

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **CL Educate Limited**
 2. Quarter ending - **March 31, 2021**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed ?	Date of passing special resolution	No. of Directors hip in listed entities including this listed entity	No of Independent Director ship in listed entities including this listed entity	No of memberships in Audit / Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membershi p in Committee s of the Company	Remarks
Mr.	SATYA NARAYANAN R	00307326	AFJPS7585N	C,ED		25-Apr-1996	01-Apr-2020			13-Jul-1970	NA		1	0	0	0		
Mr.	GAUTAM PURI	00033548	AAHP P5688 E	ED	MD	25-Apr-1996	01-Apr-2020			13-Jan-1965	NA		1	0	2	0	AC, SC	
Mr.	NIKHIL MAHAJAN	00033404	AAAP M2004 J	ED	CEO	12-Oct-2001	01-Apr-2020			06-Jul-1971	NA		1	0	1	0	SC	
Ms.	MADHUMITA GANGULI	00676830	AAEP G7669	ID		02-Jul-2017	02-Jul-		60	22-Sep-	NA		2	1	1	0	AC	



			R				2017			1956								
Mr.	GIRISH SHIVANI	03593974	AIDPS 1148L	ID		30-Sep-2018	30-Sep-2018		60	04-Dec-1970	NA		1	1	0	2		AC, SC, NRC
Mr.	IMRAN JAFAR	03485628	AEQPJ 9499E	NED		02-Nov-2018	02-Nov-2018			26-Feb-1975	NA		1	0	0	0		NRC
Mr.	SANJAY TAPRIYA	00064703	ABPP T7660R	ID		24-Oct-2019	24-Oct-2019		60	27-Jun-1961	NA		2	1	2	0		AC, NRC
Mr.	PIYUSH SHARMA	08759840	AIEPS 6942F	ID		17-Jul-2020	17-Jul-2020		60	11-Sep-1966	NA		1	1	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GIRISH SHIVANI	ID	Chairperson	06-Oct-2018	
2	MADHUMITA GANGULI	ID	Member	24-Jul-2017	
3	SANJAY TAPRIYA	ID	Member	29-Jun-2020	
4	GAUTAM PURI	ED	Member	10-Nov-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes



b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	GIRISH SHIVANI	ID	Chairperson	27-Nov-2018	
2	GAUTAM PURI	ED	Member	22-Jul-2014	
3	NIKHIL MAHAJAN	ED	Member	22-Jul-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	SANJAY TAPRIYA	ID	Chairperson	10-Nov-2020	
2	IMRAN JAFAR	NED	Member	02-Nov-2018	
3	GIRISH SHIVANI	ID	Member	27-Nov-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
10-Nov-2020	13-Feb-2021	Yes	8	4

Company Remarks	
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Maximum gap between any two consecutive (in number of days)	94
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iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	10-Nov-2020		Yes	2	2
Audit Committee		13-Feb-2021	Yes	4	3
Nomination & Remuneration Committee	10-Nov-2020		Yes	2	2
Nomination & Remuneration Committee		13-Feb-2021	Yes	3	2
Stakeholders Relationship Committee	10-Nov-2020		Yes	3	1
Stakeholders Relationship Committee		13-Feb-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	94

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	



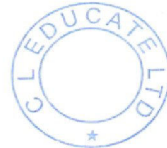
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

%affirmComments%

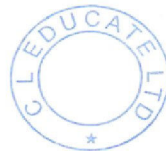


Name : **Rachna Sharma**
 Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.cleducate.com
Terms and conditions of appointment of	Yes		www.cleducate.com
Composition of various committees of	Yes		www.cleducate.com
Code of conduct of board of directors and	Yes		www.cleducate.com
Details of establishment of vigil mechanism/	Yes		www.cleducate.com
Criteria of making payments to non-	Yes		www.cleducate.com
Policy on dealing with related party	Yes		www.cleducate.com
Policy for determining 'material' subsidiaries	Yes		www.cleducate.com
Details of familiarization programs imparted	Yes		www.cleducate.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.cleducate.com
Contact information of the designated	Yes		www.cleducate.com
Financial results	Yes		www.cleducate.com
Shareholding pattern	Yes		www.cleducate.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		www.cleducate.com
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.cleducate.com
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Yes		www.cleducate.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.cleducate.com
Materiality Policy as per Regulation 30	Yes		www.cleducate.com
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		www.cleducate.com



II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	



<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Rachna Sharma**
Designation : **Company Secretary & Compliance Officer**