Educomp™
What Learning Can Be

Date: 26-03-2025

The Manager Listing Department BSE Limited PJ Towers, Dalal Street, Mumbai - 400 001 **Script Code: 532696**	The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051 **Script Code: EDUCOMP**

Sub: Results of Voting along with Report of Scrutinizer of the 30th Annual General Meeting of Educomp Solutions Limited ("the Company") held on Tuesday, March 25, 2025.

Dear Sir / Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the details regarding the voting results of the 30th Annual General Meeting **("AGM") ")** (for the Financial Year 2023-24) held on Tuesday, March 25, 2025 at 11.30 A.M. (IST) and concluded at 12:30 P.M.(IST). The AGM convened through Video Conference ('VC") / Other Audio-Visual Means ("OAVM").

The Company provided remote e-voting facility to the members on resolution proposed to be considered at the AGM from Saturday, March 22, 2025 (9.00 a.m IST) to Monday, March 24, 2025 (5.00 p.m. IST) on the e-voting portal of MUFG Intime India Private Limited ("MIIPL"). Further, those members, who participated through VC/OAVM facility at the AGM, were provided facility to e-vote through Instameet. In this regard, please find attached herewith the voting results of the business transacted at the AGM of the Company, as required under Regulation 44 of the SEBI Listing Regulations, as **Annexure – I**

Furthermore, we enclose herewith a Scrutinizer's Report dated 26th March, 2025 (as **Annexure-II)** submitted by CS Leena Jain, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the remote e-voting process in relation to the above AGM of the Members of the Company. In terms of the said Report, the Resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

This is for your information and records.

Yours Truly,
For Educomp Solutions Limited

EDUCOMP SOLUTIONS LTD. GURGAON

Mahender Khandelwal
Caretaker Resolution Professional in the matter of Educomp Solutions Limited
Email: [cirp@educomp.com]
IBBI Registration No.: [IBBI/IPA-001/IP-P00033/2016-17/ 10086]

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Note: *As informed earlier also vide various communications, NCLT had ordered the commencement of CIRP in respect of the Company under the provisions of Code. Thereafter, in accordance with Section 17 of the Code, the powers of the Board stood suspended and Dr. Sanjeev Aggarwal was appointed as interim resolution professional of the Company. The IRP carried out his duties from May 30, 2017 till Mr. Mahender Khandelwal was appointed as Resolution Professional ("RP") vide the order of NCLT dated September 12, 2017 and took over the management of the affairs of the Company. On 9th October, 2023 the resolution plan was approved by the NCLT, which is yet to be implemented. Thereafter, on November 23, 2023 the NCLT has ordered that the RP would act as caretaker qua the CD and in such capacity, he would discharge all those functions as are required to be discharged by an IP as RP.*

EDUCOMP SOLUTIONS LTD. GURGAON

Educomp Solutions Limited
(CIN:-L74999DL1994PLC061353)
Corporate Office: 514, Udyog Vihar, Phase III, Gurgaon - 122001, Haryana (INDIA) **Tel.:** +91-124-4529000
Registered Office: L-314 (Ground & First Floor), Gali No. 7, Mahipalpur, New Delhi - 11037
Website: www.educomp.com, **Email:** investor.services@educomp.com

Annexure-I

EDUCOMP SOLUTIONS LIMITED

CIN: L74999DL1994PLC061353

Voting Results of the Annual General Meeting

Details of Remote e-voting and E-voting at AGM results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 in respect of following Resolutions:	
Date of AGM	Tuesday, March 25, 2025
Total Number of Shareholders as on cut off Date: March 18, 2025	96177
No. of Shareholders present in the meeting either personaly or through Proxy:- Promoters and Promoters Group: Public:	The Annual General Meeting was held through video conferencing and hence there was no physical presence of members or appointment of proxies.
No. of Shareholders attended the meeting through Video Conferencing:- Promoters and Promoters Group: Public:	 3 121

EDUCOMP SOLUTIONS LTD. GURGAON

Educomp Solutions Limited

Resolution Required :Ordinary	1 - To receive, consider and adopt the Audited Financial Statements (including the consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2024, together with the reports of the Resolution Professional and Auditor thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	54838245	0	0.0000	0	0	0.0000	0.0000
	Poll		40090799	73.1074	40090799	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40090799**	**73.1074**	**40090799**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	144732	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	67484191	234605	0.3476	233493	1112	99.5260	0.4740
	Poll		130	0.0002	130	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**234735**	**0.3478**	**233623**	**1112**	**99.5263**	**0.4737**
Total		**122467168**	**40325534**	**32.9276**	**40324422**	**1112**	**99.9972**	**0.0028**

EDUCOMP SOLUTIONS LTD. GURGAON

Educomp Solutions Limited

Resolution Required :Ordinary	2 - To approve and ratify the remuneration of M/s Ahuja Sunny & Co, Cost Accountants of the Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	54838245	0	0.0000	0	0	0.0000	0.0000
	Poll		40090799	73.1074	40090799	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**40090799**	**73.1074**	**40090799**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	144732	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	67484191	234600	0.3476	233488	1112	99.5260	0.4740
	Poll		130	0.0002	130	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**234730**	**0.3478**	**233618**	**1112**	**99.5263**	**0.4737**
Total		**122467168**	**40325529**	**32.9276**	**40324417**	**1112**	**99.9972**	**0.0028**

EDUCOMP SOLUTIONS LTD. GURGAON

LEENA JAIN
Practicing Company Secretaries

C-4G/116B
Janak Puri, New Delhi-110058
Email: cs.leenajain@gmail.com
Ph.: 011-45605956, 9953270504

CONSOLIDATED SCRUTINIZER REPORT

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

To,

Mr. Mahender Khandelwal
The Chairperson/ Caretaker Resolution Professional
Educomp Solutions Limited
514, Udyog Vihar, Phase-III,
Gurgaon- 122001, Haryana.

Dear Sir,

Sub: **Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act. 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies {Management and Administration) Amendment Rules 2015 for the 30th Annual General Meeting of Educomp Solutions Limited. for the Financial Year 2023-24 held on Tuesday, March 25. 2025 at 11:30 A.M through video conferencing/other audio-visual means.**

I, Leena Jain, Practicing Company Secretaries (PCS No: 4946) had been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and e-voting process in respect of the below mentioned resolutions proposed at the 30th Annual General Meeting ("AGM") of the Educomp Solutions Limited ("the Company"), for the Financial Year 2023-24, held on Tuesday, March 25, 2025 at 11.30 A.M. (1ST) through video conferencing ('VC')/other audio visual means('OAVM')

The Management of the Company/ Caretaker Resolution Professional is responsible to ensure the compliances of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of the 30th AGM dated February 17, 2025.

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the AGM Notice, based on the reports generated from the E-voting system provided by MUFG Intime India Limited ("MIIPL") the service provider.

Report on Scrutiny:

1. The notice dated February 17, 2025, for convening the 30th AGM, as confirmed by the Company, was sent to the Shareholders in respect of the below mentioned resolutions proposed to be passed at the 30th AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated

LEENA JAIN * C.P. No. 4946 * COMPANY SECRETARY

December 28, 2022, No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19,2024 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October30, 2024 SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/1 67 dated October 7, 2023; SEBI Circular No.SEB1/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5,2023; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022; SEBI Circular No. SEB1/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020. (Collectively referred to as "SEBI Circulars").

2. The Company had availed the remote e-voting and e-voting facility offered by MUFG Intime India Private Limited ("MIIPL / Service Provider") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the shareholders of the Company.

3. The remote e-voting period commenced from Saturday, March 22, 2025 (9:00 a.m. 1ST) and ended on Monday, March 24, 2025 (5:00 p.m. IST) and at the end of remote e-voting period, voting portal of service provider was blocked forthwith.

4. The shareholders holding shares as on the cut-off date i.e. March 18, 2025 were entitled to vote on the proposed resolutions (Item No's. 1 to 2) as set out in the Notice of the 30th Annual General Meeting of Educomp Solutions Limited by remote e-voting system prior to 30th AGM and e-voting system during the AGM.

5. The Company has provided e-voting facility for the members to vote during the AGM who attended the meeting through VC/OAVM and had not voted on resolutions through remote e-voting before the AGM.

6. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked and counted diligently.

7. I have scrutinized and reviewed the remote e-voting prior to the AGM and e-voting during the AGM and votes cast therein based on the data downloaded from the MIIPL e-voting system.

8. I now submit my Consolidated Report as under on the results of e-voting through remote e-voting prior to the AGM and e-voting during the AGM in respect of the following Resolutions:

No	Type of Resolution	Particulars
1.	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements (including the consolidated Financial Statements) of the Company for the financial year ended 31st March, 2024, together with the reports of the Resolution Professional and Auditor thereon.
2.	Ordinary Resolution	To approve and ratified the remuneration of M/s Ahuja Sunny & Co., Cost Accountants of the Company.

LEENA JAIN COMPANY SECRETARY

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING AND ELECTRONIC MEANS IS AS UNDER:

ITEM NO. 1: AS AN ORDINARY RESOLUTION

TO RECEIVE. CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH. 2024. TOGETHER WITH THE REPORTS OF THE RESOLUİTON PROFESSIOBAL AND AUDITOR THEREON

i. Votes "in favour" of resolution

Number of Members voted by way of remote e-voting prior to the AGM and e-voting during the AGM)	Number of valid votes cast by them(shares)	% of total number of valid votes cast
162	4,03,24,422	99.997%

ii. Votes "against" the resolution

Number of Members voted by way of remote e-voting prior to the AGM and e-voting during the AGM)	Number of valid votes cast by them(shares))	% of total number of valid votes cast
06	1,112	0.003%

iii. Invalid Votes

Number of Members whose votes were declared invalid (By way of remote e-voting prior to the AGM and e-voting during the AGM	Number of Invalid votes cast by them (shares)
0	0

LEENA JAIN COMPANY SECRETARY

As the votes casted in favour is in excess of the votes casted in against of the resolution, therefore, the above Resolution has been passed with requisite majority

ITEM NO. 2: AS AN ORDINARY RESOLUTION

TO APPROVE AND RATIFIED THE REMUNERATION OF M/S AHUJA SUNNY & CO., COST ACCOUNTANTS OF THE COMPANY

i. **Votes "in favour" of resolution**

Number of Members voted by way of remote e-voting prior to the AGM and e-voting during the AGM)	Number of valid votes cast by them(shares)	% of total number of valid votes cast
161	4,03,24,417	99.997%

ii. **Votes "against" the resolution**

Number of Members voted by way of remote e-voting prior to the AGM and e-voting during the AGM)	Number of valid votes cast by them(shares))	% of total number of valid votes cast
06	1,112	.0.003%

iii. **Invalid Votes**

Number of Members whose votes were declared invalid (By way of remote e-voting prior to the AGM and e-voting during the AGM	Number of Invalid votes cast by them (shares)
0	0

LEENA JAIN * COMPANY SECRETARY * C.P. No. ...

As the votes casted in favour is in excess of the votes casted in against of the resolution, therefore the above Resolution has been passed with requisite majority

9. Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the 30th AGM to announce the results of the meeting.

10. The Electronic data and all other relevant records relating to the remote e-voting and voting system at the AGM have been handed over to the Company Secretary of the Company for preserving safely.

Note: The *Hon'ble National Company Law Tribunal, Principal Bench (NCLT) vide its order dated May 30, 2017 had initiated the Corporate Insolvency Resolution Process {CIRP) of the Company as per the provisions of the Insolvency and Bankruptcy Code, 2016 (/BC) and allowed the application filed under Section 10 of the IBC by the Company and Hon'ble National Company Law Tribunal, Principal Bench (NCLT) vide its order dated October 09, 2023 approved the resolution plan submitted by the Ebix/SRA, which is yet to be implemented and challenged by the SRA. Therefore, the Hon'ble National Company Law Tribunal, Delhi ("Adjudicating Authority"), on 23.11.2023, upon a joint request made by the counsel of the erstwhile RP and the counsel of the erstwhile COC that the management of the Corporate Debtor has come to a standstill, and there is no one to look after the said Company. In the circumstance, NCLT, directed that the RP would act as a caretaker qua the Corporate Debtor and in such capacity, he would discharge all those functions as are required to be discharged by an IP as RP.*

Thanking You

Sincerely Yours,

LEENA JAIN
COMPANY SECRETARY
C.P. No. 4946

LEENA JAIN
Practicing Company Secretary
ACS No: 10296
PCS No : 4946
UDIN:

Date: 26th March, 2025
Place: NEW DELHI