

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 0051

Scrip Code: 540403, Scrip Symbol: CLEUCATE

Dear Sir / Madam,

Re: Reconciliation of Share Capital Audit Report

Please find enclosed the Reconciliation of Share Capital Audit Report for Equity Shares, for the quarter ended June 30, 2018. The report dated July 24, 2018 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



Nikhil Mahajan
Executive Director & Group CEO Enterprise Business

Date: July 24, 2018

Place: New Delhi

To
The Board of Directors
CL EDUCATE LIMITED
A-41, Espire Building, Lower Ground Floor,
Mohan Co-operative Industrial Area,
Main Mathura Road, 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 Computershare Private Limited**, for issuing this report, in accordance with **circular D&CC/FITTC/CIR-16/2002** dated 31st 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 **30th June, 2018**:

1.	For quarter Ended	:	30 th June, 2018
2.	ISIN	:	INE201M01011
3.	Face Value	:	Rs.10/- per Equity Share
4.	Name of the Company	:	CL EDUCATE LIMITED
5.	Registered Office Address	:	A-41, Espire Building, Lower Ground Floor, Mohan Co-operative Industrial Area, Main Mathura Road, New Delhi - 110 044.
6.	Correspondence Address	:	A-41, Espire Building, Lower Ground Floor, Mohan Co-operative Industrial Area, Main Mathura Road, New Delhi - 110 044.
7.	Telephone & Fax No.	:	Tel.: 011 4128 1100; Fax: 011 4128 1101
8.	Email Address	:	compliance@cleducate.com
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>
			Number of Shares % of Total Issued Capital
10.	Issued Capital	:	1,41,65,678 100.00
11.	Listed Capital (Exchanges wise)	:	1,41,65,678 100.00
12.	Held in Dematerialised form in CDSL	:	6,16,681 4.35
13.	Held in Dematerialised form in NSDL	:	1,33,96,952 94.58
14.	Physical	:	1,52,045 1.07
15.	Total No. of Shares (12+13+14)	:	1,41,65,678 100.00

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16.	Reasons for difference if any, between (10&11), (10&15), (11&15)	:	NOT APPLICABLE				
17.	Certifying the details of changes in Share Capital during the quarter under consideration as per table below:						
	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 dematerilised 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)						
	Total No. of Demat requests:	No. of Requests	No. of Shares	Reasons for delay			
	Confirmed after 21 days	NIL	NIL	Not Applicable			
	Pending for more than 21 days	NIL	NIL	Not Applicable			
48,668 Equity Shares were dematted and No Equity Share was rematted during the quarter.							

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S. ANANTHA & VED LLP*(Registered with Limited Liability)*

Company Secretaries • LLP IN : AAH - 8229

C - 316, 3rd Floor, Nirmal Avior - Galaxy
LBS Marg, Mulund (W), Mumbai - 400 080

www.sanantha.com; info@sanantha.com

Tel: (+91 22) 2591 3041

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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 1110
23.	Name, Address, Telephone, Fax No. & Regn. No. of the Auditor	Mr. Ved Prakash C-316, 3 rd 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 Computershare 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****Place: Mumbai
Date: 24th July, 2018****Ved Prakash
Designated Partner
CP No.: 16986**