

To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai – 400001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400051

**Scrip Code: 540403, Scrip Symbol: CLEDUCATE
ISIN: INE201M01029**

Re: Reconciliation of Share Capital Audit Report

Dear Madam/ Sir(s),

Please find enclosed the Reconciliation of Share Capital Audit Report for Equity Shares, for the quarter ended March 31, 2025. The report dated April 17, 2025, has been signed by Mr. Dinesh Trivedi, Designated Partner of Sharma and Trivedi LLP, Company Secretaries.

This report is submitted in compliance with Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and in accordance with Circular D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and CIR/MRD/DP/30/2010 dated September 06, 2010.

This is for your information and records.

Yours faithfully,

For CL Educate Limited

**Rachna Sharma
Company Secretary & Compliance Officer
ICSI Membership No.: A17780**

**Place: New Delhi
Date: April 28, 2025**

SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000
C-316, 3rd Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,
Mulund (West), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

To,

The Board of Directors

CL EDUCATE LIMITED

A-45, First Floor, Mohan Co-operative Industrial Estate,
Mathura Road, Badarpur, South Delhi,
New Delhi – 110 044

Dear Sir / 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**’) having **CIN: L74899DL1996PLC425162** and its Registrar and Share Transfer Agents, **KFin Technologies Limited**, (Formerly Known as “KFin Technologies Private Limited”) for issuing this report, pursuant to Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and in accordance with **Circular D&CC/FITTC/CIR-16/2002** dated December 31, 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 **31st March, 2025**:

| | | | |
|-----|---|---|---|
| 1. | For quarter Ended | : | 31 st March, 2025 |
| 2. | ISIN | : | INE201M01029 |
| 3. | Face Value | : | Rs.5/- per Equity Share |
| 4. | Name of the Company | : | CL EDUCATE LIMITED |
| 5. | Registered Office Address | : | A-45, First Floor, Mohan Co-operative Industrial Estate, Mathura Road, Badarpur, South Delhi, New Delhi – 110 044 |
| 6. | Correspondence Address | : | A-45, First Floor, Mohan Co-operative Industrial Estate, Mathura Road, Badarpur, South Delhi, New Delhi – 110 044 |
| 7. | Telephone | : | 011 4128 1100 |
| 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 | : | 5,40,98,314 100.000 |
| 11. | Listed Capital (Exchanges wise) | : | 5,40,98,314 100.000 |
| 12. | Held in Dematerialised form in CDSL | : | 69,20,371 12.792 |
| 13. | Held in Dematerialised form in NSDL | : | 4,69,92,375 86.865 |
| 14. | Physical | : | 1,85,568 0.343 |
| 15. | Total No. of Shares (12+13+14) | : | 5,40,98,314 100.000 |

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Mulund (W), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

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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 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 | | |
| 7,144 Equity Shares of the Company were dematerialized and Nil Equity Share was rematerialized during the quarter ended 31 st March, 2025. | | | | | | | |

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SHARMA AND TRIVEDI LLP

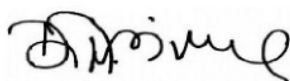
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| 22. | Name, Telephone & Fax No. of the Compliance Officer of the Company | Ms. Rachna Sharma, Company Secretary and Compliance Officer Tel. No.: 011 4128 1100/0800 Fax No.: +91-11-41281101 |
| 23. | Name, Address, Telephone, Fax No. & Regn. No. of the Auditor | Mr. Dinesh Trivedi, Designated Partner ACS No.: A23841; CP No.: 22407 Sharma and Trivedi LLP; Company Secretaries LLPIN: AAW-6850; UIN: L2021MH011000 C-316, 03 rd Floor, Avior Corporate Park, Next to Deep Mandir, L.B.S Marg, Mulund (West), Mumbai - 400 080. Ph. No.: 022 2591 3041 |
| 24. | Appointment of common agency for share registry work | KFin Technologies Limited, (Formerly Known as "KFin Technologies Private Limited") Selenium Building, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana Tel. No.: +91 40 6716 2222 |
| 25. | Any other detail that the Auditor may like to provide | NIL |

For Sharma and Trivedi LLP
Company Secretaries



Dinesh Trivedi
Designated Partner
C. P. No.: 22407
UDIN: A023841G000137011

Date: 17th April, 2025
Place: Mumbai