

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** 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 **30th September, 2025**:

1.	For quarter Ended	:	30 th September, 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	:	5,42,23,958 100.0000
11.	Listed Capital (Exchanges wise)	:	5,42,23,958 100.0000
12.	Held in Dematerialised form in CDSL	:	67,80,482 12.5046
13.	Held in Dematerialised form in NSDL	:	4,72,58,444 87.1542
14.	Physical	:	1,85,032 0.3412
15.	Total No. of Shares (12+13+14)	:	5,42,23,958 100.0000

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: 2 :

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
ESOPs		1,25,644	Applied	Yes	Yes	Yes	No
1,25,644 Equity Shares allotted on July 02, 2025 under ESOP and the same got listed and admitted for trading on NSE (Circular Ref. No.: 1233/2025) and BSE (Notice No. 20250708-20) with effect from Wednesday, July 09, 2025.							
* 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		
536 Equity Shares of the Company were dematerialized and Nil Equity Share was rematerialized during the quarter ended 30 th September, 2025.							

...3

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: 3 :

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. Vishwanath, Designated Partner ACS No.:14521; CP No.: 25099 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 (W), Mumbai - 400 080 Ph. No.: 022 2591 3041
24.	Appointment of common agency for share registry work	KFin Technologies 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

Vishwanath
Designated Partner
C. P. No.:25099
UDIN: A014521G001661958

Date: October 27, 2025
Place: Mumbai