

Date: 27.09.2018



To,  
The Manager  
Department of Corporate Service  
BSE Limited  
25<sup>th</sup> Floor, P. J. Towers,  
Dalal Street, Fort  
Mumbai – 400001

Dear Sir,  
Scrip Code: 534741

**Sub: Details of voting results at the Annual General Meeting of Virtual Global Education Limited.**

This is to inform you that the Annual General Meeting of Virtual Global Education Limited was held on Tuesday, the 25<sup>th</sup> day of September, 2018 at 11.00 AM at Aiwan-e-Ghalib Auditorium, Mata Sundari Lane, I.T.O, and New Delhi-110002.

All the items of Business as mentioned in the notice convening the said Annual General Meeting have been transacted and all the resolutions has been passed by the shareholders by requisite majority either by remote e-voting or through voting by poll conducted at the Annual General Meeting.

In compliance with the requirements under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015, we are furnishing relevant details pertaining to the Annual General Meeting in the prescribed formats.

Further we are also enclosing the Report of the Scrutinizer dated 27<sup>th</sup> September, 2018, on remote e-voting, and on poll at the Annual General Meeting.

We are request you to kindly take note of the above.

Thanking you,  
Yours faithfully,

For Virtual Global Education Limited

  
Authorized Signatory



**Voting results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Date of AGM	25 <sup>th</sup> September, 2018
Total number of Shareholders on record date	8189
Number of Shareholders present in the meeting either in person or through proxy: (a) Promoters and Promoters Group (b) Public	3 36
No. of Shareholders attended the meeting through Video Conferencing: (a) Promoters and Promoters Group (b) Public	No Video Conference



**Agenda-wise disclosure:**

**Item No.1**

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary No							
Description of resolution considered		To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0	
	Poll	98000000	9800000	100.0000	98000000	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	98000000	9800000	100.0000	98000000	0	100.0000	0.0000	
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	34943923	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	34943923	0	0.0000	0	0	0.0000	0.0000	
Public-Non Institutions	E-Voting		460761	0.1585	456061	4700	98.9799	1.0201	
	Poll	290719775	1026045	35.2933	10260452	0	100.0000	0.0000	
	Postal Ballot (if applicable)		24	0.0000	4	0	0	0	
	<b>Total</b>	290719775	1030652	35.4518	10306058	5	4700	99.9954	0.0046
<b>Total</b>		423663698	2010652	47.4587	20106058	5	4700	99.9977	0.0023
<b>Whether resolution is Pass or Not.</b>							Yes		

Handwritten signature and circular stamp of New Delhi Education Limited.

Item No.2

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No To re-appoint Mr. Neeraj Kaushik (DIN 02462310), who retires by rotation and being eligible, offers him for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	98000000	0	0.0000	0	0	0	0
	Poll		980000	100.0000	980000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	98000000	980000	100.0000	980000	0	100.0000	0.0000
Public-Institutions	E-Voting	34943923	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34943923	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	290719775	460761	0.1585	455451	5310	98.8476	1.1524
	Poll		102604	35.2933	102604	0	100.0000	0.0000
	Postal Ballot (if applicable)		524	0.0000	0	0	0	0
	<b>Total</b>	290719775	103065	35.4518	103059	5310	99.9948	0.0052
<b>Total</b>		423663698	201065	47.4587	201059	5310	99.9974	0.0026
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	



## Item No.3

## Resolution (3)

<p>Resolution required: (Ordinary / Special)</p> <p>Whether promoter/promoter group are interested in the agenda/resolution?</p> <p>Description of resolution considered</p>	<p>Ordinary</p> <p>No</p> <p>To Appoint Statutory Auditor of the Company and to pass the following resolution as an Ordinary Resolution thereof:-</p> <p>"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company has appointed M/s Agarwal Vishwanath &amp; Associates, Chartered Accountants, (Firm Registration No. 323024E), as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for the financial year 2021-2022 on such remuneration as may be determined by the Board of Directors of the Company."</p>
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Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	34943923	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	34943923	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	290719775	46076110260452	0.1585	46065110260452	110	99.9761	0.0239
	Poll		4	35.2933	4	0	100.0000	0.0000



Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total	29071 9775	10306528 5	35.4518	10306517 5	110	99.9999	0.0001
Total	42366 3698	20106528 5	47.4587	20106517 5	110	99.9999	0.0001
Whether resolution is Pass or Not.						Yes	



## Item No.4

## Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To consider and rescind the resolution no. 2 for Increase in the Authorized Share Capital of the Company To consider and if thought fit, to pass, with or without any modification(s) as may deem fit the following as an Ordinary Resolution: "RESOLVED THAT the resolution no. 2 for Increase in Authorized Share Capital of the Company passed at the Extraordinary General Meeting held on February 10th, 2018 be and is hereby rescinded."						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	34943923	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34943923	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		460761	0.1585	390995	69766	84.8585	15.1415
	Poll	290719775	102604524	35.2933	10260452	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	290719775	103065285	35.4518	10299551	69766	99.9323	0.0677
<b>Total</b>		423663698	201065285	47.4587	20099551	69766	99.9653	0.0347
<b>Whether resolution is Pass or Not.</b>							Yes	

Item No.5

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	98000000	98000000	100.0000	98000000	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	34943923	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34943923	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		460761	0.1585	390885	69876	84.8347	15.1653
	Poll	290719775	102604524	35.2933	102604524	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	290719775	103065285	35.4518	102995409	69876	99.9322	0.0678
<b>Total</b>		423663698	201065285	47.4587	200995409	69876	99.9652	0.0348
<b>Whether resolution is Pass or Not.</b>							Yes	

*[Handwritten Signature]*







# Shalu Singhal & Associates

B-587, Bunkar Colony, Ashok Vihar, Phase-IV, Delhi-110052  
E-mail id shalu.singhal9590@gmail.com, Mob. +91-9560316315

## SCRUTINIZER'S REPORT

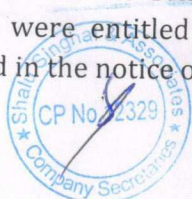
[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20(3) (xi) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Annual General Meeting ("AGM") of the shareholders of **Virtual Global Education Limited** (the "**Company**") held on Tuesday, 25<sup>th</sup> September, 2018 at Aiwan-e-Ghalib Auditorium, Mata Sundari Lane, I.T.O, New Delhi-110002.

Dear Sir,

1. I, Shalu Singhal, practicing Company Secretary Firm having its at B-587, Bunkar Colony, Ashok Vihar, Phase-IV, Delhi-110052, have been appointed by the Board of Directors of **Virtual Global Education Limited** as a Scrutinizer for the purpose of scrutinizing the e-voting process and for the purpose of the poll taken on the below mentioned resolutions to ascertain the requisite majority on e-voting and poll carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the AGM of the shareholders of the Company held on 25<sup>th</sup> September, 2018.
2. The management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of the AGM of the shareholders of the Company. My responsibility as a scrutinizer for the e-voting process and poll is restricted to the making of the Scrutinizer's report of the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("**NSDL**"), the authorized agency to provide e-voting facilities, engaged by the Company and the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice by the shareholders as present by poll.
3. Further to the above, I submit my report as under:
  - (i) The e-voting period remained opened from September 22, 2018 (09:00) to September 24, 2018 (17:00 )
  - (ii) The members of the Company as on the record date / cut-off date i.e. September 18, 2018, were entitled to cast their vote electronically on the resolutions as mentioned in the notice of the AGM of the shareholders of the Company;



- (iii) The votes cast were unblocked on September 26, 2018 in the presence of two witnesses, Naveen Gupta and Nitin who are not in employment of the Company. They have signed in below in confirmation of the votes being unblocked in their presence.

Naveen Gupta

Nitin

- (iv) After the time fixed for the closing of the poll by the Chairman, the poll papers kept for polling were kept in my presence with due identification marks placed by me;
- (v) The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company;
- (vi) I did not find any poll papers invalid;
- (vii) The details of voting are as follows:-

**Item No. 1**

**To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Directors and Auditors thereon:**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	18	456061	98.97%
By poll	39	102604524	100%
<b>Total</b>	<b>57</b>	<b>103060585</b>	<b>98.97%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	01	4700	1.03%
By poll	NIL	NIL	NIL
<b>Total</b>	<b>01</b>	<b>4700</b>	<b>1.03%</b>



3. **Invalid votes**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL

**Item No. 2**

**2.To re-appoint Mr. Neeraj Kaushik (DIN 02462310), who retires by rotation and being eligible, offers him for re-appointment**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	16	455451	98.85%
By poll	39	102604524	100%
<b>Total</b>	<b>55</b>	<b>103059975</b>	<b>98.85%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	5310	1.15%
By poll	NIL	NIL	NIL
<b>Total</b>	<b>03</b>	<b>5310</b>	<b>1.15%</b>

3. **Invalid votes**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL



**Item No. 3**

**3.To Appoint Statutory Auditor of the Company and to pass the following resolution as an Ordinary Resolution thereof:-**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	18	460651	99.98%
By poll	39	102604524	100%
<b>Total</b>	<b>57</b>	<b>103065285</b>	<b>99.98%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	01	110	0.02%
By poll	NIL	NIL	NIL
<b>Total</b>	<b>01</b>	<b>110</b>	<b>0.02%</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL

**Item No. 4**

**4. To consider and rescind the resolution no. 2 for Increase in the Authorized Share Capital of the Company**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	18	390995	84.86%
By poll	39	102604524	100%
<b>Total</b>	<b>57</b>	<b>103065285</b>	<b>84.86%</b>



2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	01	69799	15.14%
By poll	NIL	NIL	NIL
<b>Total</b>	<b>01</b>	<b>69799</b>	<b>15.14%</b>

3. **Invalid** votes

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL

Item No. 5

**5. To consider and rescind the resolution no. 3 for the Amendment in the Memorandum of Association of the company**

1. Voted **in favor** of the Resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	17	390885	84.83%
By poll	39	102604524	100%
<b>Total</b>	<b>56</b>	<b>103065285</b>	<b>84.83%</b>

2. Voted **against** the Resolution

Mode of Voting	Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
E-voting	02	69876	15.17%
By poll	NIL	NIL	NIL
<b>Total</b>	<b>02</b>	<b>69876</b>	<b>15.17%</b>



3. **Invalid votes**

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	NIL	NIL
By poll	NIL	NIL

*For Shalu Singhal & Associates  
Company Secretaries*

*Shalu Singhal*

**(Shalu Singhal)**  
Proprietor  
M. No. A32682  
CP No. 12329



Place: Delhi

Date: September 26, 2018