</sup> 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 on to approve panies Act, 20	No. of votes-in favour (4)	No. of votes- against (5)	% of votes in favour on votes Casted (6)=[(4)/(2 )]*100 and corpora	% of votes against on votes Casted (7)=[(5)/(2)]* 100
Infrastructure	& School Ma	anagement	Ltd and M/s Ed	du Smart Se	rvices Priva	ate Limited	w/s ⊏aucomp
Resolution re					The second residence and the second residence		
Mode of votin	ıg: (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 votin	g: (Physical	Ballot Pape	rs)				·
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.

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

Public - Others\*

1 Ballot paper considered invalid

345 votes were considered invalid

Resolution N limit of comp Infrastructure	pany U/S 186	of the Co	on to approve mpanies Act, Ltd.	the loan, in 2013 in boo	nvestment a dy corpora	and corpora te naming N	te Guarantee 1/s Educomp
Resolution re	equired: (Spec	cial Resolut	ion)				
Mode of votin	ng: (E- voting	)					
Promoters and Promoter				_			
Group Public - Institutional	54838245	0	0.00	0	0	0.00	0.00
holders Public -	25432079	12571006	49,43	12511825	59181	99.53	0.47
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 votin	ng: (Physical	Ballot Pape	rs)	***************************************			
Promoters and Promoter		J					
Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public -	25432079	0	0.00	0	0	0.00	0.00

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	Loaining		8.0

Institutional holders							
Public -		1					
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

\*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 c ompany U/S 186 of the Companies Act, 2013 in body corporate naming M/s Edu Smart Services Private Limited

Resolution r	equired: (Spe	cial Resolutio	on)		WELL THE		
	ng: (E- voting			a gramming an entering in the graph of the desired desired to the	W1 = 2 2 2 2 4 4 4 4 1 1 1 1 1 1 1 1 1 1 1 1		
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 voti	 ng: (Physical	Ballot Papers	<b>≽</b> )				
Promoters and Promoter Group	54838245	E402024F	400.00	F4000045		400.05	_
Public -	04030245	54838245	100.00	54838245	0	100.00	0.00
Institutional	25432079	0	0.00	0	0	0.00	0.00

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holders				, i			
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 N Companies A	No. : 4 - Spe Act, 2013.	cial Resolutio	on to appro	ve the borr	owing Limi	t U/S 180 (	1) (c) of the
Resolution re	equired: (Spe	cial Resolutio	n)				
	ng: (E- voting						
Promoters and Promoter Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional	01000240	0	0.00	U	U	0.00	0.00
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 votir	ng: (Physical	Ballot Papers		**************************************			
Promoters and Promoter							
Group Public -	54838245	54838245	100,00	54838245	0	100.00	0.00
Institutional holders	25432079	0	0.00	0	0	0.00	0.00
Public - Others*	42174344	42925	0.10	42407	518	98.79	1.21

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	(									
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			

- \*Public Others
- 1 Ballot papers considered invalid
- 15 votes were considered invalid

Resolution	No. : 5 - Spec	ial Resolutio	on to approve 2013		/S 180 (1) (a	) of the Com	panies Act,
Resolution re	equired: (Spe	cial Resoluti	on)				
Mode of voti	ng: (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 voti	ng: (Physical	Ballot Paper	·s)		,		
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
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Result E-							
voting and							
Physical							
Ballot							
Papers	122444668	67546202	55.16	67517805	28621	99.96	0.04

\*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 re	equired: (Spec	cial Resoluti	on)				
Mode of votin	ng: (E- voting	)					
Promoters					The state of the s		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
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	ng: (Physical	Ballot Paper	rs)				
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

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Ballot Papers	Physical			
Papers	Ballot			
	Papers			

\*Public - Others

1 Ballot papers considered invalid

5 votes were considered invalid

Resolution N 2014	lo. : 7- Speci	al Resolutio	n to approve	the Educor	np Employe	ee Stock Opti	ion Scheme
Resolution re	equired: (Spe	cial Resolutio	on)				
Mode of voti	ng: (E- voting	)	777 774 774 774 774 774 774 774 774 774				W
Promoters and Promoter							
Group	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders	25432079	12571006	49.43	11419568	1151438		
Public -		12.07 1000	TU.7U	11419000	1101430	90.84	9.16
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 voti	ng: (Physical	Ballot Paper	s)				0.20
Promoters and Promoter Group	54838245	54838245	100.00	54838245	0	100.00	0.00
Public - Institutional holders	25432079	0	0.00	04030243	0	0.00	0.00
Public -		<u> </u>	0.00		·	0.00	0.00
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	122444669	67546520	F.F. 4.0	00070044			1.74
Ballot Papers	122444668	67546530	55.16	66370941	1175589	98.26	

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Note:

\*Public - Others

1 Ballot papers considered invalid

705 votes were considered invalid

o.: 8- Specia	al Resolutio	n to approve	the Educon	np Employe	e Stock Opt	ion Scheme
quired: (Spec	cial Resoluti	on)	***************************************			
g: (E- voting	)	740				
51838315	0	0.00		0	0.00	0.00
						9.16
42174344	94796	0.22	67339	27457	71.04	28.96
122444668	12665802	10.34	11486907	1178895	90.69	9.31
g: (Physical	Ballot Paper	s)				**************************************
54838245	54838245	100 00	54838245	٥	100.00	0.00
25432079	0	0.00	0	0	0.00	0.00
42174344	42980	0.10	42839	141	99.67	0.33
122444668	54881225	44.82	54881084	141	100.00	0.00
122444609	67547027	E [ 47	00007004	4470000	00.05	1.75
	quired: (Species: (E-voting) 54838245 25432079 42174344 122444668 g: (Physical) 54838245 25432079 42174344	quired: (Special Resoluting: (E- voting)  54838245 0  25432079 12571006  42174344 94796 122444668 12665802  g: (Physical Ballot Paper  54838245 54838245  25432079 0  42174344 42980 122444668 54881225	quired: (Special Resolution) g: (E- voting)  54838245	quired: (Special Resolution) g: (E- voting)  54838245	quired: (Special Resolution) g: (E- voting)  54838245	quired: (Special Resolution) g: (E-voting)  54838245

Note:

\*Public - Others

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1 Ballot paper considered invalid 15 votes were considered invalid

Resolution N capital of the	lo. : 9- Spec company	ial Resolution	n to approve	the convers	sion of the	loan into	equity share
Resolution re	equired: (Spec	cial Resolutio	on)				
Mode of voti	ng: (E- voting	)					
Promoters and					\$ Add		
Promoter		-					
Group	54838245	0	0.00	0	0	0.00	0.00
Public -			0.00		0	0.00	0.00
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 votin	ng: (Physical	<b>Ballot Papers</b>	s)		TV (F S de de S V S e else de la bandanca de mática en un un un un un marco S e apres		
Promoters							
and							
Promoter	54000045	54000045					
Group Public -	54838245	54838245	100.00	54838245	0	100.00	0.00
Institutional	· Control of the cont						
holders	25432079	0	0.00	0	0	0.00	0.00
Public -	20.102010		0.00	<u> </u>		0.00	0.00
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

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Web site <a href="https://www.educomp.com">www.educomp.com</a> 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.

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***************************************		cial Resolution	)				
Promoters	ng: (E- voting	) 			1		
and					1		
Promoter							
Group	54838245	0	0.00	0	0	0.00	0.00
Public -			0.00			0.00	0.00
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 voti	ng: (Physical	Ballot Papers)					
Promoters				70 dad			
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 -	10171011						
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	400444000	40707000					
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** 

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#### 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 re	quired: (Spec	ial Resoluti	on)				
Mode of votin	ıg: (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 votir	ng: (Physical	Ballot Paper	rs)				
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** 

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Company ar	No. : 12 - S <sub>l</sub> nd Mr. Shanta k, DLF Phase-	oecial Resoluti nu Prakash, re 1, Gurgaon	on to appr lated party	rove the agre to use the p	ement to k art of the p	e entered be roperty bearin	tween the
Resolution r	equired: (Spe	cial Resolution	)			V	
Mode of voti	ng: (E- voting	)	I				
Promoters							
and							
Promoter							
Group	54838245	0	0.00	0	0	0.00	0.00
Public -							
Institutional	05.100055						
holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public -	40474044	00.40					
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 voti	ng: (Physical	Ballot Papers)				773 M. L.	
Promoters							
and							
Promoter							
Group#	54838245	0	0.00	0	0	0.00	0.00
Public -						THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS NAMED IN COLUMN TW	
Institutional							
holders	25432079	0	0.00	0	0	0.00	0.00
Public -	404774544						
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	00.00	0.40
Noto			10.00	14034444	12001	99.90	0.10

Note:

\*Public-others

1 Ballot paper considered invalid

5 votes considered invalid

**#Promoters and Promoter Group** 

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Company and M/s Educomp Learning Private Limited, subsidiary of the company. Resolution required: (Special Resolution) Mode of voting: (E-voting) **Promoters** and Promoter 0.00 0.00 54838245 0 0.00 0 Group Public -Institutional 100.00 12571006 49.43 12571006 0.00 holders 25432079 Public -Others 42174344 94084 0.22 77283 16801 82.14 17.86 12648289 16801 99.87 0.13 122444668 | 12665090 10.34 Total (A) Mode of voting: (Physical Ballot Papers) Promoters

Resolution No.: 13 - Special Resolution to approve and ratify the agreement entered between the

Oloupii	0 1000=10	•	0.00	9		0,00	9.00
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							

10.38

12691359

0.00

0

0

16811

0.00

99.87

0.00

0.13

Ω

#### Note:

Ballot

**Papers** 

and Promoter

Groun#

#### \*Public-others

1 Ballot paper considered invalid

54838245

122444668 12708170

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.





Resolution N Company and	lo. : 14 - Sped d M/s Learnin	cial Resolution g Links Found	i to approve ation, relate	e and ratify t ed party.	he agreeme	ent entered be	tween the
	THE MATERIAL CONTROL OF THE PARTY OF THE PAR	<u> </u>					
Resolution re	equired: (Spe	cial Resolution	)		//II		
	ng: (E- voting	)					
Promoters							
and							
Promoter							
Group	54838245	0	0.00	0	0	0.00	0.00
Public -				1			
Institutional							
holders	25432079	12571006	49.43	12571006	0	100.00	0.00
Public -	1015151						
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 votin	ng: (Physical	Ballot Papers)					
Promoters	The state of the s						
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.





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

	equired: (Spe		on)				
	ng: (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	ng: (Physical	Ballot Papers	3)				<u> </u>
Promoters			-4				*
and							
Promoter						-	
Group#	54838245	0	0.00	0	0	0.00	0.00
Public -						0.00	0.00
Institutional							
holders	25432079	0	0.00	0	.0	0.00	0.00
Public -			V-P				0,00
Others*	42174344	42890	0.10	42595	295	99.31	0.69
Total (B)	122444668	42890	0.04	42595	295	99.31	0.69
						00,01	0.00
Result E-							
voting and					-		
Physical							
Ballot						ļ	
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 <a href="www.educomp.com">www.educomp.com</a> Bangalore, Mumbai, Chennai, Hyderabad.





Resolution No.: 16- Special Resolution to approve the Leave and License agreement to be entered between 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 re			ion)				
Mode of votir	າg: (E- voting	)					7.1.
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 -					111111111111111111111111111111111111111		The state of the s
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	ig: (Physical	Ballot Papei	rs)		······································		
Promoters							
and							
Promoter							
Group#	54838245	0	0.00	0	0	0.00	0.00
Public -						0.00	0.00
Institutional							
holders	25432079	0	0.00	0	0	0.00	0.00
Public -						0.00	0.00
Others*	42174344	43090	0.10	43055	35	99.92	0.08
Total (B)	122444668	43090	0.04	43055	35	99.92	0.08
						00.02	0.00
Result E-							
voting and							
Physical	77.						
Ballot					ļ		
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.





# **#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 re	quired: (Spec	ial Resolution	n)				
	ng: (E- voting)	LULE LULI DALLE DALLE MARIE PROGRAMMENTO		to the same of the last state of the same			
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 voti	ng: (Physical	Ballot Papers	)		ann haide a fa' ' a Taob I 181 steagairtín a a na mar a gcuir a fa bha da de g	de ha haar de haareel heel heelste de strik heelste kelde de de heelste de heelste de heelste de heelste de h	\$1.0 c. c. 1.0 c.
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.





# **#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 re	equired: (Spec	cial Resoluti	on)				— p — p — p — p — p — p — p — p — p — p
Mode of voti	ng: (E- voting	)	a di Andreiro di Principi i Antone i A	felm 1 d / lo A h 1 m ho			
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 -	42174344	95794	0.23	89320	6474	93.24	6.76
Total (A)	122444668	12666800	10.34	12660326	6474	99.95	0.05
	ng: (Physical	1					
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							0.05
	122444668	12709890	10.38	12703416	6474	99.95	

#### Note:

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.



<sup>\*</sup>Public-others



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 re	equired: (Spec	cial Resolution	)		<b>.</b>	,	
Mode of voti	ng: (E- voting	)	E to the tree comment to a man a decrease on an are as				
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
Promoters and Promoter	ng: (Physical	Ballot Papers)					
Group#	54838245	0	0.00	0	0	0.00	0.00
Public - Institutional holders Public -	25432079	0	0.00	0	0	0.00	0.00
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.





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 Lingitedio

Yogesh Saluja

Company Secretary

Membership Number: A21916

Address: 3/206, Subhash Nagar, New Delhi-110027

New Delhi

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.

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:

- The Company dispatched a notice dated 26<sup>th</sup> 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. 7<sup>th</sup> 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 08<sup>th</sup> July 2014, whose name(s) appeared on the Register of Members as on 20<sup>th</sup> 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 9<sup>th</sup> 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.

D-38, South Extention, Part-1, New Delhi-110049 E-mail:abhishek-bansal@hotmail.com Ph: +91 9873191956

- 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 9<sup>th</sup> July 2014, up to the close of working hours on 7<sup>th</sup> 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	Total Number of votes cast by
(Whose votes were declared invalid)	them
2	345

<sup>\*</sup>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

<sup>\*</sup>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 east by them
193	12588596

(ii) Voted against the resolution:

Number of members voting	Number of votes east 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

<sup>\*</sup>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 east 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

<sup>\*</sup>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

(e) 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

<sup>\*</sup>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

<sup>\*</sup>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

<sup>\*</sup>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

R

(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	1.5

<sup>\*</sup>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	Total Number of votes cast by
(Whose votes were declared invalid)	them
	5

<sup>\*</sup>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

B

(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

<sup>\*</sup>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

3

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

Number of members voting	Number of votes cast by them
	35

(iii) Invalid votes\*:

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

<sup>\*</sup>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:

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



	W	
(111)	Invalid	Vataci
(111)	THE ASSESSED.	VUICS

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

<sup>\*</sup>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
I	10

(iii) Invalid votes\*:

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

A

\*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

<sup>\*</sup>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

R

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 Leaning 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

<sup>\*</sup>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

R

(p) Resolution 16: Special Resolution to approve the Leave and License agreement to be entered between 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.

### PHYSICAL BALLOTS

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

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

(ii) Voted aginst 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
	5

<sup>\*</sup>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:

To

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

<sup>\*</sup>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
Ī	5

<sup>\*</sup>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, 2<sup>nd</sup> 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

A

### (iii) Invalid votes:

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

<sup>\*</sup>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,

(Mv. Abhishek Bansal)

Dated: 11th August 2014

Place: New Delhi

Encl: a/a

# EDUCOMP SOLUTIONS LIMITED

Mode of Voting: Postal Ballot through Physical Ballot Papers and e-voting As per Clause 35A of the Listing Agreement with the Stock exchange

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 : 138678

Promoters and Promoter Group 0

Public - Institutional holders 0

Public - Others 0

Total 0

Note- The meeting was not conducted through video-conferancing mode Video Conferancing- N.A.

Promoters and Promoter Group

Public - Institutional holders

# 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 No. of votes-favour against (4) (5)	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.	rove the loan, inve-	stment and corpo	tion to approve the loan, investment and corporate guarantee limit of company U/S 186 of the Companies than M/s Educomp Infrastructure & School Management Ltd and M/s Edu Smart Services Private Limited	of company U/S 18 /s Edu Smart Serv	86 of the Compa ices Private Lim	nies Act, 2013 in bo ited.	dy corporates other
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 Promoter Group#	54838245	54838245	100.00	54838245	0	100.00	0.00
	25432079	0	0.00	0	0	0.00	0.00
Public - Institutional holders	42174344	42750			235	99.45	0.55
Public - Institutional holders Public - Others*			0.10	42010			

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

Resolution No. : 2 - Special Resolution to approve the Ioan, 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.

0.11	99.89	77196	67469214	55.16	67546410	122444668	Result E-voting and Physical Ballot Papers
	9						
0.00	100.00	242	54880618	44.82	54880860	122444668	lotal (B)
0.57	99.43	242	42373	0.10	42615	42174344	Public - Others
0.00	0.00	0	0	0.00	0	25432079	Public - institutional holders
0.00	100.00	0	54838245	100,00	54838245	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
0.61	99.39	76954	12588596	10.34	12665550	122444668	lotal (A)
18.80	81.20	17773	76771	0.22	94544	42174344	rupile - Omers
0.47	99.53	59181	12511825	49.43	12571006	25432079	rubic - institutional noiders
0.00		0	0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							Resolution required: (Special Resolution)

\*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

54838245	0	0.00	0	0	0.00	000
25432079	12571006	49.43	11360387	1210619	Q0 37	0.63
42174344	94544	0.22	76561	17983	80 98	10.02
22444668	12665550	10.34	11436948	1228602	90.30	9 70
						0.70
54838245	54838245	100.00	54838245	0	100 00	0 00
25432079	0	0.00	0	0	0.00	000
42174344	42490	0.10	42448	42	99 90	0.10
22444668	54880735	44.82	54880693	42	100.00	0.00
	67546085	55.16	66317641	1228644	98.18	1.82
22444668	01040400					
		12	12571006 94544 12665850 1266850 1266735	12571006 49.43 94544 0.22 12665850 10.34 12865850 10.00 0 0.00 54838245 100.00 0 0.00 42490 0.10 54880735 44.82	12571006 49.43 11360387 12100 94544 0.22 76561 173 12665850 10.34 11438948 12288 12665850 10.34 11438948 12288 12665850 10.34 1438948 12288 10.54838245 100.00 54838245 0 0.00 54838245 0 0.00 54838245 0 0.00 54838245 0 0.00 54838245 0 0.00 54838245	0 0.00 0.00 0 12571006 49.43 11360387 1210619 94544 0.22 76561 17983 12665550 10.34 11438948 1228602 10.34 11438948 0 54838245 100.00 54838245 0 0 0.00 54838245 0 0 0.00 42490 0.10 42448 42 54880735 44.82 54880693 42

ex.

33.96	01104	0111110				Note:
8		67517170	55.17	67546940	122444668	Result E-voting and Physical Ballot Papers
00.00						
00 00		54880652	44.82	54881170	122444668	viai (D)
98 79	518	42407	0.10	42925	921/9394	51/8)
0.00	0	C	0.00		10171011	Public - Others*
UU.UU		07300000	200	0	25432079	Public - Institutional holders
		ANCRERNA	100.00	54838245	54838245	Promoters and Promoter Group#
99.11						Wode of voting: (Physical Ballot Papers)
00 77		12636518	10.34	12665770	122444668	
87.30	12039	82725	22.0	9704		Total (A)
98.86		CGIDCCT	0.10	04764	42174344	Public - Others
0.00		400000000000000000000000000000000000000	40.42	12571006	25432079	Public - Institutional holders
			000	0	54838245	Promoters and Promoter Group
						Mode of voting: (E- voting)
						Resolution required: (Special Resolution)

(D)	
-	
(3)	
	1
~	
(T)	
	- C

54838245     0     0.00     0     0     0.00       25432079     12571006     49.43     12553793     17213     99.86       42174344     94214     0.22     82830     11384     87.92       122444668     12655220     10.34     1263623     28597     99.77       54838245     54838245     100.00     54838245     0     100.00       42174344     42737     0.00     54838245     0     0.00       42174344     42737     0.10     42713     24     99.94       122444668     54880982     44.82     54881182     24     100.00       122444668     67545002     65.62     54881182     24     100.00	100.00 0.00 99.94 100.00		5753	00.00	20204010		
Lial Resolution)     (E-voting)     0.00     0.00     0.00       0up     54838245     0.00     0.00     0.00       25432079     12571006     49.43     12553793     17721     986       42174344     94214     0.22     82830     11384     87.92       122444668     12665220     10.34     12636523     28597     99.77       cal Ballot Papers)     54838245     54838245     100.00     54838245     0     100.00       25432079     42737     0.10     54838245     0     100.00       42174344     42737     0.10     42713     24     99.94       122444668     54880982     44.82     54881182     24     100.00	100.00 0.00 99.94 100.00		040	nn 40	87546303	122444668	Result E-voting and Physical Ballot Papers
bial Resolution)     (E-voting)     0.00     0.00     0       0up     54838245     0     0.00     0     0       25432079     12571006     49.43     12553793     17213       42174344     94214     0.22     82830     11384       122444668     12665220     10.34     1263623     28587       call Ballot Papers)     54838245     100.00     54838245     0     0       0     25432079     0     0.00     54838245     0     0       42174344     42737     0.10     42713     24     1       122444668     54880982     44.82     54881182     24     1	100.00 0.00 99.94						
(E-voting)     54838245     0     0.00     0     0     0       oup     25432079     12571006     49.43     12553793     17721     986       42174344     94214     0.22     82830     11384     87.92       421844868     12665220     10.34     12636623     28597     99.77       cal Ballot Papers)     54838245     54838245     100.00     54838245     0     100.00       42174344     42737     0.10     54838245     0     0     0     0       42144668     42737     0.10     42713     24     99.94	100.00 0.00 99.94	31182	5486	44.82	78608960	000000071	
Islat Resolution)  [E-voting]  54838245  0 0.00  0.00  0.00  25432079  12571006  49.43  12553793  17213  99.86  42174344  94214  0.22  82830  11384  87.92  12685220  10.34  12836233  28597  99.77  10.00  54838245  100.00  54838245  100.00  642174344  42737  0.00  60  0 0.00  0 0.00	100.00	42/13		0.10	1000000	122444669	Total (B)
(E-voting)     54838245     0     0.00     0     0.00       oup     25432079     12571006     49.43     12553793     17213     99.6       42174344     94214     0.22     82830     11384     87.92       122444868     12665220     10.34     12636623     28597     99.77       cal Ballot Papers)     54838245     54838245     100.00     54838245     0     100.00       25432079     0     0.00     54838245     0     0.00		2242		0 10	42737	42174344	Child - Others
bial Resolution)     (E-voting)     0.00     0.00     0.00       oup     54838245     0.00     0.00     0.00       25432079     12571006     49.43     1253793     17213     99.86       42174344     94214     0.22     82830     11384     87.92       cal Ballot Papers)     122444668     12665220     10.34     12636623     28597     99.77       bup#     54838245     54838245     54838245     100.00     54838245     0     100.00		0		0.00	0	R/070407	Diship Othors*
uired: (Special Resolution)         0         0.00         0		38245	5480	100.00	04300010	070000	Public - Institutional holders
uired: (Special Resolution)         Uired: (Special Resolution)         0         0.00         0         0.00         0         0.00 </td <td></td> <td></td> <td>2000</td> <td>100.00</td> <td>54838945</td> <td>54838245</td> <td>romoters and Promoter Group#</td>			2000	100.00	54838945	54838245	romoters and Promoter Group#
uired: (Special Resolution)     4838245     0     0.00     0     0.00       Promoter Group     25433079     12571006     49.43     12553793     17213     99.80       onal holders     42173344     94214     0.22     82830     11384     87.92       thor UBhriston British     122444668     12665220     10.34     1283623     28897     99.77							mone of voiling, It hysical pallot Papers)
uired: (Special Resolution)       le of voting: (E-voting)     54838245     0     0.00     0     0.00       Promoter Group     25432079     12571006     49.43     1253793     17213     99.86       Onal holders     42174344     94214     0.22     82830     11384     87.92       122444668     1264520     49.43     1256520     11384     87.92			1200	10.04	18000081		Mode of voting: (Physical Ballat Barra
uired: (Special Resolution)     uired: (Special Resolution)       te of voting: (E. voting)     0.00       54838245     0.00       Promoter Group     0.00       0.00	20.10		4000	40.24	12865220	122444668	(Ma) (M)
uired: (Special Resolution)       le of voting: (E-voting)       54838245       0       0.00       0 <tr< td=""><td>87 92</td><td></td><td>~</td><td>0.22</td><td>24214</td><td>145C41174</td><td>Total (A)</td></tr<>	87 92		~	0.22	24214	145C41174	Total (A)
uired: (Special Resolution)           uered: (Special Resolution)           e of voting: (E: voting)           54838245         0         0.00         0.00           Promoter Group         54838245         0         0.00         0.00           pnal holders         25432079         12571006         49.43         12563203         47043	99.88		1200		0.404.0	VVCVLVV	Public - Others
Sial Resolution)       (E-voting)       54838245       0       0.00       0			1251	49 43	12571006	25432079	Palic - Illenmindial Hallana
54838345	0 000 000	0		0.00	C	0.1000010	Dublic - Institutional holders
esolution required: (Special Resolution)  Mode of voting: (E-voting)						54838245	Promoters and Promoter Group
esolution required: (Special Resolution)							(Rode of voting: (E-voting)
esolution required: (Spacial Paschition)							(HOURIST PASSES AND
							Resolution required: (Special Resolution)



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

0.01	99.99	2091	67544719	55.17	67546810	122444668	Result E-voting and Physical Ballot Papers
0.01	99.99	377	54880958	44.82	54881335	122444668	Total (B)
0.87	99.13	377	42713	0.10	43090	42174344	Public - Others*
0.00	0.00	0	0	0.00	0	25432079	Public - Institutional holders
0.00	100.00	0	54838245	100.00	54838245	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
0.01	99.99	1714	12663761	10.34	12665475	122444668	Total (A)
1.81	98.19	1714	92755	0.22	94469	42174344	Public - Others
0,00	100.00	0	12571006	49.43	12571006	25432079	Public - Institutional holders
0.00	0.00	0	0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							Resolution required: (Special Resolution)

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

							Note:
1.75	98.25	1179036	66367991	55.17	67547027	122444668	Result E-voting and Physical Ballot Papers
0.00	100.00	141	54881084	44.82	54881225	122444668	Total (B)
0.33	99.67	141	42839	0.10	42980	42174344	Public - Others*
0.00	0.00	0	0	0.00	0	25432079	Public - Institutional holders
0.00	100.00	0	54838245	100.00	54838245	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
9.31	90.69	1178895	11486907	10.34	12665802	122444668	Total (A)
28.96	71.04	27457	67339	0.22	94796	42174344	Public - Others
9.16	90.84	1151438	11419568	49.43	12571006	25432079	Public - Institutional holders
0.00	0.00	0	0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							Resolution required: (Special Resolution)

							Public - Others
0.01	99.99	8740	67478729	55.12	67487469	122444668	Result E-voting and Physical Ballot Papers
0.00	100.00	140	54881070	44.82	54881210	122444668	Total (B)
0.33	99.67	140	42825	0.10	42965	42174344	Public - Others*
0.00	0.00	0	0	0.00	0	25432079	Public - Institutional holders
0.00	100.00	0	54838245	100.00	54838245	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
0.07	99.93	8600	12597659	10.30	12606259	122444668	Total (A)
9.11	90.89	8600	85834	0.22	94434	42174344	Public - Others
0.00	100.00	0	12511825	49.20	12511825	25432079	Public - Institutional holders
0.00	0.00	0	0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							Resolution required: (Special Resolution)

Resolution required: (Special Resolution)
Mode of voting: (E-voting)
Promoters and Promoter Group
Public - Institutional holders
Public - Others
Total (A) Mode of voting: (Physical Ballot Papers)
Promoters and Promoter Group#
Public - Institutional holders
Public - Others\* 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. 54838245 25432079 42174344 122444668 54838245 25432079 42174344 122444668 0 12571006 93784 **12664790** 0.00 49.43 0.22 10.34 0.00 0 1388584 76751 **1465335** 0 0 42290 42290 0000 0.00 0.00 100.00 0.00 11.05 81.84 11.57 0.00 88.95 18.16 88.43 0.00

#Promoters and Promoter Group	805 votes considered invalid	1 Ballot paper considered invalid	Fublic - Others

Total (B)

54838245 shares not voted

Resolution required: (Special Resolution)							
Mode of voting: (E-voting)							
romoters and Promoter Group	54838245	0	0.00	. 0	0	0.00	0.00
	07100000			2000	>	100 00	000

			X				Public-others  Ballot paper considered invalid  BOS Develop to the considered invalid
	99.92	10644	12696925	10.38	12707569	122444668	Result E-voting and Physical Ballot Papers
0.08	99.92	35	42455	0.03	42490	122444668	Total (B)
0.08	99.92	35	42455	0.10	42490	42174344	Public - Others*
0.00	0.00	0	0	0.00		25432079	Public - Institutional holders
0.00	0.00	0	0	0.00	0	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
0.08	99.92	10609	12654470	10.34	12665079	122444668	Total (A)
11.28	88.72	10609	83464	0.22	94073	42174344	Public - Others
0.00	100.00	0	12571006	49.43	12571006	25432079	Public - Institutional holders
0.00	0.00	0	. 0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							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	125/1006	49.43	125/1006	0	100.00	0.00
Public - Utners	421/4344	17676	77.0	00000	11691	07.13	10.51
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 "Public-others 1 Ballot paper considered invalid 5 votes considered invalid							

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



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

54838245	0	0.00	0	0	0.00	
25432079	12571006	49,43	12571006	0	100.00	0.00
42174344	93379	0.22	75269	18110	80.61	19 39
122444668	12664385	10.34	12646275	18110	99.86	0.14
54838245	0		0	0	0.00	0.00
25432079	0	0.00	0	0	0.00	0.00
42174344	43090	0.10	43090	0	100.00	0.00
122444668	43090	0.04	43090	0	100.00	0.00
122444668	12707475	10.38	12689365	18110	99.86	0.14
	54838245 25432079 42174344 122444668 54838245 25433079 42174344 122444668 122444668	12571006 93379 12564385 12664385 0 0 43090 12707475	12571066 4 93379 93379 12564385 0 0 0 43090 43090	12571006 49.43 125 93379 0.22 126 12564385 10.34 126 0 0.00 0.00 0.00 0.00 0.10 43090 0.04 12707475 10.38 126	0 0,00 1,2571006 49,43 1,2571006 1811 93379 0,22 75289 1811 12564385 10.34 12645275 1811 0 0,00 0,00 0 43090 0,10 43090 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 126490 1264900 1264	0 0.00 0.00 0 12571006 49.43 1.2571006 0 93379 0.22 75269 18110 12564385 10.34 12545275 18110 0 0.00 0 0 0.00 0 43090 0.10 43090 0 43090 0.04 43090 0 12707475 10.38 12689365 18110

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

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



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 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-400059.

Mesolution 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	
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	000
Public - Institutional holders	25432079	0	0.00	0	0	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							
Ballot paper considered invalid     votes considered invalid							

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	000
Public - Institutional holders	25432079	12571006	49.43	12571006	0	100 00	000
Public - Others	42174344	93949	0.22	87580	6369	93 22	678
Total (A)	122444668	12664955	10.34	12658586	6369	99.95	0.05
Mode of voting: (Physical Ballot Papers)						3 3 3	
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	0000
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	39 95	0.05
Note:							



1 Ballot paper considered invalid 605 votes considered invalid #Promoters and Promoter Group 54836245 sharps 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.

0.05	99.95	6474	12703416	10.38	12709890	122444668	Result E-voting and Physical Ballot Papers
0.00	100.00	0	43090	0.04	43090	122444668	Total (B)
0.00	100.00	0	43090	0.10	43090	42174344	Public - Others*
0.00	0.00	0	0	0.00	0	25432079	Public - Institutional holders
0.00	0,00	0	0	0.00	0	54838245	Promoters and Promoter Group#
							Mode of voting: (Physical Ballot Papers)
0.05	99.95	6474	12660326	10.34	12666800	122444668	Total (A)
6.76	93.24	6474	89320	0.23	95794	42174344	Public - Others
0.00	100.00	0	12571006	49.43	12571006	25432079	Public - Institutional holders
0.00	0.00	0	0	0.00	0	54838245	Promoters and Promoter Group
							Mode of voting: (E- voting)
							Resolution required: (Special Resolution)

Note:

Public-others

1 Ballot paper considered invalid
5 votes 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, Samparpan Premises, Co. Operative Society Ltd, New Link Road, Chakala, Andheri East, Mumbai-400099

Mode of roting (F. roting)		
Node of Potring, It- Potring)		
54838245 0	0	
12571006 49.43	0 100	00.00
95594 0.23 87840		
10.34		99.94 0.06
Promoters and Promoter Group# 54838245 0 0.00 0 0	0	0.00
0	0	
42890 0.10	0 100	
Total (B) 122444668 42890 0.04 42890 0	0 100	100.00 0.00
Result E-voting and Physical Ballot Papers 122444668 12709490 10.38 12701736 7754		

Dated: 9th August 2014 Place: New Delhi