#### **ANNEXURE I**

#### Format to be submitted by listed entity on quarterly basis

Name of Listed Entity
 Quarter ending
 CL Educate Limited
 March 31, 2021

# i. Composition Of Board Of Director

Title	Name of the	DIN	PAN	Category	Sub	Initial	Date		Tenu		Wheth	Date	No. of	No of	No of	No of post of	Mem	1 1
(Mr./	Director					Date of	of	of	re	Birth	er	of	Directors	Indepen	memb	Chairperson in		mar
Ms)				/Executive	У	Appoint	Appoi	cessa			special	passin	hip in	dent	ership	Audit/	p in	ks
				/Non-		ment	ntmen	tion			resolut	g	listed	Director	s in	Stakeholder	Com	
				Executive/			t				ion	specia	entities	ship in	Audit	Committee	mittee	
				Independe							passed	1	including	listed	~ /	held in listed	s of	
				nt/							?		this listed	entities	Stake	entities	the	
				Nominee)								ion	entity	includin	holde	including this	Comp	
														g this	r	listed entity	any	
														listed	Com			
														entity	mittee			
															(s)			
															includ			
															ing this			
															listed			
															entity			
Mr.	SATYA	00307	AFJPS	C,ED		25-Apr-	01-			13-Jul-	NA		1	0	0	0		<del>                                     </del>
IVII.	NARAYANAN	326	7585N	C,ED		1996	Apr-			1970	INA		1	U	U	U		
	R	320	73031			1990	202			1970								
							0											
Mr.	GAUTAM PURI	00033	AAHP	ED	MD	25-Apr-	01-			13-	NA		1	0	2	0	AC,	
1.11.	0.10171171	548	P5688		1.12	1996	Apr-			Jan-	- 112		_		_		SC	
			E				202			1965								
							0											
Mr.	NIKHIL	00033	AAAP	ED	CEO	12-Oct-	01-			06-Jul-	NA		1	0	1	0	SC	
	MAHAJAN	404	M2004		300 V	2001	Apr-			1971							ACC 1990	
			J				202											
							0											
Ms.	MADHUMITA	00676	AAEP	ID		02-Jul-	02-		60	22-	NA		2	1	1	0	AC	
	GANGULI	830	G7669			2017	Jul-			Sep-								



			R			201 7		1956							
Mr.	GIRISH SHIVANI	03593 974	AIDPS 1148L	ID	30-Sep- 2018	30- Sep- 201 8	60	04- Dec- 1970	NA	1	1	0	2	AC, SC, NRC	
Mr.	IMRAN JAFAR	03485 628	AEQPJ 9499E	NED	02-Nov- 2018	02- Nov - 201 8		26- Feb- 1975	NA	1	0	0	0	NRC	
Mr.	SANJAY TAPRIYA	00064 703	ABPP T7660 R	ID	24-Oct- 2019	24- Oct- 201 9	60	27- Jun- 1961	NA	2	1	2	0	AC, NRC	
Mr.	PIYUSH SHARMA	08759 840	AIEPS 6942F	ID	17-Jul- 2020	17- Jul- 202 0	60	11- Sep- 1966	NA	1	1	0	0		

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

# ii. Composition of Committees

#### a. Audit Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				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	Yes
chairperson appointed	



b. Stakeholders Relationship Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
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	Yes
chairperson appointed	

c. Risk Management Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	

Company Remarks	
Whether Permanent	No
chairperson appointed	

#### d. Nomination and Remuneration Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
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	Yes
chairperson appointed	

# 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	94
two consecutive (in number of	
days)	

# 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	94
two consecutive (in number of	
days) [Only for Audit	
Committee]	

# 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	
approval have been reviewed by Audit Committee		

Disclosure of notes on related	
party transactions and	
Disclosure of notes of material	
related party transactions	

#### 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)

ltem	Complianc	Company Remark	Website
	e status	1 7	
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	Yes		www.cleducate.com
other relevant details entity who are			
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	Not		
media companies and/or their associates	Applicable		
Schedule of analyst or institutional investor	Yes		www.cleducate.com
meet and presentations madeby the listed			
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	Yes		www.cleducate.com
under separate section on its website as per Regulation 46(2)	33		
Materiality Policy as per Regulation 30	Yes		www.cleducate.com
Dividend Distribution policy as per	Not		vv vv vv.cieducate.com
It is certified that these contents on the	Yes		www.cleducate.com



Independent director(s) have been appointed in terms of specified criteria of independence' and/or 'eligibility'  Board composition  Independence' and/or 'eligibility'  Board composition  Independence' and/or 'eligibility'  Independent of Board of directors  Independent of Compliance Reports  Independent of Compliance Reports  Independent of Conduct  Independent of I	Particulars	Regulation Number	Compl iance	Company Remark
Appointed in terms of specified criteria of independence' and/or 'eligibility'  Board composition  Tr(1), 17(1A) & Yes Tr(1B)  Meeting of Board of directors  Quorum of Board meeting  Tr(2A)  Review of Compliance Reports  Tr(3)  Plans for orderly succession for appointments  Code of Conduct  Tr(5)  Tees/compensation  Tr(6)  Wes  Tr(7)  Tees  Tr(8)  Tr(9)  Tees  Tr(10)  Tr(10)  Tres  Tr(10)  Tres  Tre	ndependent director(s) have been	16(1)(b) & 25(6)	status	
Meeting of Board of directors 17(1), 17(1A) & Yes 2000 Ye		10(1)(b) & 20(0)	Yes	
Meeting of Board of directors  Meeting of Board of directors  Quorum of Board meeting  Review of Compliance Reports  Plans for orderly succession for appointments  Code of Conduct  Pees/Compensation  Minimum Information  Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent  Directors  Recommendation of Board  Maximum number of directorship  Composition of Audit Committee  Meeting of Audit Committee  Committee  Quorum of Nomination and Remuneration  Committee  Composition of Stakeholder Relationship  Commosition of Stakeholder relationship  Composition and role of risk management  Commosition of Stakeholder Relationship  Composition and role of risk management  Committee  Commosition and role of risk management				
Meeting of Board of directors Quorum of Board meeting Review of Compliance Reports Plans for orderly succession for appointments Code of Conduct Pees/compensation Performance Certificate Recommendation of Board Maximum number of directorship Recommosition of Nomination & remuneration Committee Recommosition of Stakeholder Relationship Recommosition of Stakeholder relationship Recommosition and role of risk management Recommosition and role of risk management Recommosition of Stakeholder Relationship Recommosition and role of risk management Recommittee Recommosition and role of risk management Recommosition and recommositi		17(1) 17(1A) &	V	
Quorum of Board meeting Review of Compliance Reports Plans for orderly succession for appointments Code of Conduct Fees/compensation Minimum Information Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors Recommendation of Board Maximum number of directorship Composition of Audit Committee Relations of Nomination & remuneration Committee Recommittee Recommittee Respondent of Stakeholder Relationship Commosition of Stakeholder relationship Commosition and role of risk management Recommittee Recommittee Recommittee Recommittee Recommendation of Stakeholder relationship Recommittee Recommit	soura composition		res	
Review of Compliance Reports Plans for orderly succession for appointments Code of Conduct Fees/compensation Compliance Certificate Risk Assessment & Management Performance Evaluation of Independent Directors Recommendation of Board Maximum number of directorship Composition of Audit Committee Rourum of Nomination & remuneration Committee Rourum of Nomination & remuneration Commosition of Stakeholder Relationship Commosition of Stakeholder relationship Commosition and role of risk management Composition and role of risk management Composition and role of risk management Commosition and role of risk management Committee Commosition and role of risk management Commosition and role of risk management Committee Commosition and role of risk management	Meeting of Board of directors		Yes	
Plans for orderly succession for appointments  Code of Conduct  Fees/compensation  Minimum Information  Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent  Directors  Recommendation of Board  Maximum number of directorship  Composition of Audit Committee  Plant of Nomination & remuneration  Committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Committee  Composition of Stakeholder Relationship  Commosition of Stakeholder relationship  Committee  Composition and role of risk management  Commosition and role of risk management  Committee  Commosition and role of risk management	Quorum of Board meeting	17(2A)	Yes	
Appointments  Code of Conduct  Fees/compensation  Minimum Information  Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent  Directors  Recommendation of Board  Maximum number of directorship  Composition of Audit Committee  Composition of nomination & remuneration  Committee  Commonittee  Commonittee  Commonittee  Meeting of Nomination and Remuneration  Committee  Composition of Stakeholder Relationship  Commonittee  Meeting of stakeholder relationship  Commonittee  Commonittee  Commosition of Stakeholder relationship  Committee  Commosition of Stakeholder relationship  Committee  Commosition and role of risk management	Review of Compliance Reports	17(3)	Yes	
Appointments Code of Conduct Fees/compensation 17(6) 17(7) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Res Risk Assessment & Management 17(9) Performance Evaluation of Independent Directors Recommendation of Board Maximum number of directorship 17A Yes Composition of Audit Committee 18(1) Meeting of Audit Committee 18(2) Composition of nomination & remuneration Committee Quorum of Nomination and Remuneration Committee meeting Meeting of nomination & remuneration Committee Composition of Stakeholder Relationship Composition of Stakeholder relationship Committee  Meeting of stakeholder relationship Committee  20(3A) Not Applicable Committee Committee Commosition and role of risk management Committee Composition and role of risk management Committee Commosition Committee Commosition Committee Commosition Comm	Plans for orderly succession for	17(4)	Yes	
Fees/compensation 17(6) Yes Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Performance Evaluation of Independent 17(9) Yes Performance Evaluation of Independent 17(10) Yes Performance Evaluation of Independent 17(10) Yes Performance Evaluation of Board 17(11) Yes Percommendation of Board 17(11) Yes Performance Evaluation of Board 17(11) Yes Performance Evaluation of Audit Committee 18(1) Yes Performance Independent 17(11) Yes Performance Independent 18(1) Yes Performance Independent 18(2) Yes Performance Independent 18(2) Yes Performance Independent Independent 19(1) & (2) Yes Performance Independent Indepe	appointments		1 190001	
Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent 17(10) Yes Directors Recommendation of Board 17(11) Yes Maximum number of directorship 17A Yes Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration 19(1) & (2) Yes Committee 19(2A) Meeting of nomination & remuneration Yes Committee meeting 19(2A) Meeting of nomination & remuneration 20(1), 20(2) and 20(2A) Meeting of stakeholder relationship 20(3A) Composition and role of risk management 21(1),(2),(3),(4) Not Applicable committee	Code of Conduct	17(5)	Yes	
Compliance Certificate 17(8) Yes  Risk Assessment & Management 17(9) Yes  Performance Evaluation of Independent 17(10) Yes  Directors  Recommendation of Board 17(11) Yes  Maximum number of directorship 17A Yes  Composition of Audit Committee 18(1) Yes  Composition of nomination & remuneration 19(1) & (2) Yes  Committee 19(2A) Yes  Committee meeting 19(2A)  Meeting of nomination & remuneration 20(1), 20(2) and 20(2A)  Meeting of stakeholder relationship 20(3A)  Committee 20(3A)  Composition and role of risk management 21(1),(2),(3),(4) Not Applicable committee	ees/compensation	17(6)	Yes	
Compliance Certificate  Risk Assessment & Management  Performance Evaluation of Independent Directors  Recommendation of Board  Maximum number of directorship  Composition of Audit Committee  Meeting of Audit Committee  Composition of nomination & remuneration Committee  Quorum of Nomination and Remuneration Committee meeting  Meeting of nomination & remuneration Committee meeting  Meeting of nomination & remuneration Committee meeting  Meeting of stakeholder Relationship Committee  Commosition of Stakeholder relationship Committee  Directors  17(10) Yes  17A Yes  18(1) Yes  18(2) Yes  19(1) & (2) Yes  19(2A)  Yes  20(3A)  Yes  20(3A)  Not Applicable Committee  Committee  Committee  Committee  Committee  Commosition and role of risk management Committee	Minimum Information	17(7)	Yes	
Performance Evaluation of Independent Directors Recommendation of Board Maximum number of directorship Tomposition of Audit Committee Meeting of Audit Committee Tomposition of nomination & remuneration Tommittee Tomm	Compliance Certificate	17(8)		
Directors Recommendation of Board Maximum number of directorship Tomposition of Audit Committee Meeting of Audit Committee Recomposition of nomination & remuneration Tomposition of nomination & remuneration Recommittee Recommittee Recommittee Recomposition of Audit Committee Recommittee Recomm	Risk Assessment & Management	17(9)	Yes	
Recommendation of Board  Maximum number of directorship  Composition of Audit Committee  Meeting of Audit Committee  Composition of nomination & remuneration  Committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Committee  Composition of Stakeholder Relationship  Committee  Meeting of stakeholder relationship  Meeting o	Performance Evaluation of Independent	17(10)	Yes	
Maximum number of directorship  Composition of Audit Committee  Meeting of Audit Committee  Composition of nomination & remuneration  Committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Composition of Stakeholder Relationship  Committee  Meeting of stakeholder relationship  Committee  20(3A)  Not Applicable  Committee	Directors			
Composition of Audit Committee  Meeting of Audit Committee  Composition of nomination & remuneration  Committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Commosition of Stakeholder Relationship  Committee  Meeting of stakeholder relationship  Commosition and role of risk management  Commosition and role of risk management  Committee  Commosition and role of risk management  Committee	Recommendation of Board		Yes	
Meeting of Audit Committee  Composition of nomination & remuneration  committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Committee menuneration  Committee 19(2A)  Meeting of nomination & remuneration  Commosition of Stakeholder Relationship  Committee 20(2A)  Meeting of stakeholder relationship  Committee 20(3A)  Composition and role of risk management  Committee 21(1),(2),(3),(4)  Not Applicable	Maximum number of directorship	17A	Yes	
Meeting of Audit Committee  Composition of nomination & remuneration  committee  Quorum of Nomination and Remuneration  Committee meeting  Meeting of nomination & remuneration  Committee menuneration  Committee 19(2A)  Meeting of nomination & remuneration  Commosition of Stakeholder Relationship  Committee 20(2A)  Meeting of stakeholder relationship  Committee 20(3A)  Composition and role of risk management  Committee 21(1),(2),(3),(4)  Not Applicable	Composition of Audit Committee	18(1)	Yes	
Composition of nomination & remuneration Committee  Quorum of Nomination and Remuneration Committee meeting  Meeting of nomination & remuneration Commosition of Stakeholder Relationship Committee  Meeting of stakeholder relationship Commosition and role of risk management Commosition and role of risk management Committee  Mot Applicable				
Committee meeting  Meeting of nomination & remuneration Composition of Stakeholder Relationship Committee  Meeting of stakeholder Relationship Committee  Meeting of stakeholder relationship Committee  Meeting of stakeholder relationship Committee  20(3A)  Yes 20(2A)  Yes 20(3A)  Yes 20(3A)  Not Applicable Committee				
Meeting of nomination & remuneration  committee			Yes	
Committee 19(3A) Composition of Stakeholder Relationship 20(1), 20(2) and 20(2A)  Meeting of stakeholder relationship 20(3A) Committee 20(3A) Composition and role of risk management 21(1),(2),(3),(4) Not Applicable committee		19(2A)		
Composition of Stakeholder Relationship Committee  20(1), 20(2) and Yes 20(2A)  Weeting of stakeholder relationship Committee  20(3A)  Yes 20(3A)  Yes 20(3A)  Yes 20(3A)  Yes 20(3A)  Composition and role of risk management Committee		(0/0.0)	Yes	
Committee 20(2A)  Meeting of stakeholder relationship Yes committee 20(3A)  Composition and role of risk management committee 21(1),(2),(3),(4)  Not Applicable	1994 (PSAMO) 1000 (SMO) NO			
Meeting of stakeholder relationship committee  20(3A)  Composition and role of risk management committee  21(1),(2),(3),(4)  Not Applicable			Yes	
Committee 20(3A) Composition and role of risk management 21(1),(2),(3),(4) Committee	A STATE OF THE STA	20(2A)	200	
Composition and role of risk management 21(1),(2),(3),(4) Not Applicable committee		00(04)	Yes	
committee			60 No.	
Meeting of Pisk Management Committee	committee	21(1),(2),(3),(4)	Not Applicable	
Not Applicable 22	Meeting of Risk Management Committee	00	Not Applicable	



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

041 1 5	
Other Information	



#### **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

Name : Rachna Shama

Designation : Company Secretary & Compliance Officer