

1.10.2014

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai-51	Corporate Service Department Bombay Stock Exchange Ltd. Rotunda Building, I Floor Samachar Marg Mumbai – 1
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Sub: Result of e-voting/Poll w.r.t. Annual General Meeting (AGM) dt. September 29, 2014

Dear Sir(s),

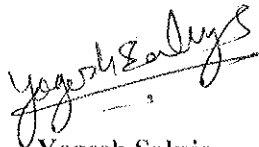
In reference to the earlier communication, dated September 29, 2014, this is to inform you that all the resolutions mentioned in the AGM notice have been passed by shareholders with overwhelming majority.

In Compliance with Clause 35A and all other applicable provisions, if any, of the Listing Agreement, please find attached herewith the voting result of the e-voting/poll conducted by the company, as per the format prescribed.

You are requested to kindly take the same on your records.

Thanking you

For Educomp Solutions Limited



Yogesh Saluja

Company Secretary

Membership Number: A21916

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



Educomp Solutions Limited

CIN:-L74999DL1994PLC061353

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

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

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

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

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EDUCOMP SOLUTIONS LIMITED	
CIN: L74999DL1994PLC061353	
Date of AGM :MONDAY, 29TH AUGUST ,2014	
Total Number of Shareholders as on cut off Date: August 29, 2014	136779
No. of Shareholders present in the meeting either personally or through Proxy*	1393
(*Based on shareholders(on the basis of folios registering Attendance)	
Promoter and Promoter Group:	6
Public Shareholders	1387
No. of Shareholders who voted through E Voting(23/09/2014 to 25/09/2014)	
Promoter and Promoter Group	0
Public Shareholders	131(inc luding Financi al Institit utions)
No. of Shareholders who voted through Video Conferencing	N/A
Details of Agenda	

Resolution 1:To receive, consider and adopt audited financial statements of the company for the financial year ended March 31, 2014, including Balance Sheet as at 31st March, 2014 and Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

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Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	11,340,287	693,762	94.2350	5.7650
		Poll	-	0	-	-	0	0
		Sub-total	12,034,049	48.7811	11,340,287	693,762	94.2350	5.7650
Public- Others	42,953,177	e-voting	98,691	0.2298	79,491	19,200	80.55	19.4547
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,511	0.2317	80,311	19,200	80.71	19.2943
Total	122,460,918		66,971,805	54.6883	66,258,843	712,962	98.9354	1.0646

Resolution 2: To appoint a director in place of Shri. Shantanu Prakash (DIN: 00983057) who retires from office by rotation, and being eligible offers himself for re-appointment

Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
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	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.00	0
		Poll	-	0	-	-	0	0
		Sub-total	12,034,049	48.7811	12,034,049	-	100.00	0
Public- Others	42,953,177	e-voting	98,309	0.2289	63,080	35,229	64.17	35.8350
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,129	0.2308	63,900	35,229	64.46	35.5385
Total A	122,460,918		66,971,423	54.6880	66,936,194	35,229	99.95	0.0526

Resolution 3: To Appoint M/s. Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration

Resolution Required:- Ordinary Resolution

Mode of Voting:- E-Voting/Poll

Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-		100.0000			100.00	0

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		total	54,838,245		54,838,245	-		
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.0000	0
		Poll		0		-	0	0
		Sub-total	12,034,049	48.7811	12,034,049	-	100.0000	0
Public-Others	42,953,177	e-voting	98,197	0.2286	94,521	3,676	96.2565	3.7435
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,017	0.2305	95,341	3,676	96.2875	3.7125
Total	122,460,918		66,971,311	54.6879	66,967,635	3,676	99.9945	0.0055

Resolution 4: To Appoint Shri Shonu Chandra as an Independent Director.

Resolution Required:- Ordinary Resolution

Mode of Voting:- E-Voting/Poll

Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting		0		0.00	0	0
		Poll	54,838,245	100.0000	54,838,245	0.00	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	0.00	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	11,340,287	693,762	94.24	5.7650
		Poll		0		-	0	0
		Sub-total	12,034,049	48.7811	11,340,287	693,762	94.24	5.7650
Public-		e		0.2275			73.0975	26.9025

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Others	42,953,177	voting	97,738		71,444	26,294		
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	98,558	0.2295	72,264	26,294	73.3213	26.6787
Total	122,460,918		66,970,852	54.6875	66,250,796	720,056	98.9248	1.0752

Resolution 5: To Appoint Shri Venkata Subbarao Valluri as an Independent Director
Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting		0		0	0	0
		Poll	54,838,245	100.00	54,838,245	0	100.00	0
		Sub-total	54,838,245	100.00	54,838,245	0	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	0	100.00	0
		Poll	-	0	-	0	0	0
		Sub-total	12,034,049	48.7811	12,034,049	0	100.00	0
Public-Others	42,953,177	e-voting	98,295	0.2288	71,871	26,424	73.1177	26.8823
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,115	0.2308	72,691	26,424	73.34	26.6599
Total	122,460,918		66,971,409	54.6880	66,944,985	26,424	99.9605	0.0395

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Resolution 6: To Appoint Shri Vinod Kumar Dandona as an Director
Resolution Required:- Special Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	0.00	0	0.00	0.00	0	0
		Poll	54,838,245	100.00	54,838,245	0.00	100.00	0
		Sub-total	54,838,245	100.00	54,838,245	0.00	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	0.00	100.00	0
		Poll	-	0	-	0.00	0	0
		Sub-total	12,034,049	48.7811	12,034,049	0.00	100.00	0
Public- Others	42,953,177	e-voting	96,440	0.2245	70,446	25,994	73.0465	26.9535
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	97,260	0.2264	71,266	25,994	73.2737	26.7263
Total	122,460,918		66,969,554	54.6865	66,943,560	25,994	99.9612	0.0388

Resolution 7: To Appoint Shri Vijay Kumar Choudhary as an Independent Director
Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes	% of Votes Polled on Outstanding	No. of Votes in Favour	No. of Votes in	% of votes in favour over Votes Polled	% of votes in against over Votes
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			Polled	Shares		Against		Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.00	0
		Poll		0		-	0	0
		Sub-total	12,034,049	48.7811	12,034,049	-	100.00	0
Public- Others	42,953,177	e-voting	98,295	0.2288	71,951	26,344	73.1990	26.8010
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,115	0.2308	72,771	26,344	73.4208	26.5792
Total	122,460,918		66,971,409	54.6880	66,945,065	26,344	99.96	0.0393

Resolution 8: To Appoint Shri Rajat Khare as an Independent Director.
Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and	54,838,245	e-voting		0		-	0	0

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Promoter Group		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.0000	0
		Poll		0		-	0	0
		Sub-total	12,034,049	48.7811	12,034,049	-	100.0000	0
Public-Others	42,953,177	e-voting	95,976	0.2234	69,732	26,244	72.6557	27.3443
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	96,796	0.2254	70,552	26,244	72.8873	27.1127
Total	122,460,918		66,969,090	54.6861	66,942,846	26,244	99.9608	0.0392

Resolution 9: To Appoint Smt. Swati Sinha as an Independent Director.
Resolution Required:- Ordinary Resolution
Mode of Voting:- E-Voting/Poll
Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.00	0
		Poll	-	0	-	-	0	0

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		Sub-total	12,034,049	48.7811	12,034,049	-	100.00	0
Public-Others	42,953,177	e-voting	98,245	0.2287	71,623	26,622	72.9024	27.0976
		Poll	820	0.0019	820	-	100.00	0
		Sub-total	99,065	0.2306	72,443	26,622	73.1267	26.8733
Total	122,460,918		66,971,359	54.6879	66,944,737	26,622	99.96	0.0398

Resolution 10: To approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company

Resolution Required:- Ordinary Resolution

Mode of Voting:- E-Voting/Poll

Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	-	0	0
		Poll	54,838,245	100.0000	54,838,245	-	100.00	0
		Sub-total	54,838,245	100.0000	54,838,245	-	100.00	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	-	100.0000	0
		Poll	-	0	-	-	0	0
		Sub-total	12,034,049	48.7811	12,034,049	-	100.0000	0
Public-Others	42,953,177	e-voting	98,270	0.2288	74,700	23,570	76.0151	23.9849
		Poll	820	0.0019	820	-	100.00	0
		Sub-		0.2307			76.2135	23.7865

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		total	99,090		75,520	23,570		
Total	122,460,918		66,971,384	54.6880	66,947,814	23,570	99.9648	0.0352

Resolution *11: To approve and ratified the agreement entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the purchase of receivables pursuant to the scheme approved under the CDR mechanism

Resolution Required:-Special Resolution

Mode of Voiting:- E-Voting/Poll

Result:- Passed with overwhelming majority

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	0	0	0
		Poll	-	0	-	0	0	0
		Sub-total	-	0	-	0	0	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	0	100.00	0
		Poll	-	0	-	0	0	0
		Sub-total	12,034,049	48.7811	12,034,049	0	100.00	0
Public- Others	42,953,177	e-voting	99,241	0.2310	81,395	17846	82.0175	17.9825
		Poll	820	0.0019	820	0	100.00	0
		Sub-total	100,061	0.2330	82,215	17846	82.1649	17.8351
Total	122,460,918		12,134,110	9.9086	12,116,264	17846	99.85	0.1471

*The promoters have abstained from voting in the above resolution being a related party.

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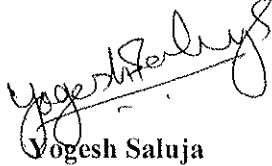
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Thus, all the above resolutions were passed with requisite majority.

Thanking you.

For Educomp Solutions Limited



Yogesh Saluja

Company Secretary

Membership Number: A21916

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



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

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : sanjaygrover7@gmail.com

Scrutinizer's Report

***[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]***

To

The Chairman

20th Annual General Meeting of the Members of

Educomp Solutions Limited to held on Monday, September 29, 2014 at 03.30 P.M.

at Sri Sathya Sai International Center, Pragati Vihar, Lodhi Road, New Delhi-110003

Dear Sir,

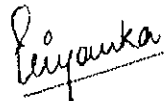
Sub: Scrutinizer's Report on e-voting as per provisions of Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

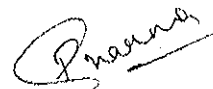
I, Sanjay Grover, Proprietor of Sanjay Grover & Associates, practicing Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi 110024, was appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 20th Annual General Meeting of the Members of Educomp Solutions Limited, to be held on 29th day of September, 2014 at 3:30 P.M at Sri Sathya Sai International Center, Pragati Vihar, Lodhi Road, New Delhi-110003.



I submit my report as under:

1. The e-voting period remained open from Tuesday, September 23, 2014 (9:00 AM) and ended on Thursday, September 25, 2014 (6:00 PM).
2. The Shareholders of the Company as on the "cut off" date i.e. Friday, August 29, 2014 were entitled for e-voting on the proposed resolutions (item no 1 to 11) as set out in the notice of the 20th Annual General Meeting of the Company.
3. I have monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website.
4. The votes were unblocked on 25th September, 2014 at 7:00 PM in the presence of two witnesses, Ms. Priyanka Bahal, R/o A- 377, Defence Colony, New Delhi - 110024 and Ms. Preeti Sharma, R/o Flat No. 124, B-1, Aravali Appartments, Sector-34, Noida- 201307, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Priyanka Bahal


Preeti Sharma

5. The particulars of votes received from the Members in electronic form(s) have been entered in a separate Register maintained for the purpose
6. The total Equity Share Capital(listed) of the Company as on cut off date i.e. Friday, August 29, 2014, was Rs. 24,49,21,836 (Rupees Twenty Four Crores Forty Nine Lacs Twenty One Thousand Eight Hundred and Thirty Six Only) divided into 12,24,60,918 (Twelve Crores Twenty Four Lacs Sixty Thousand Nine Hundred and Eighteen) shares of Rs. 2/- (Rupees Two) each.



7. Thereafter, the details containing, inter-alia list of equity shareholders who voted 'FOR' and 'AGAINST', were downloaded from e-voting enabling website of NSDL (www.evoting.nsdl.com).

8. The Result of E voting exercised by the Shareholders is as under:

(a) Resolution No. 1-

Receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 March, 2014. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of Voters	Votes in favour	% of Votes in favour
121	1,14,19,778	94.1237

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes against
10	7,12,962	5.8763

(b) Resolution No. 2-

Appointment of Shri. Shantanu Prakash (DIN: 00983057) as Director of the Company. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
107	1,20,97,129	99.7096

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
23	35,229	0.2904



(c) Resolution No. 3-

Appointment of M/s Haribhakti & Co. LLP, Chartered Accountants (Registration No. 103523W) as Auditors and fix their remuneration. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
122	1,21,28,570	99.9697

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
7	3,676	0.0303

(d) Resolution No. 4-

Appointment of Shri Shonu Chandra (DIN: 01019974) as an Independent Director. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
106	1,14,11,731	94.0647

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
21	7,20,056	5.9353



(e) Resolution No. 5-

Appointment of Shri Venkata Subbarao Valluri (DIN: 06645126) as an Independent Director. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
114	1,21,05,920	99.7822

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
15	26,424	0.2178

(f) Resolution No. 6-

Appointment of Shri Vinod Kumar Dandona (DIN: 06730804) as Director. (SPECIAL RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
113	1,21,04,495	99.7857

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
13	25,994	0.2143



g) Resolution No. 7-

Appointment of Shri Vijay Kumar Choudhary (DIN: 00203673) as an Independent Director. (ORDINARY RESOLUTION)

i. Voted **in favour** of the resolution:

Number of voters	Votes in favour	% of Votes in favour
115	1,21,06,000	99.7829

ii. Voted **against** the resolution:

Number of voters	Votes in against	% of Votes in against
14	26,344	0.2171

(h) Resolution No. 8-

Appointment of Shri Rajat Khare (DIN: 00452419) as an Independent Director. (ORDINARY RESOLUTION)

i. Voted **in favour** of the resolution:

Number of voters	Votes in favour	% of Votes in favour
110	1,21,03,781	99.7836

ii. Voted **against** the resolution:

Number of voters	Votes in against	% of Votes in against
13	26,244	0.2164

(i) Resolution No. 9-

Appointment of Smt. Swati Sinha (DIN: 06947829) as an Independent Director. (ORDINARY RESOLUTION)

i. Voted **in favour** of the resolution:

Number of voters	Votes in favour	% of Votes in favour
115	1,21,05,672	99.7806



ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
13	26,622	0.2194

(j) **Resolution No. 10-**

Approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company. (ORDINARY RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
116	1,21,08,749	99.8057

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
13	23,570	0.1943

(k) **Resolution No. 11-**

Approve and ratified the agreement entered between the company and M/s Edu Smart Services Private Limited, subsidiary of the company for the purchase of receivables pursuant to the scheme approved under the CDR mechanism.(SPECIAL RESOLUTION)

i. Voted in favour of the resolution:

Number of voters	Votes in favour	% of Votes in favour
117	1,21,15,444	99.8529

ii. Voted against the resolution:

Number of voters	Votes in against	% of Votes in against
16	17,846	0.1471



9. The E-voting register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.



For SANJAY GROVER & ASSOCIATES

A handwritten signature in black ink, appearing to read "Sanjay Grover".

Sanjay Grover

Scrutinizer

C P No. 3850

Place: New Delhi

Date: September 26, 2014

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : sanjaygrover7@gmail.com

FORM No. MGT - 13

Report of Scrutinizer

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

To

The Chairman

EDUCOMP SOLUTIONS LIMITED

New Delhi

Subject:- 20th Annual General Meeting of the Equity Shareholders of the Company, held on Monday, September 29, 2014 at 03.30 P.M at Shri Sathya Sai International Center, Pragati Vihar, Lodhi Road, New Delhi-110003

Dear Sir,

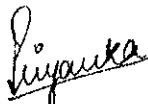
I, Sanjay Grover, Proprietor of Sanjay Grover & Associates, Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi 110024, was appointed as the Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 20th Annual General Meeting of the equity shareholders of EDUCOMP SOLUTIONS LIMITED ("the Company") held on 29th September, 2014 at 3:30 P.M.

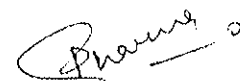
I submit my report as under:



1. After the time fixed for closing of the poll by the Chairman, the ballot box(s) kept for polling were locked in my presence with due identification marks placed by me.
2. The Locked Ballot boxes were subsequently opened in my presence and in the presence of two witnesses, Ms. Priyanka Bahal, R/o A- 377, Defence Colony, New Delhi - 110024 and Ms. Preeti Sharma, R/o Flat No. 124, B-1, Aravali Appartments, Sector-34, Noida- 201307, who are not in the employment of the Company.

They have signed below in confirmation of opening of Poll boxes in their presence:-


Priyanka Bahal


Preeti Sharma

The poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and transfer Agents of the Company and the Authorisations/ Proxies lodged with the Company.

3. The Poll Papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
4. The results of the Poll is as under:



a) Resolution No. 1

To receive, consider and adopt audited financial statements of the company for the financial year ended March 31, 2014, including Balance Sheet as at 31st March, 2014 and Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
(ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(b) Resolution No. 2

To appoint a director in place of Shri. Shantanu Prakash (DIN: 00983057) who retires from office by rotation, and being eligible offers himself for re-appointment. (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(c) Resolution No. 3

To Appoint M/s. Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration. (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(d) Resolution No. 4To Appoint Shri Shonu Chandra as an Independent Director. (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution:

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(e) Resolution No. 5To Appoint Shri Venkata Subbarao Valluri as an Independent Director.
(ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(f) Resolution No. 6

To Appoint Shri Vinod Kumar Dandona as an Director. (SPECIAL RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(g) Resolution No. 7To Appoint Shri Vijay Kumar Choudhary as an Independent Director.(ORDINARY RESOLUTION)

(i) Voted in favour of the resolution:

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution:

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(i) Invalid Votes

Number of Member	Number of Votes
5	12



(h) Resolution No. 8To Appoint Shri Rajat Khare as an Independent Director (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution:

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(i) Invalid Votes

Number of Member	Number of Votes
5	12



(i) Resolution No. 9To Appoint Smt. Swati Sinha as an Independent Director. (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(j) Resolution No. 10

To approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company. (ORDINARY RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
62	5,48,39,065	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12



(h) Resolution No. 11

To approve and ratified the agreement entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the purchase of receivables pursuant to the scheme approved under the CDR mechanism .(SPECIAL RESOLUTION)

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
56*	820	100

(ii) Voted against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0.00

(iii) Invalid Votes

Number of Member	Number of Votes
5	12

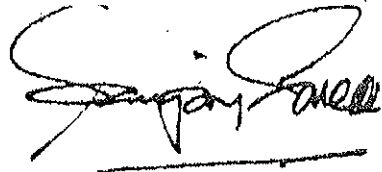
*The promoters have abstained from voting in the above resolution being a related party.



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
7. The combined result of the votes (electronic and physical) is annexed as **Annexure-1** with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

Thank you,

Yours faithfully,

 Place: Bhopal Date: October 1, 2014	<p>For SANJAY GROVER & ASSOCIATES Company Secretaries</p>  (Sanjay Grover) Scrutinizer C P No 3850
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Resolution 1: To receive, consider and adopt audited financial statements of the company for the financial year ended March 31, 2014, including Balance Sheet as at 31st March, 2014 and Statement of Profit & loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	11,419,778		54,839,065	66,258,843
Dissent	712,962		-	712,962
Total	12,132,740		54,839,065	66,971,805

Resolution 2: To appoint a director in place of Shri. Shantanu Prakash (DIN: 00983057) who retires from office by rotation, and being eligible offers himself for re-appointment.

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,097,129		54,839,065	66,936,194
Dissent	35,229		-	35,229
Total	12,132,358		54,839,065	66,971,423

Resolution 3: To Appoint M/s. Haribhakti & Co. LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration.

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,128,570		54,839,065	66,967,635
Dissent	3,676		-	3,676
Total	12,132,246		54,839,065	66,971,311



Resolution 4: To Appoint Shri Shonu Chandra as an Independent Director.

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	11,411,731		54,839,065	66,250,796
Dissent	720,056		-	720,056
Total	12,131,787		54,839,065	66,970,852
				100.00

Resolution No. 5- To Appoint Shri Venkata Subbarao Valluri as an Independent Director.

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,105,920		54,839,065	66,944,985
Dissent	26,424		-	26,424
Total	12,132,344		54,839,065	66,971,409
				100.00

Resolution No. 6- To Appoint Shri Vinod Kumar Dandona as an Director.

Special Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,104,495		54,839,065	66,943,560
Dissent	25,994		-	25,994
Total	12,130,489		54,839,065	66,969,554
				100.00

Resolution No. 7- To Appoint Shri Vijay Kumar Choudhary as an Independent Director

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,106,000		54,839,065	66,945,065
Dissent	26,344		-	26,344
Total	12,132,344		54,839,065	66,971,409
				100.00



Resolution No. 8- To Appoint Shri Rajat Khare as an Independent Director.

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,103,781		54,839,065	66,942,846
Dissent	26,244		-	26,244
Total	12,130,025		54,839,065	66,969,090
				100.00

Resolution No. 9- To Appoint Smt. Swati Sinha as an Independent Director.

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,105,672		54,839,065	66,944,737
Dissent	26,622		-	26,622
Total	12,132,294		54,839,065	66,971,359
				100.00

Resolution No. 10- To approve and ratify the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company.

Ordinary Resolution

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,108,749		54,839,065	66,947,814
Dissent	23,570		-	23,570
Total	12,132,319		54,839,065	66,971,384
				100.00



Resolution No. *11- To approve and ratified the agreement entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the purchase of receivables pursuant to the scheme approved under the CDR mechanism.

Special Resolution				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	12,115,444	820	12,116,264	99.85
Dissent	17,846	-	17,846	0.15
Total	12,133,290	820	12,134,110	100.00

*The promoters have abstained from voting in the above resolution being a related party.

Date : 01/10/2014



EDUCOMP SOLUTIONS LIMITED

CIN: L74999DL1994PLC061353

Date of AGM :MONDAY, 29TH AUGUST, 2014

Total Number of Shareholders as on cut off Date: August 29, 2014

136779

No. of Shareholders present in the meeting either personally or through Proxy*

1393

(* Based on shareholders(on the basis of folios registering Attendance)

Promoter and Promoter Group:

Public Shareholders

6

No. of Shareholders who voted through E Voting(23/09/2014 to 25/09/2014)

1387

Promoter and Promoter Group

0

Public Shareholders

131(including
Financial
Institutions)

No. of Shareholders who voted through Video Conferencing

N/A

Details of Agenda



Resolution 1: To receive, consider and adopt audited financial statements of the company for the financial year ended March 31, 2014, including Balance Sheet as at 31st March, 2014 and Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	11,340,287 - 11,340,287	693,762 - 693,762	94.2350 0 94.2350	5.7650 0 5.7650
Public-Others	42,953,177	e-voting Poll Sub-total	98,691 820 99,511	0.2298 0.0019 0.2317	79,491 820 80,311	19,200 - 19,200	80.55 100.00 80.71	19.4547 0 19.2943
Total	122,460,918		66,971,805	54.6883	66,258,843	712,962	98.9354	1.0646

Resolution 2: To appoint a director in place of Shri. Shantanu Prakash (DIN: 00983057) who retires from office by rotation, and being eligible offers himself for re-appointment

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	- - -	100.00 0 100.00	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,309 820 99,129	0.2289 0.0019 0.2308	63,080 820 63,900	35,229 - 35,229	64.17 100.00 64.46	35.8350 0 35.5385
Total	122,460,918		66,971,423	54.6880	66,936,194	35,229	99.95	0.0526



Resolution 3: To / appoint M/s. Harbhakti & Co. LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	54,838,245 54,838,245 54,838,245	0 100.0000 100.0000	54,838,245 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 12,034,049 12,034,049	48.7811 0 48.7811	12,034,049 12,034,049 12,034,049	- - -	0 0 100.0000	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,197 820 99,017	0.2286 0.0019 0.2305	94,521 820 95,341	3,676 - 3,676	96.2565 100.00 96.2875	3.7435 0 3.7125
Total	122,460,918		66,971,311	54.6879	66,967,635	3,676	99.9945	0.0055

Resolution 4: To Appoint Shri Shonu Chandra as an Independent Director.

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	54,838,245 54,838,245 54,838,245	0 100.0000 100.0000	54,838,245 54,838,245 54,838,245	0.00 0.00 0.00	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 12,034,049 12,034,049	48.7811 0 48.7811	11,340,287 11,340,287 11,340,287	693,762 - 693,762	94.24 0 94.24	5.7650 0 5.7650
Public-Others	42,953,177	e-voting Poll Sub-total	97,738 820 98,558	0.2275 0.0019 0.2295	71,444 820 72,264	26,294 - 26,294	73.0975 100.00 73.3213	26.9025 0 26.6787
Total	122,460,918		66,970,852	54.6875	66,250,796	720,056	98.9248	1.0752



Resolution 5: To Appoint Shri Venkata Subbarao Valluri as an Independent Director
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	54,838,245 54,838,245 54,838,245	0 100.00 100.00	54,838,245 54,838,245 54,838,245	0 0 0	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	0 0 0	0 0 100.00	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,295 820 99,115	0.2288 0.0019 0.2308	71,871 820 72,691	26,424 - 26,424	73.1177 100.00 73.34	26.8823 0 26.6599
Total	122,460,918		66,971,409	54.6880	66,944,985	26,424	99.9605	0.0395

Resolution 6: To Appoint Shri Vinod Kumar Dandona as an Director
Special Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	0.00 54,838,245 54,838,245	0 100.00 100.00	0.00 54,838,245 54,838,245	0.00 0.00 0.00	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	0.00 0.00 0.00	0 0 100.00	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	96,440 820 97,260	0.2245 0.0019 0.2264	70,446 820 71,266	25,994 - 25,994	73.0465 100.00 73.2737	26.9535 0 26.7263
Total	122,460,918		66,969,554	54.6865	66,943,560	25,994	99.9612	0.0388



Resolution 7: To Appoint Shri Vijay Kumar Choudhary as an Independent Director

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	- - -	0 - 100.00	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,295 820 99,115	0.2288 0.0019 0.2308	71,951 820 72,771	26,344 - 26,344	73.1990 100.00 73.4208	26.8010 0 26.5792
Total	122,460,918		66,971,409	54.6880	66,945,065	26,344	99.96	0.0393

Resolution 8: To Appoint Shri Rajat Khare as an Independent Director.

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	- - -	0 - 100.0000	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	95,976 820 96,796	0.2234 0.0019 0.2254	69,732 820 70,552	26,244 - 26,244	72.6557 100.00 72.8873	27.3443 0 27.1127
Total	122,460,918		66,969,090	54.6861	66,942,846	26,244	99.9608	0.0392



Resolution 9: To Appoint Smt. Swati Sinha as an Independent Director.

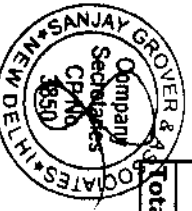
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
	(1)		(2)		(4)	(5)	(6)	(7)
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	- - 12,034,049	- - -	0 0 100.00	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,245 820 99,065	0.2287 0.0019 0.2306	71,623 820 72,443	26,622 - 26,622	72.9024 100.00 73.1267	27.0976 0 26.8733
Total	122,460,918		66,971,359	54.6879	66,944,737	26,622	99.96	0.0398

Resolution 10: To approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
	(1)		(2)		(4)	(5)	(6)	(7)
Promoters and Promoter Group	54,838,245	e-voting Poll Sub-total	- 54,838,245 54,838,245	0 100.0000 100.0000	- 54,838,245 54,838,245	- - -	0 100.00 100.00	0 0 0
Public-Institutional	24,669,496	e-voting Poll Sub-total	12,034,049 - 12,034,049	48.7811 0 48.7811	12,034,049 - 12,034,049	- - -	100.0000 0 100.0000	0 0 0
Public-Others	42,953,177	e-voting Poll Sub-total	98,270 820 99,090	0.2288 0.0019 0.2307	74,700 820 75,520	23,570 - 23,570	76.0151 100.00 76.2135	23.9849 0 23.7865
Total	122,460,918		66,971,384	54.6880	66,947,814	23,570	99.9648	0.0352



Resolution *11: To approve and ratified the agreement entered between the Company and M/s Edu Smart Services Private Limited, subsidiary of the Company for the purchase of receivables pursuant to the scheme approved under the CDR mechanism

Special Resolution								
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	54,838,245	e-voting	-	0	-	0	0	0
		Poll	-	0	-	0	0	0
		Sub-total	-	0	-	0	0	0
Public-Institutional	24,669,496	e-voting	12,034,049	48.7811	12,034,049	0	100.00	0
		Poll	-	0	-	0	0	0
		Sub-total	12,034,049	48.7811	12,034,049	0	100.00	0
Public-Others	42,953,177	e-voting	99,241	0.2310	81,395	17846	82.0175	17.9825
		Poll	820	0.0019	820	0	100.00	0
		Sub-total	100,061	0.2330	82,215	17846	82.1649	17.8351
Total	122,460,918		12,134,110	9.9086	12,116,264	17846	99.85	0.1471

*The promoters have abstained from voting in the above resolution.

*The promoters have abstained from voting in the above resolution being a related party.

