

To  
Department of Corporate Services,  
BSE Limited  
Phiroj Jeejibhoy Towers, Dalal Street,  
Mumbai – 400 001

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

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

Dear Ma'am/Sir(s),

**Sub: Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Voting Results at the 22<sup>nd</sup> Annual General Meeting of CL Educate Limited held on Tuesday, August 07, 2018 at 02:30 PM at PHD Chamber of Commerce and Industry, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

The same is available on the Company's website as well.

Kindly take the above details on record.

Thanking You

For CL Educate Limited

  
Sudhir Bhargava  
CFO

Place: New Delhi

Date: August 08, 2018

Encl: A/a

CC:

- Karvy Computershare Private Limited



	CL EDUCATE LIMITED
Date of the AGM/EGM	07-08-2018
Total number of shareholders on record date	22221
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	15
Public:	187
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Annual Financial Statements for the Financial Year ended March 31, 2018;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359323	30	99.9916	0.0083
	Poll		62322	1.6638	62321	1	99.9983	0.0016
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421675	11.2572	421644	31	99.9926	0.0074
Total		14165678	8126109	57.3648	8126078	31	99.9996	0.0004

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement by Rotation of Mr. Gautam Puri (DIN: 00033548), Vice Chairman and Managing Director of the Company;							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		3230339	47.4970	3230339	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3230339	47.497	3230339	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359249	104	99.9710	0.0289
	Poll		62323	1.6638	62313	10	99.9839	0.0160
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421676	11.2572	421562	114	99.973	0.027
Total		14165678	4600869	32.4790	4600755	114	99.9975	0.0025

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement by Rotation of Mr. Nikhil Mahajan (DIN: 00033404), Executive Director and Group CEO Enterprise Business of the Company;							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		5462673	80.7583	5462673	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5462673	80.7583	5462673	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
	E-Voting		359353	9.5934	359249	104	99.9710	0.0289

Nikhil Mahajan\*



	Poll	3745849	62323	1.6638	62322	1	99.9983	0.0016
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421676	11.2572	421571	105	99.9751	0.0249
	Total	14165678	6833203	48.2377	6833098	105	99.9985	0.0015

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Appointment of the Statutory Auditors for the Financial Year 2018-19 and to fix their remuneration in this regard;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359300	53	99.9852	0.0147
	Poll		62323	1.6638	62313	10	99.9839	0.0160
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421676	11.2572	421613	63	99.9851	0.0149
	Total	14165678	8126110	57.3648	8126047	63	99.9992	0.0008

Resolution No.	5							
Resolution required: (Ordinary/ Special)	Ordinary - Appointment of Mr. Sushil Kumar Roongta (DIN: 00309302) as an independent Director on the Board of the Company;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359266	87	99.9757	0.0242
	Poll		62323	1.6638	62235	88	99.8588	0.1411
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421676	11.2572	421501	175	99.9585	0.0415
	Total	14165678	8126110	57.3648	8125935	175	99.9978	0.0022

Resolution No.	6							
Resolution required: (Ordinary/ Special)	Ordinary - Approval of the remuneration payable to the Cost Auditors for Financial Year 2018-19;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359300	53	99.9852	0.0147
	Poll		62322	1.6638	62321	1	99.9983	0.0016
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421675	11.2572	421621	54	99.9872	0.0128

Nishi Mahajan  




Total	14165678	8126109	57.3648	8126055	54	99.9993	0.0007
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Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to the renewal of the 'Amended and Restated Career Launcher Employee Stock Options Plan 2014' (hereinafter "ESOP Scheme"), for a period of 3 (three) years commencing from September 5, 2018;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359266	87	99.9757	0.0242
	Poll		62323	1.6638	62322	1	99.9983	0.0016
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421676	11.2572	421588	88	99.9791	0.0209
Total	14165678	8126110	57.3648	8126022	88	99.9989	0.0011	

Resolution No.	8							
Resolution required: (Ordinary/ Special)	Ordinary - Approval of the remuneration by way of Commission payable to the Non-Executive Director(s) of the Company;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359249	104	99.9710	0.0289
	Poll		62322	1.6638	61500	822	98.6810	1.3189
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421675	11.2572	420749	926	99.7804	0.2196
Total	14165678	8126109	57.3648	8125183	926	99.9886	0.0114	

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to the shifting of Registered Office of the Company from the "National Capital Territory (NCT) of Delhi to the "State of Haryana and consequential amendment in the Memorandum of Association of the Company;							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6801148	0	0.0000	00	0	0.0000	0.0000
	Poll		6755580	99.3300	6755580	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6755580	99.33	6755580	0	100	0
Public- Institutions	E-Voting	3618681	948854	26.2210	948854	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		948854	26.221	948854	0	100	0
Public- Non Institutions	E-Voting	3745849	359353	9.5934	359289	64	99.9821	0.0178
	Poll		62322	1.6638	62211	111	99.8218	0.1781
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		421675	11.2572	421500	175	99.9585	0.0415
Total	14165678	8126109	57.3648	8125934	175	99.9978	0.0022	

Nikhil Mahapatra

