

GLOBAL EDUCATION LIMITED

CORPORATE IDENTIFICATION NUMBER(CIN) - L80301MH2011PLC219291

Registered Office : Office No.306,3rd Floor Jaisingh Business Center Premises CHSL,Sahar Road,
Parsiwada, Andheri(E), Mumbai - 400099 , Maharashtra - India

Tel No. +91 22 49242584, e-mail id : investorinfo@globaledu.net.in, Website : www.globaledu.net.in

Through Online Filing

GEL/CS/236

Dated: Wednesday 26th April, 2023

To,
The Manager, Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block -G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051, Maharashtra, India

Reference: Symbol: GLOBAL

ISIN No: INE291W01029

Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2023

Dear Sir/Madam,

With reference to **SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019**, we are enclosing the copy of Annual Secretarial Compliance Report for the financial year ended March 31, 2023 issued by CS Riddhita Agrawal, Practicing Company Secretary based on a check of the compliance's applicable as per SEBI Regulations and circulars / guidelines issued thereunder.

You are therefore, kindly requested to place the aforesaid information on records and do the needful. Meantime, kindly acknowledge the receipt.

Sincerely,

For GLOBAL EDUCATION LIMITED

PREETI PACHERIWALA

COMPANY SECRETARY

ICSI MEM. NO: F7502;

*Address: Pacheriwala Building, Opposite Ganraj Hotel,
Temple Bazar Sitabuldi, Nagpur Maharashtra, India*



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF
GLOBAL EDUCATION LIMITED
CIN: L80301MH2011PLC219291**

Registered Address: Office No.306,3rd Floor Jaisingh Business Center Premises CHSL,Sahar Road, Parsiwada, Andheri(E), Mumbai 400099, Maharashtra, India

I, CS Riddhita Agrawal, Practicing Company Secretary (Membership .No. F10054, CP No: 12917 and Peer Review Certificate No. 1838/2022), have examined:

- all the documents and records made available to us and explanation provided by M/ s. Global Education Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity i.e. www.globaledu.net.in.
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2023 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- Not Applicable during the year under review
- Securities and Exchange Board of India (Share based employee benefits and Sweat Equity) Regulations, 2021; - Not Applicable during the year under review
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - Not Applicable during the year under review





- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and based on the above examinations, I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118 (10) of the Companies Act, 2013.	Yes	--
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI	Yes Yes	--
3.	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes Yes Yes	--





4.	Disqualification of Director: None of the Director (s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	--
5.	Details related to subsidiaries of listed entities have been examined w.r.t: a) Identification of material subsidiary companies b) Disclosure Requirement of material as well as other subsidiaries	NA Yes	The Company does not have any material listed and unlisted Subsidiary Company (ies) as defined in Regulation 16(1)(c) of the Listing Regulations (as amended). Pursuant to Regulation 24 of the Listing Regulations, at least one Independent Director is to be on the Board of Directors of all Material Unlisted Subsidiary Company. At least one of the Independent Directors of the Global Education Limited is on the Board of all its Unlisted Subsidiary Companies.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	--





7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	--
8.	Related Party Transactions: a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions b. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes NA	During the Financial Year 2022-23; the listed entity has obtained prior approval of Audit Committee for all Related party transactions.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	--
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	--
11.	Actions taken by SEBI or Stock Exchange(s) if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (*)	NA	No Actions were taken against the Company its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange under SEBI Regulations and Circulars/guidelines issued thereunder.





12.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	NA	No additional non-compliance was observed for any SEBI regulation/ circular/guidance notes etc.
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Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:-

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	Compliance with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	No event has been occurred for resignation of the auditor and hence, the existing auditor has duly signed the limited review/ audit report for all the four quarters as well as the reporting financial year.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	
	iii. If the auditor has signed the limited review /audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/ its material subsidiary to the Audit Committee.		





	<p>a. In case of any concern with the management of the listed entity/ material subsidiary such as non-availability of information/ non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information /explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee/ Board of Directors as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>No concerns were raised by the existing Statutory Auditor to the Audit Committee of the listed entity.</p> <p>No event has been occurred for resignation of the auditor.</p> <p>As there was no event for resignation of auditor, no information was required to be received and communicated.</p>
3.	The listed entity /its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October 2019.	NA	No event for resignation of auditor has been taken place.





The Additional disclosures of Annual Secretarial Compliance Report as below:-

(a) *The listed entity has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines include -ing specific clause	Regulation/ Circular No.	Deviation	Action taken by	Type of Action	Details of Violation	Fine Amount	Observation/ Remark of the Practicing Company Secretary	Management Response	Remarks
1	Non-Compliance of Regulation 34 of SEBI LODR Regulations, 2015	Regulation 34	-	NSE	Fine/ Penalty	Non-Compliance of Regulation 34 of SEBI LODR Regulations, 2015	Rs. 2000/- (excluding taxes)	The Company has complied with the said Regulation and no further action is required to be taken by the Company.	The Company has complied with the said Regulation by payment of requisite fine/ penalty	-

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:





CS RIDDHITA AGRAWAL

Practicing Company Secretary

B.Com, FCS

Address : Flat No 502, Mangium-2, Adiraj Gardens, Sector-5, Kharghar, Navi Mumbai-410 210

Contact: +91-9096962064 | Email id: csriddhita17@gmail.com

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation / Circular No.	Deviation	Action taken by	Type of Action	Details of Violation	Fine Amount	Observation/Remarks of the Practicing Company Secretary	Management Response	Remarks
NIL										

Signature:



Name of Practicing Company Secretary: CS Riddhita Agrawal

Place: Mumbai

Membership No.:

FCS No.: 10054

Date: 25/04/2023

Peer Review Certificate No.

CP NO.: 12917

UDIN: F010054E000144463

1838/2022