

S. HARI KRISHNAN

Practicing Company Secretary



Report of Scrutinizer(s)

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

To,

The Chairman,
Everonn Education Limited,
Chennai.

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

I, Hari Krishnan S, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Everonn Education Limited, pursuant to Section 108 of the Companies Act, 2013 read with read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Sixteenth Annual General Meeting of the Company to be held on September 28, 2016.

The Notice dated August 12, 2016 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on September 28, 2016.

The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The Shareholders of the company holding shares as on the "cut-off" date of 21st September, 2016 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 4 in the Notice of the 16th AGM of Everonn Education Limited.

S. HARI KRISHNAN
Practicing Company Secretary
Acs Mem No: 29583
CP No: 13740



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The voting period for e-voting commenced on 25th September 2016 at 9.00 A.M. and ended on 27th September 2016 at 05.00 P.M. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through physical ballot forms received up to September 28, 2016 were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms received respectively.

I now submit my report as under on the result of the voting through electronic means and physical mode in respect of the said resolutions.

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Ordinary Resolution No.1

- a. Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon; and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2016 together with the Reports of the Auditors thereon;

(i) Voted in favour of the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	34,576	2,386	00.02
Physical	6	1,04,98,628	99.98
Total	34,582	1,05,01,014	100

(ii) Voted against the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

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Ordinary Resolution No.2

- b. Appointment of Director in place of Mr.Ajay Shekar Shetty, Director (DIN: 02678449), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	34,576	2,086	00.02
Physical	6	1,04,98,628	99.98
Total	34,582	1,05,00,714	100

(ii) Voted against the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

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Ordinary Resolution No.3

- c. Appointment of M/s Haribhakthi & Co. LLP, Chartered Accountants (ICAI Firm Registration No: 103523W, retiring auditors, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting on such remuneration as may be fixed by the Board of Directors of the Company

(i) Voted in favour of the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	34,576	2,086	00.02
Physical	6	1,04,98,628	99.98
Total	34,582	1,05,00,714	100

(ii) Voted against the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

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SPECIAL BUSINESS:

Ordinary Resolution No.4

d. Appointment of Mr. Sachin Dhingra as Manager of the Company:

(i) Voted in favour of the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	34,576	2,086	00.02
Physical	6	1,04,98,628	99.98
Total	34,582	1,05,00,714	100

(ii) Voted against the resolution:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

	Total Number of members	Number of votes cast by them by e-voting and physical mode	% of total number of valid votes cast, on the shares held by members
E-Voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

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The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S Hari Krishnan
Practicing Company Secretary
Membership No.29583
CP No.13740



S. HARI KRISHNAN
Practicing Company Secretary
Acs Mem No: 29583
CP No: 13740

Place: Chennai

Dated: 29th September 2016

No.6 /17, Nancy Street, Purasawalkam, Chennai - 600 007.

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