



To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra - Kurla Complex
Bandra (E), Mumbai – 400 051

**Scrip Code: 540403, Scrip Symbol: CLEDUCATE
ISIN: INE201M01029**

Sub: Minutes of the 30th Annual General Meeting (“AGM”) of CL Educate Limited (the “Company”)

Dear Ma’am/Sir(s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to our disclosures dated September 29, 2026, please find enclosed herewith the minutes of the 30th AGM of the Company held on September 29, 2026.

The aforesaid information will also be hosted on the Company’s website at www.cleducate.com

Kindly take the above details on record.

Thanking You
For CL Educate Limited

RACHNA
SHARMA
Digitally signed
by RACHNA
SHARMA
Date: 2026.10.28
13:09:51 +05'30'

**Rachna Sharma
Company Secretary & Compliance Officer
ICSI Membership No.: A17780**

**Place: New Delhi
Date: October 28, 2026**

Encl: as above

DATE OF ENTRY: October 27, 2026

MINUTES OF THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CL EDUCATE LIMITED (“COMPANY”) HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 11:00 A.M. (IST) THROUGH TWO-WAY VIDEO CONFERENCING (“VC”)/ OTHER AUDIO-VISUAL MEANS (“OAVM”) HOSTED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-45 FIRST FLOOR, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, NEW DELHI – 110044, INDIA

Meeting commenced at: 11:00 A.M.

Meeting concluded at: 11:45 A.M.

DIRECTORS PRESENT	
Mr. Satya Narayanan R	Chairman & Executive Director, Member of the Corporate Social Responsibility Committee
Mr. Gautam Puri	Vice Chairman & Managing Director, Member of the Audit Committee, Member of the Corporate Social Responsibility Committee, Member of the Stakeholders' Relationship Committee
Mr. Nikhil Mahajan	Executive Director & Group CEO Enterprise Business, Member of the Stakeholders' Relationship Committee
Mr. Girish Shivani	Non-Executive Independent Director, Chairman of the Audit Committee, Chairman of the Stakeholders' Relationship Committee, Chairman of the Corporate Social Responsibility Committee, Member of the Nomination, Remuneration and Compensation Committee (authorised to respond to the Shareholders' queries by Mr. Sanjay Tapriya, Chairman of the NRC Committee)
Mr. Imran Jafar	Non-Executive Non-Independent Director, Member of the Nomination, Remuneration and Compensation Committee

IN ATTENDANCE	
Mr. Arjun Wadhwa	Chief Financial Officer (CFO)
Ms. Rachna Sharma	Company Secretary and Compliance Officer

AUDITORS & SCRUTINIZER	
Mr. Neeraj Goel	Partner, M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Varun Khanna	Director, M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Vishwanath	Designated Partner, M/s. Sharma and Trivedi LLP, Secretarial Auditor
Mr. Devesh Kumar Vasisht	Managing Partner, M/s. DPV & Associates LLP, Practicing Company Secretaries, Scrutinizer



MEMBERS PRESENT:

S. No.	Attendance	No of Members	No. of Shares held as on Record Date	Percentage (%) to Paid-up Share Capital
1	Promoters and Promoter Group	08	1,90,56,188	35.09883
2	Public	39	17,57,421	3.23692
	Total	47	2,08,13,609	38.33575

Mr. Satya Narayanan R, Chairman and Executive Director, took the Chair and presided over the 30th Annual General Meeting ("AGM" or "Meeting"). The requisite quorum being present, the Chairman called the Meeting to order and extended a warm welcome to the Members attending the AGM. He introduced the Directors, Company officials, and the representatives of the Statutory Auditor, Secretarial Auditor and Scrutinizer present at the Meeting to the Members. He informed the Members that the Chairperson of the Audit Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee was in attendance. The Chairman informed that Ms. Madhumita Ganguli, Mr. Sanjay Tapriya, Professor Piyush Sharma and Mr. Yatrik Vin, Independent Directors, were unable to attend the Meeting. He further informed that in his absence, Mr. Sanjay Tapriya, Chairman of the Nomination, Remuneration and Compensation Committee ("NRC Committee"), had authorised Mr. Girish Shivani, a member of the NRC Committee, to respond to Shareholders' queries addressed to the Committee.

Ms. Rachna Sharma, Company Secretary and Compliance Officer, briefed the Members on the procedural aspects of the Meeting. She informed that the Register of Directors and Key Managerial Personnel and their Shareholding, the Register of Contracts or Arrangements in which Directors are interested, and the Certificate dated July 21, 2026 received from the Secretarial Auditor confirming that the Company's current ESOP Scheme is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, were available for e-inspection by the Members and remained accessible throughout the AGM.

She further informed the Members that the soft copy of the Annual Report 2025-26 had been sent to all Members whose e-mail addresses were registered with the Company, its Registrar and Share Transfer Agent or their respective Depository Participants. Members whose e-mail addresses were not registered had been sent a letter containing the web-link and the exact path of the Company's website from where the Notice of the AGM and the Annual Report 2025-26 could be accessed. She confirmed that the requisite quorum was present at the Meeting.

Thereafter, the Chairman, Mr. Satya Narayanan R, addressed the Members and delivered his speech highlighting the Company's financial and business performance during the Financial Year 2025-26, and the roadmap ahead. The Members were informed that the recording of the speech would be made available on the Company's website immediately after the conclusion of the Meeting.

Ms. Rachna Sharma informed the Members that the Company had provided remote e-voting facility on all the business items set out in the Notice convening the 30th AGM, that remained open from Thursday, September 24, 2026 (09:00 A.M. IST) to Monday, September 28, 2026 (05:00 P.M. IST). During this period, Members holding shares as on the Cut-Off Date, i.e., at the close of business hours on Tuesday, September 22, 2026, could cast their votes electronically.

The Members were informed that e-voting was also made available during the AGM, and the Members attending the Meeting who had not already voted through remote e-voting, and who were not otherwise



barred from doing so, were eligible to vote through the e-voting system at the AGM. Ms. Rachna Sharma informed the Members that Mr. Devesh Kumar Vasisht (COP No. 13700), Managing Partner of M/s. DPV & Associates LLP (Firm Reg. No.: L2021HR009500), Practicing Company Secretaries, had been appointed as the Scrutinizer to scrutinise the e-voting process in a fair and transparent manner.

With the consent of the Chairman, the Company Secretary took up the agenda items one by one for the Members' consideration. The Notice of the AGM, the Board's Report and the Auditors' Reports for the Financial Year ended March 31, 2026, having been circulated to the Members in advance, were taken as read. It was noted that no qualification, observation or adverse remark had been made by the Statutory Auditor on the Financial Statements or by the Secretarial Auditor.

After the Agenda Items contained in the Notice convening the 30th AGM were read out, the Chairman opened the floor for the Question-and-Answer session and invited the shareholders who had registered themselves as speaker shareholders to share their thoughts. The Chairman responded suitably to the queries raised by the shareholders.

The Chairman then ordered voting on all the resolutions of ordinary and special businesses set out in item no. 1 to 5 of the Notice convening the 30th AGM and requested the Members present at the Meeting who had not already cast their votes through remote e-voting, and who were otherwise not barred from doing so, to cast their votes. The Members were informed that the e-voting facility would be kept open 15 minutes after the conclusion of the AGM to enable the Members to cast their votes.

The Chairman informed that the combined results of remote e-voting and e-voting at the AGM shall be disseminated to the Stock Exchange(s) where the securities of the Company were listed within 2 working days from the conclusion of the AGM, after receipt of the Report of the Scrutinizer, in terms of the provisions of the Companies Act, 2013 read with the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and will also be uploaded on the website of the Company www.cleducate.com and website of Kfin Technologies Ltd. <https://evoting.kfintech.com>.

The Chairman requested the Company Secretary to annex the Scrutinizer's Report to the minutes of the 30th AGM, in accordance with Clause 17.2.2.2 of Secretarial Standard-2.

VOTE OF THANKS:

Mr. Satya Narayanan R thanked the Shareholders, Directors, Company Officials and Auditors present at the Meeting, and declared the 30th AGM of the Company concluded at 11:45 A.M. Thereafter, the e-voting facility remained open for a further 15 minutes (i.e. till 12:00 P.M.) to enable the Members to cast their votes.

Date: October 27, 2026
Place: New Delhi



Satya Narayanan R
Chairman

Postscript:

Based on the Scrutinizer's Report dated September 29, 2026, it was confirmed that the following resolutions were duly passed with requisite majority by the Members:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements for the Financial Year ended March 31, 2026:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, along with the Reports of the Statutory Auditor and Board of Directors thereon, be and are hereby considered, approved and adopted."

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, along with the Report of the Statutory Auditor thereon, be and are hereby considered, approved and adopted."

2. Re-appointment of Mr. Nikhil Mahajan (DIN: 00033404), Executive Director and Group CEO- Enterprise Business, who retires by rotation, and being eligible offers himself for re-appointment:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Members be and is hereby accorded to the re-appointment of **Mr. Nikhil Mahajan (DIN: 00033404)**, Executive Director and Group CEO- Enterprise Business of the Company, who retires by rotation, and being eligible has offered himself for re-appointment."

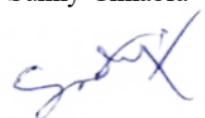
3. Re-appointment of Mr. Imran Jafar (DIN: 03485628), Non-Executive Non-Independent Director, who retires by rotation, and being eligible offers himself for re-appointment:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Members be and is hereby accorded to the re-appointment of **Mr. Imran Jafar (DIN: 03485628)**, Non-Executive Non-Independent Director of the Company, who retires by rotation, and being eligible has offered himself for re-appointment."

SPECIAL BUSINESS:

4. Ratification of remuneration payable to M/s Sunny Chhabra and Co. (Firm Registration Number: 101544), Cost Auditor of the Company, for the Financial Year 2026-27:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or reenactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the Members hereby approve and ratify an annual remuneration of upto Rs. 1,40,000/- (Rupees One Lac Forty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit on actual basis, for M/s. Sunny Chhabra



and Co., Cost Accountants (Firm Registration No. 101544), who has been appointed as the Cost Auditor of the Company to conduct audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the Financial Year ending March 31, 2027, and authorize the Board of Directors to determine the actual payout within the afore-said limit.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do or cause to do all such acts, deeds, matters and things and to execute all such deeds, documents, instruments and writings as it may deem necessary in relation to the above resolution, and to file the necessary documents, forms, returns etc. with the Registrar of Companies or with any other Authority as may be required, for the purpose of giving effect to the above resolution.”

5. Grant approval to the overall maximum remuneration payable to the Non-Executive Directors of the Company over a period of three years from April 01, 2027 to March 31, 2030:

“**RESOLVED THAT** pursuant to the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder and applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the members be and is hereby accorded to the overall maximum remuneration that may be paid to the Non-Executive Directors of the Company for each Financial Year contained in the period of 3 financial years viz. 2027-28 to 2029-30 in the following manner:

In case of adequate profits in any Financial Year – The Non-Executive Directors collectively may be paid up to 1% of the Net Profits of the Company for that Financial Year, computed in the manner laid down in Section 198 of the Act, except that the remuneration of the directors shall not be deducted from the gross profits; or

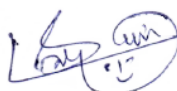
In case of inadequate or no profits in any Financial Year – Each Non-Executive Director may be paid remuneration not exceeding the applicable limits prescribed under Schedule V of the Act.

RESOLVED FURTHER THAT the afore-said remuneration shall be paid over and above the usual sitting fees and/ or reimbursement of expenses incurred by the Non-Executive Directors of the Company in relation to attending the Board and Committee Meetings as may be fixed by the Board of Directors, from time to time, within the limits prescribed under the Act.

RESOLVED FURTHER THAT within the afore-stated limit, the remuneration payable to each Non-Executive Director may be determined by the Board of Directors, on the basis of the recommendation of the Nomination, Remuneration and Compensation Committee (“NRC Committee”), from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do or cause to do all such acts, deeds, matters and things and to execute all such deeds, documents, instruments and writings as it may deem necessary in relation to the above resolution, and to file the necessary documents, forms, returns etc. with the Registrar of Companies or with any other Authority as may be required, for the purpose of giving effect to the above resolutions.”

Date: October 27, 2026
Place: New Delhi


Satya Narayanan R
Chairman