



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**

Subject: Proceedings of the 29th Annual General Meeting (“AGM/ Meeting”) of CL Educate Limited (“the Company”)

Dear Ma’am/Sir(s),

In continuation to our letter dated September 06, 2025, we wish to state that the 29th AGM of the Members of the Company was held today i.e., on Tuesday, September 30, 2025 through two-way Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”).

In this regard, please find enclosed the proceedings of the 29th AGM as required under Regulation 30, Para A of Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.

This information is also available on the Company’s website www.cleducate.com.

We request you to kindly take the above information on record.

Thanking You,

For CL Educate Limited

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

Place: New Delhi
Date: September 30, 2025

Annexure – I

PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING OF CL EDUCATE LIMITED

The 29th Annual General Meeting (“AGM/ Meeting”) of the Members of CL Educate Limited (“the Company”) was held today i.e., on Tuesday, September 30, 2025 at 10:00 A.M. (IST) through two way Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”), in compliance with the various circulars issued in this regard by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and Rules made thereunder.

DIRECTORS PRESENT	
Mr. Satya Narayanan R	Chairman & Executive Director, Member of Corporate Social Responsibility Committee.
Mr. Gautam Puri	Vice Chairman & Managing Director, Member of Audit Committee, Member of Corporate Social Responsibility Committee, Member of Stakeholders’ Relationship Committee.
Mr. Nikhil Mahajan	Executive Director & Group CEO Enterprise Business, Member of Stakeholders’ Relationship Committee.
Mr. Girish Shivani	Non-Executive Independent Director, Chairman of the Audit Committee, Chairman of the Stakeholders’ Relationship Committee, Chairman of the Corporate Social Responsibility Committee, Member of the Nomination, Remuneration and Compensation Committee.
Mr. Sanjay Tapriya	Non-Executive Independent Director, Chairman of the Nomination, Remuneration and Compensation Committee, Member of the Audit Committee.
Mr. Imran Jafar	Non-Executive Non-Independent Director, Member of the Nomination, Remuneration and Compensation Committee.
Mr. Yatrik Vin	Additional – Independent Director

KMPs PRESENT	
Mr. Arjun Wadhwa	Chief Financial Officer (CFO)
Ms. Rachna Sharma	Company Secretary and Compliance Officer

OTHER REPRESENTATIVES	
Mr. Neeraj Goel	Partner, M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Varun Khanna	Director, M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Vishwanath	Designated Partner, M/s. Sharma and Trivedi LLP (LLPIN: AAW-6850), Secretarial Auditor
Mr. Praveen Kaushik	Director, Value Square Advisors Private Limited, Internal Auditor

MEMBERS PRESENT AT THE MEETING

S. No.	Particulars	No. of Shareholders Present	No. of Equity Shares held as on record date	Percentage (%) to Paid-up Share Capital
1	Promoter and Promoter Group	09	2,18,53,972	40.30
2	Public	67	23,14,095	4.27
	Total	76	2,41,68,067	44.57

Proceedings in brief:

- Mr. Satya Narayanan R (DIN: 00307326), Chairman and Executive Director of the Company took the Chair and presided over the Meeting.
- The Chairman welcomed the Members, Directors, Auditors, Scrutinizer and other stakeholders present at the Meeting and explained the absence of the Directors who could not attend the AGM.
- He confirmed that the Chairpersons of the Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Nomination, Remuneration and Compensation Committee were present at the AGM.
- The Company Secretary and Compliance Officer confirmed that the requisite quorum was present at the Meeting.
- The Company Secretary informed that the soft copy of the Annual Report 2024-25 had been sent to all Shareholders, whose e-mail addresses were registered with the Company / or with the Company's Registrar and Share Transfer Agent / or with their respective Depository Participants. For shareholders whose email addresses were not so registered, a letter containing the web-link and the exact path of Company's website where the Notice of AGM and Annual Report 2024-25 could be accessed, had been sent.
- The Company Secretary further confirmed that the Register of Directors and Key Managerial Personnel and their Shareholding, Register of Contracts and Arrangements in which Directors/KMP's are interested and the Certificate dated July 30, 2025 received from the Secretarial Auditor of the Company with respect to the current ESOP Scheme of the Company being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were kept open for inspection by the Members during the AGM at the Company's website www.cleducate.com.
- Requisite Quorum being present, the Chairman called the Meeting to order.
- The Chairman addressed the Members and delivered his speech.
- The Company Secretary informed that the Company had provided remote e-voting facility to the Members in respect of all businesses mentioned in the AGM notice. The remote e-voting facility had been kept open from Thursday, September 25, 2025 09:00 AM (IST) till Monday, September 29, 2025 05.00 PM (IST). During this period, Members of the Company, holding shares as on the closing hours of business on Cut-Off Date i.e., Tuesday, September 23, 2025, were eligible to cast their votes electronically. She further informed the Members that the facility for e-voting had also been made available at the AGM and Members attending the Meeting, who had not already cast their votes through remote e-voting and who were otherwise not barred from doing so, were eligible to vote through the e-voting system during the AGM.
- Members were informed that Mr. Vishwanath, Designated Partner of M/s. Sharma and Trivedi LLP (LLPIN: AAW-6850), Company Secretaries, had been appointed as the scrutinizer to scrutinise the e-voting process in a fair and transparent manner.

- The notice of AGM, Board's Report and Auditor's Reports for the Financial Year ending March 31, 2025, which had already been circulated to the Members in advance, were taken as read by the Members of the Company. The observations / remarks made by the Auditors on the Financial Statements and the Board's explanation / response thereon were read by the Company Secretary.

The following items of business as set out in the Notice convening 29th AGM were placed for Members' consideration and approval:

S. No.	Resolutions	Type of Resolution
Ordinary Business:		
1.	Adoption of Audited Financial Statements for the Financial Year ended March 31, 2025.	Ordinary
2.	Re-appointment of Mr. Gautam Puri, Vice Chairman and Managing Director, who retires by rotation, and being eligible offers himself for re-appointment.	Ordinary
3.	Re-appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as the Statutory Auditor for a second term of 5 (Five) years and fixation of their remuneration.	Ordinary
Special Business:		
4.	Appointment of M/s. Sharma and Trivedi LLP, Company Secretaries (LLPIN: AAW- 6850) as Secretarial Auditor for a term of 5 (Five) Financial Years and fixation of their remuneration.	Ordinary
5.	Ratification of remuneration payable to M/s Sunny Chhabra and Co. (Firm Registration Number: 101544), Cost Auditor of the Company, for the Financial Year 2025-26.	Ordinary
6.	Re-appointment of Mr. Piyush Sharma (DIN: 08759840) as Non-Executive Independent Director for second term of 5 (Five) years.	Special
7.	Appointment of Mr. Yatrik Vin (DIN: 07662795) as Non-Executive Independent Director for 5 (Five) years, and Remuneration payable to him.	Special
8.	Re-appointment of Mr. Satya Narayanan R (DIN: 00307326) as Chairman and Executive Director for a period of 3 (Three) years from April 01, 2026 to March 31, 2029, and overall maximum remuneration payable to him.	Special
9.	Re-appointment of Mr. Gautam Puri (DIN: 00033548), as Vice Chairman and Managing Director for a period of 3 (Three) years from April 01, 2026 to March 31, 2029 and overall maximum remuneration payable to him.	Special
10.	Re-appointment of Mr. Nikhil Mahajan (DIN: 00033404) as Executive Director and Group CEO- Enterprise Business for a period of 3 (three) years from April 01, 2026 to March 31, 2029, and overall maximum remuneration payable to him.	Special
11.	Renewal of the term of the 'Amended and Restated Career Launcher Employee Stock Options Plan 2014' ("CL ESOP Plan 2014").	Special
12.	Increase Company's limit for making investment in securities, giving loans/ guarantees or providing security to any other body corporate or person, under Section 186 of the Companies Act, 2013.	Special

The Chairman invited the speaker shareholders who had registered themselves with the Company, prior to the Meeting, to express their views/ raise queries. Queries so raised were suitably replied by the Chairman.



The Chairman requested the Members present at the Meeting who had not cast their votes through remote e-voting, to cast their votes through the e-voting system during the AGM. He further stated that the e-voting facility would be kept open for 15 minutes after the conclusion of the Meeting, to enable the Members to cast their votes.

The Members were informed that the combined results of remote e-voting and e-voting at the AGM shall be disseminated to the Stock Exchanges along with the Scrutinizer's Report and the same will also be uploaded on the website of the Company at www.cleducate.com and at the website of KFin at <https://evoting.kfintech.com/> within 2 working days of the conclusion of the AGM.

The Chairman then thanked all the participants attending the Meeting for their co-operation and concluded the meeting at 10:57 A.M.

Thanking you,

Yours sincerely,

For CL Educate Limited

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

Place: New Delhi
Date: September 30, 2025