

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - CL Educate Limited
2. Quarter ending - 31-Mar-2018

i. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship 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
Mr.	SATYA NARAYANAN .R	00307326	AFJPS7585N	C & ED	01-Apr-2017			1	0	0
Mr.	GAUTAM PURI	00033548	AAHPP5688E	ED	01-Apr-2017			1	1	0
Mr.	NIKHIL MAHAJAN	00033404	AAAPM2004J	ED	01-Apr-2017			1	1	0
Mr.	GOPAL JAIN	00032308	AAAPJ2149P	NED	06-Mar-2008			1	1	0
Mr.	SRIDAR A. IYENGAR	00278512	AACPI7514D	ID	05-Sep-2014		60	3	1	3
Mr.	SAFIR ANAND	02117658	AADPA0805C	ID	05-Sep-2014	07-Feb-2018	60	1	0	0
Mr.	VIRAJ TYAGI	01760948	AEKPT2705H	ID	05-Sep-2014		60	1	1	0
Mr.	PARESH SURENDRA THAKKER	00120892	AAAPT5268M	ID	02-Jul-2017		60	1	0	1
Ms.	MADHUMITA GANGULI	00676830	AAEPG7669R	ID	02-Jul-2017		60	1	1	0
Mr.	SUSHIL KUMAR ROONGTA	00309302	AAAPR4551P	ID	13-Mar-2018		60	5	4	1

II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	GOPAL JAIN	NED	Member
2	SRIDAR A. IYENGAR	ID	Chairperson
3	VIRAJ TYAGI	ID	Member
4	MADHUMITA GANGULI	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	GAUTAM PURI	ED	Member
2	NIKHIL MAHAJAN	ED	Member
3	PARESH SURENDRA THAKKER	ID	Chairperson

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	NIKHIL MAHAJAN	ED	Member
2	GAUTAM PURI	ED	Member
3	SATYA NARAYANAN .R	C & ED	Chairperson

Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	VIRAJ TYAGI	ID	Chairperson
2	PARESH SURENDRA THAKKER	ID	Member
3	GOPAL JAIN	NED	Member

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	Maximum gap between any two consecutive (in number of days)	
13-Oct-2017	02-Feb-2018	49	
21-Nov-2017	24-Mar-2018		
27-Dec-2017			

IV. Meeting of Committees				
Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	02-Feb-2018	4	21-Nov-2017	
Nomination & Remuneration Committee	02-Feb-2018	3		72

V. Related Party Transactions	
	Subject
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

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:

Name :
 Designation :


 Nikhil Mahajan
 Executive Director and Group CEO Enterprise Business



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	Compliance status (Yes/No/NA)
Item	
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	No
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	Not Applicable
New name and the old name of the listed entity	Not Applicable

II Annual Affirmations	Regulation Number	Compliance status (Yes/No/NA)
Particulars		
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes

For CLE EDUCATE LIMITED


Nikhil Mahesh
 Director

Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

For CL EDUCATE LIMITED

Nikhil Mahapatra

Director



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**




Name : Nikhil Mahajan
Designation : Executive Director and Group CEO Enterprise Business