

To
Department of Corporate Services,
BSE Ltd
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 0051

Scrip Code: 540403, Scrip Symbol: CLEUCATE

Dear Madam/ Sir(s)


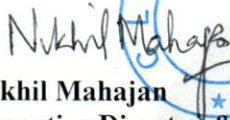
Re: Reconciliation of Share Capital Audit Report

Please find enclosed the Reconciliation of Share Capital Audit Report of Equity Shares, for the quarter ended June 30, 2017. The report dated July 13, 2017 has been signed by Mr. S. Anantha Rama Subramanian, of S. Anantha & Co., 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.

For CL Educate Limited



Nikhil Mahajan
Executive Director & Group CEO Enterprise Business

Date: July 13, 2017

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,

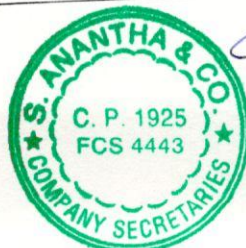
RECONCILIATION OF SHARE CAPITAL AUDIT

I 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 my opinion and to the best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby report the following in respect of the quarter ended 30th June, 2017:

1.	For quarter Ended	:	30 th June, 2017
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- 110044.
7.	Telephone & Fax No.	:	Tel.: 011 4128 1100; Fax: 011 4128 1110
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>The National Stock Exchange of India Limited (NSE)</i>
			Number of Shares % of Total Issued Capital
10.	Issued Capital	:	1,41,63,278 100.00
11.	Listed Capital (BSE & NSE)	:	1,41,63,278 100.00
12.	Held in Dematerialised form in CDSL	:	8,29,348 5.86
13.	Held in Dematerialised form in NSDL	:	1,30,54,492 92.17
14.	Physical	:	2,79,438 1.97
15.	Total No. of Shares (12+13+14)	:	1,41,63,278 100.00

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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 intimated to CDSL	Whether intimated to NSDL	In-prin. Appr. Pending for Stock Exchanges
NOT APPLICABLE							
* 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)						
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			
5,684 Equity Shares were dematted and No Equity Share was rematted during the quarter.							

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(Handwritten signature)



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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	S. Anantha Rama Subramanian 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.: 9833770011 FCS 4443, CP No.: 1925
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 2300 1153
25.	Any other detail that the Auditor may like to provide	Nil

For S. ANANTHA & CO.,
Company Secretaries

S. Anantha Rama Subramanian
Proprietor
C. P. No.:1925



Date: 13th July, 2017
Place: Mumbai