



To  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

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

**Scrip Code: 540403, Scrip Symbol: CLEUCATE**

**Re: Reconciliation of Share Capital Audit Report**

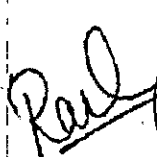
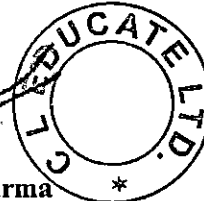
Dear Sir / Madam,

Please find enclosed the Reconciliation of Share Capital Audit Report for Equity Shares, for the quarter ended March 31, 2019. The report dated April 15, 2019 has been signed by Mr. Ved Prakash, of S. Anantha & Ved LLP, Practicing Company Secretaries.

This report is submitted in compliance with Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996, and SEBI Circular No. D&CC/FITTC/Circular-16/2002 dated December 31, 2002 (amended).

This is for your information and records.

Yours faithfully,  
For CL Educate Limited

Rachna Sharma  
Company Secretary & Compliance Officer

Date: April 15, 2019  
Place: New Delhi



To  
The Board of Directors  
**CL EDUCATE LIMITED**  
A-45, First Floor  
Mohan Co-operative Industrial Estate  
New Delhi – 110 044

Dear Sirs / Madam,

**RECONCILIATION OF SHARE CAPITAL AUDIT**

We have examined the Register of Members, beneficiary details furnished by the Depositories and other records / documents maintained by **CL Educate Limited** (hereinafter referred to as 'the Company') and its Registrar and Share Transfer Agents, **Karvy Fintech Private, Limited**, for issuing this report, pursuant to Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and in accordance with **Circular D&CC/FITTC/CIR-16/2002** dated 31<sup>st</sup> December, 2002 and **CIR/MRD/DP/30/2010** dated September 06, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our information and according to the explanations given to us and based on such verification as considered necessary, we hereby report the following in respect of the quarter ended **31<sup>st</sup> March, 2019**:

1.	For quarter Ended	:	31 <sup>st</sup> March, 2019
2.	ISIN	:	INE201M01011
3.	Face Value	:	Rs.10/- per Equity Share
4.	Name of the Company	:	<b>CL EDUCATE LIMITED</b>
5.	Registered Office Address	:	Plot No.9A, Sector 27A, Mathura Road, Faridabad, Haryana – 121003.
6.	Correspondence Address	:	A-45, First Floor, Mohan Co-operative Industrial Estate, New Delhi - 110 044.
7.	Telephone & Fax No.	:	Tel.: 011 4128 1100; Fax: 011 4128 1101
8.	Email Address	:	<a href="mailto:compliance@cleducate.com">compliance@cleducate.com</a>
9.	Name of the Stock Exchanges where Company's Securities Listed	:	a) <i>BSE Limited (BSE)</i> b) <i>National Stock Exchange of India Limited (NSE)</i>
			<b>Number of Shares</b> <b>% of Total Issued Capital</b>
10.	Issued Capital	:	<b>1,41,65,678</b> <b>100.00</b>
11.	Listed Capital (Exchanges wise)	:	<b>1,41,65,678</b> <b>100.00</b>
12.	Held in Dematerialised form in CDSL	:	6,92,012      4.89
13.	Held in Dematerialised form in NSDL	:	1,33, 88, 471      94.51
14.	Physical	:	85,195      0.60
15.	<b>Total No. of Shares (12+13+14)</b>	:	<b>1,41,65,678</b> <b>100.00</b>

*Vedprakash*

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16.	Reasons for difference if any, between (10&11), (10&15), (11&15)	:	NOT APPLICABLE				
17.	<b>Certifying the details of changes in Share Capital during the quarter under consideration as per table below:</b>						
	Particulars	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges	Whether initimated to CDSL	Whether initimated to NSDL	In-prin. Appr. Pending for Stock Exchanges
	-	-	-	-	-	-	-
* Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify)							
18.	Register of Member is updated (Yes/No), If not, updated upto which date	YES					
19.	Reference of previous quarter with regard to excess dematerialised shares, if any	NOT-APPLICABLE					
20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	NOT-APPLICABLE					
21.	Mention the total No. of requests, if any, confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons for delay. (Detail as on the date of certificate)						
	<b>Total No. of Demat requests:</b>	<b>No. of Requests</b>	<b>No. of Shares</b>	<b>Reasons for delay</b>			
	Confirmed after 21 days	NIL	NIL	Not Applicable			
	Pending for more than 21 days	NIL	NIL	Not Applicable			
<i>53,868 Equity Share were dematerialized and no Equity Share was rematerialized during the quarter.</i>							

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*Vedprakash*





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22.	Name, Telephone & Fax No. of the Compliance Officer of the Company	Ms. Rachna Sharma, Company Secretary Tel. No.: 011 4128 1100 Fax No.: 011 4128 1101
23.	Name, Address, Telephone, Fax No. & Regn. No. of the Auditor	Mr. Ved Prakash C-316, 3 <sup>rd</sup> Floor, Nirmal Avior-Galaxy, Next to Deep Mandir, L. B. S Marg, Mulund (West), Mumbai – 400 080. Ph. No.: 022 2591 3041, Cell No.: 7045656625 ACS: 36837, CP No.: 16986
24.	Appointment of common agency for share registry work	Karvy Fintech Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032 Tel. No.: +91 40 6716 2222 Fax No.: +91 40 2342 0814
25.	Any other detail that the Auditor may like to provide	NIL

For S. ANANTHA & VED LLP  
Company Secretaries



Ved Prakash  
Designated Partner  
CP No.: 16986

Place: Mumbai  
Date: 15<sup>th</sup> April, 2019