

NEL/037/2024 Date: 05th August, 2024

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1,
'G' Block, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

Corporate Relationship Department Bombay Stock Exchange Ltd. 1st Floor, New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai – 400001.

Ref: Symbol – NAVNETEDUL Ref: Scrip Code – 508989

Sub: Public Announcement for the Buyback of equity shares of Rs. 2/- each of Navneet Education Limited

This is in furtherance to our Letter No. NEL/036/2024 dated Thursday, 01st August, 2024 informing the outcome of the Board Meeting held on Thursday, 01st August, 2024 thereby approving inter alia, buy back of equity shares on a proportionate basis through tender offer route ("Tender Offer") as prescribed under Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("Buyback Regulations"), to all the equity shareholders/beneficiary owners who hold Equity Shares on the Record Date ("Buyback").

In this connection, we hereby inform you that in compliance with Regulation 7 (i) of the Buyback Regulations, Public Announcement dated August 3, 2024 has been published on August 05 2024 in the following newspapers:

Name of the Newspaper	Language	Edition
Business Standard	English	All Editions
Business Standard	Hindi	All editions
Lakshadeep	Marathi	Mumbai

The copy of Public Announcement is enclosed as Annexure 1. The aforementioned is also available on the Company's website (www.navneet.com).

Further in compliance with Regulation 5(vii) of the Buyback Regulations, a certified copy of the resolution passed by the Board of Directors of the Company at its meeting held on August 1, 2024 approving the Buyback is enclosed as Annexure 2.

We request you to take the same on record.

FOR NAVNEET EDUCATION LIMITED

AMIT D. BUCH COMPANY SECRETARY MEMBERSHIP NO. A15239



NAVNEET EDUCATION LIMITED

gistered Office: Navneet Bhavan, Bhavani, Shanko.
Corporate Identity Number (CIN): L22200MH1984PLC034059
Tel. No.: +91 22 6662 6565; Fax: +91 22 6662 6470; Email: buyback24@navneet.com;
te: www.navneet.com; Contact Person: Amit D. Buch, Company Secretary & Compliance Officer

ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS' FULL OWNERS OF EQUITY SHARES OF HAVNEET EDUCATION LIBITED HAYFYOR THE BUYBACK OF EQUITY SHARES THROUGH TENDER INNERS SECULATIVES AND EXCHANGE BOARD OF NICIA (BUY S

This Public Assourcement ("Public Announcement(RA") is being me accordance with the provisions of Regulation 7(t) of the Buyback Regulation contains the disclosures as specified in of Schedule II read with Schedule I Buyback Regulations.

Buyback Regulations.

OFFER TO BLYBACK UP TO 50,00,000 (FIFTY LANKS) FULLY PAID UP EQUITY SHARES OF THE COMPANY HAWING A FACE VALUE OF \$2.6 RUPEES TWO ONLY SHARES OF THE COMPANY HAWING A FACE VALUE OF \$2.6 RUPEES TWO UNIXORED ONLY PER FILLY PAID UP EQUITY SHARES IN CASH ON A PROPORTIONATE BASIS FROM ALL EQUITY SHARES IN FROUGH THE TENDER OFFER PROCESS USING THE STOCK EXCHANGE MECHANISM.

STOCK SYCHAMPA EMECHANISM THROUGH THE TENDER OFFER PROCESS USING STOCK SYCHAMPA MECHANISM. In Spans contained in this Public Announcement, including financial information, in Spans contained in this Public Announcement, including financial information, been adapted to rounding off adjustment. All destinate have been rounded off to o) declared points, in curtain Instenous, (i) the sum or proceedings change of such see may not conform assacily to the total Square given and (ii) the sum of the numbers tolarm or row. In certain tebies may not conform easedy to the total Square given for olarm or row.

- colored route control in security with a color figure gives, and (§ 1 he aum of the numbers or column or such in certain tables may not conform exactly to the total figure given for column or row.

 DETAILS OF THE BILYBACK OFFER AND OFFER PRISCE

 The Based of Directors of the Company (the "Bleard"), which apprecian shell include early controlled consisted and admitionably the Based of succession shell include early controlled consisted and admitionably the Based to Based (in the consisted and selectors of the Based to Based (in the provisions of Article & Art Actions of Actions

- and Companies Act.

 The Baylands State does not include transaction costs viz: brokerings, applicable taxes inter- sits Instituting Buylands taxes, securifies transaction text, GST, distrey duly, expenses becamed or to be insured for the Buylands the Sing Sens payable to the Securifies and Exchange Board of India ("REBIT"), advisorating flows: intermediately loop, public enstructional and resident expenses, printing displacts in propriets and other incidental and resident expenses. Criteriassection
- The Equity Granes as issued on an invasional social Excepting of the Silbert Livited (SIBET) phareholder sognifier retirend to an the "Black Exchanges"). Well of the Silbert Livited (SIBET) phareholder to open the Silbert Silbert

- hold Equity Shares as of the record data.

 Pursuant to the proposed Buyback and depending on the response to the Buyback, the voting rights of the members of the Promotor, Promotor Group and Standard and the Control of C

- MECERATY OF THE BLYTHACK
 The Buyback is being proposed by the Company to service the equity more efficit
 Additionally, the Company's management extince to increase oquity sharehol
 value and the Buyback would reset in amongst other things:
 The Buyback with help the Company to return surplus cash to its sharehol
 holding Squity Sharees;
 The Buyback is a second-
- 2.3
- holding Equity Shares;
 The Buylack is generally expected to improve return on equity through distribution of costs and improve seamings per share by reduction in the equity bees, threeby leading to long term increase in shareholders value;
 The Buylack Spew as option to the shareholders holding equity shares of the Company, either to sell their equity shares and receive costs or not to sell their equity shares and receive costs or not to sell their equity shares in their processings shareholding, post the Buylack offer, without additional investment; and

- The Brytneck, which is being implemented through the familier offer as presorted under the Berjack Regulations, would involve minimum meanwation of 19% of a familier manufacture and a second of the second contrader of a second of the second
- MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUTBACK
- BETTRACES
 The Congary proposes to Buyback up to 50,00,000 (Fifty Links) fully paid up equify sharen having a face value of \$25-(Rupeo Two only) cach of the Company, depending upon the first piece determined by the Board (Suppending Control Business).

 BUYBACK PRICE & BASIS OF ARRIVING AT THE BUYBACK PRICE.
- The Buyback Price of EZDO: (Rupees two Hundred only) per Equity Share has been arrived at after considering verticus factors including, but not limited to, the volume weighted severage market price of the equity shares and closing price of the equity shares on the SSE and NSE.

 - no Buyback price representative Prevalum of 22 45% and 22 50% over the closing price of the Equity Strusse on ISSE at 1483.20 and NSE at 4182.74, respectively, as on July 28, 2024 being the date on which the Company intended to the Science Ecchanges of the close of the resoluting of the Board of Directions wherein the preposal of Buyback was considered.
- of the meeting of the Board of Unreadons known me proposed to expense to considered.

 IP Prenutum of 28.40% and 29.19% over the volume weighted average maintain price of the Equity Shares on BSE and NSE, respecifiely, furting the two weeks preceding the date of Intimation to the Stock Enrichanges of the date of the meeting of the Board of Directions whereith the proposed of Blayback was considered.

 IP Prenutum of 28.46% and 29.41% over the volume weighted average maintain price of the Equity Shares on BSE and NSE, respectively, during the 30 trading deep proceding the date of intimation to the Stock Enrichanges of the date of the meeting of the Board of Directions whereith the proposed of Blayback was considered.

 IP Prenutum of 30.46% and 29.70% over the volume weighted average maintain price of the Equity Shares on BSE and NSE, respectively, during the 50 trading deep proceding the date of the clinical shares to the Stock Enrichanges of the date of the meeting of the Board of Directions whereith the proposed of Blayback was considered.

 The closing maintain price of the Equity Shares as on the date of the intimation of the

- considered. The doing method price of the Equity Shares as on the date of the infirmation of the Board Meeting is. July 28, 2024 was 1133.20 on BSE and 1182.74 on NSE. MAXIMISHA MARKINT RECOLLEROR THE REVINE PRICE AND THE TOTAL AND THE TOTAL AND THE TOTAL AND THE CAPITAL AND THE RESERVES AND SCURGES OF THE TOTAL AND THE CAPITAL AND THE RESERVES AND SCURGES OF THE TOTAL THE WHIGH THE BUTNACK MAKING THE PERMANEET.
- Exercis PROM WHICH THE REVINACK WOULD BE FRANCED
 The maximum arount required for Bulgatic will not exceed \$100,00,000.0004
 (Rapses One Handred Crores only), excluding Transaction Code viz. brokerops, applicable taxes inter as in handred Bulgatech Taxes, securibse transaction for specificable taxes inter as in handred Bulgatech Taxes, securibse transaction fax, GST, stamp dulg, expenses incurred or to be incurred for the Bulgatech light facilities people to the SEB, authors/regis[de na, public armonement publication expenses, printing and disposition expenses and other incidental and related expenses, sic.
- printing and dispetich expenses and other incidental and neisland expenses, etc.

 The maximum amount mentioned administing to 12% of the fully placifum quality sharm cognitis and free reserves (including securities premium) as per lettest audited Standalone battern et the Congestry for the funnacial year ended March 31, 2024 and up to 7.8% to 6 the fully paid-up equity sharm copiled and free reserves (including securities premium) as per lettest suctified consolidated belance sheet of the Congestry for the funnacial year ended March 31, 2028. 5.2
- 5.3
- the Company for the financial year ended Merch 31, 2024.

 The funds for the implementation of the proposed Suphack will be sourced out of the hear searces of the Company or such other source as may be permitted by the Buylack Regulation or the Companies Act.

 The Company shall transfer from its five neserous, a sum equal to the nominal value of the Equit Shares so bought seeds to the Capital Redemplors Resource Account, and details of such transfer shall be disclosed in its subsequent sudfled Financial Statements.
- The funds borrowed, if any, from benks and financial institutions will not be used for purpose of the Buyback.
 - DETAILS OF SHAREHOLDING AND TRANSACTIONS IN THE SHARES OF THE COMPANY BY PROMOTER AND PROMOTER GROUP AND PERSONS IN
 - CONTROL

 The aggregate elsewholding of the (i) promoter and promoter group of the C.

 (Premoleurs and Premoter Group') and persons in control, (ii) Director compareds which were part of the Promoter and Promoter Group, as on the the floard meeting 1.a. Thursday, August 01, 2004 is given below.

 Aggregate shareholding of the Prosenteurs and Promoter Group, as control on the date of the Bower fleeting on August 61, 2024:

Sr. No.	Promoter and Persons in Control	Number of Equity Shares Held	Percentage (%)
1	Bipin A Gala (HUF)	7,35,170	0.32
2	Bipin A Gata/ Ranjan B Gata	12,89,887	0.57
3	Bipin A Gale	9,47,829	0.42
4	Renjen B Gele/ Bipin A Gala	25,98,191	1.15
5	Ranjan B Gala	9,27,041	0.41
8	Ketun B Gaia/ Runjun B Gata	24,09,211	1.07
7	Ketan B Gala	43,424	0.00
8	Pooja K Gala	2,73,379	0.12
9	Chandani Kstan Gata	2,93,657	0.13
10	Karishma Katan Gala	2,90,737	0.13
11	Jigna Nijesh Shaft / Nijesh Vasant Shah	1,99,676	0.09
	Anii D Gela (HUF)	1,61,637	0.0
	Anti D Gela / Bhaireviben A Gela	32,13,640	
-	Anii D Gele	95,406	0.04
	Bhairsviben A Gala / Anti D Gata	12.40.715	
	Honei Tanay Mohte / Bhairaviben A Gala	1,04,800	
	Hershil A Gala	9,81,828	
	Jelni Priyank Shah	1,00,966	
	Gnenesh D Gsie/ Prill G Gala	30.85.392	-
	Gnanesh D Gala	1,20,284	
	Priti G Gala/ Gnanceh D Gala	13,47,477	
_	Pritt G Gala	8,908	
_	Devish G Gala	14,30,386	
	Madhuriben H Gala	8.88.022	
	Kalpesh H Gale	43,27,835	
	Stati K Gale	83,827	
		42,758	
	Anushka Kalpesh Gole	1,108,174	
	Reju H Gale/ Sangitis R Gala		-
	Raju H Gata	8,99,975	
	Archit Raju Gala	8,71,338	
	Mita M Savia	96,305	
	Sengita R Gala/ Raju H Gala	11,64,557	
	Sangita R Gala	1,08,264	
	Rekha K Shah	43,750	
	Vimiaben S Gala	9,32,135	
	Sendeep S Gela	41,94,762	
	Shean Sendeep Gala	5,69,110	
	Parth Sandeep Gala	4,80,800	
	Rupal Hiron Shah	2,30,103	
	Rupal Hiren Shah	17,400	-
	Shallendra J Gala-Karta for Jitendra L Gala HUF		
	Manjuisben J Gala	9,41,375	
	Shailendra J Gala	34,91,144	
	Manisha S Gale / Shallendra J Gala	21,681	
45	Skildhant S Gale	53,078	0.0

St. No.	Promoter and Persons in Control	Number of Equity Shares Held	Percentage (%)
48	Manay Shellendra Gala	21,681	0.01
47	Sanjeev J Gala/ Jasmins S Gala	6,67,483	9.30
48	Sanjeav J Gale/ Aditya S Gala	6,15,791	0.27
49	Sanjesv J Gala	22,19,864	0.96
60	Jasmine S Gale	12,022	0.0
51	Aditya Sanjeev Gale	65,100	0.00
52	Jelainh K Sampat / Jayshree J Sampet	86,165	0.04
53	Jaisinh K Sampat	29,512	0.0
54	Jayahras J Sampat / Jalainh K Sampat	8,96,195	0.4
55	Dilip C Sampal	1,26,287	0.0
56	Dareha D Sampat / Dilip C Sampat	9,32,536	0.4
57	Kenchan Navin Shah	5,00,000	0.2
58	Ameutial Nanji ShahA ilavanti Ameutial Shah	15,000	0.0
59	Ameutial Nanji Shah	1,171,90	0.0
60	Amrutiel Neryl Sheh	25,000	0.0
81	Hersichand Nanji Shah	1,25,000	0.0
62	Bipin A Gala/ Gnanesh D Gale-Trustee of Nevneet Trust	9, 14, 19,090	40.4
63	Gnanesh D Geis/ Bipin A Gels.	10,17,120	0.4
64	Shean Realtons Private Limited	7,20,813	0,3
85	Bipin A Gala- Siddhant Investments	4,10,000	0.1
	Total	14,32,23,373	63.3

St. His.	Heme of Shareholder	Number of Equity Shares held	Percentage (%)
1	Gnanesh Dungarshi Gala	42,02,796	1.86
2	Shallendra J Gala	34,91,144	1.54
3	Anil Dungarahi Gela	33,09,048	1.46
4	Reju Harakhchand Gala	20,08,149	0.89
5	Dilip Chetrabhuj Sempet	1,26,267	0.06
6	Dr. Vijay B. Joshi	1,050	0

- Aggragate charms purchased or sold by the Promoters and Promoter and Directors of companies which are a part of the Promoters and Promoters and Promoters and Promoters and Promoters and Promoters and Promoters are promoters and Promoters an

- PBICE.

 In terms of the Buyback Regulations, under the tender offer, the Promoter and Persona in Control have the option to participate in the Buyback. In this regard, some of the Promoter and Presona in Control vide first initiate closed August 1, and have expressed thair intendion to learn Equip Shares in the Buyback and offer upto an aggregate treatment number of 7,14,32,000 Equity Shares.

 The medicatum number of Equity Shares to be tendered by the Promoter and Persona in Control with have expressed their intentions to tender equity shares in it to Buyback it shares for the promoter and Personal Control with have expressed their intentions to tender equity shares in the Buyback is shared.
- 7.2

No.	Name of the Promoter and Persons in Control	Maximum Humber o Equity Shares which may be tendered
1	Bipin A Gala (HUF)	3,67,800
2	Bipin A Gele/ Ranjen B Gela	6,45,000
3	Bioin A Gala	4,74,000
4	Rtenjen B Gale/ Bipin A Gate	12,99,100
5.	Ranjen B Gels	4,63,60
R.	Keten B Geis/ Ranjan B Gels	12,04,70
7.	Keten B Geig	21,80
8.	Pooja K Gala	1,37,00
9.	Ms. Chandani Ketan Gala	1,46,90
	Karishma Ketan Gala	1.45.40
	Anii D Gela (HUF)	81,00
	Anii D Gale / Bhaireviben A Gale	16,07,00
	Ant D Gale	48.00
	Bhaine/fben A Gela / Anti D Gela	6.20,40
		4.81.00
15.	Harshii A Gola	
	Gnanesh D Gala/ Priti G Gala	15,32,70
	Gnanesh D Gala	60,20
-	Priff G Gala/ Gnanesh D Gala	6,73,80
	Priti G Gala	4,50
	Devish G Gala	7,16,20
	Medhurthen H Gala	4,35,00
22.	Kalpesh H Gals	21,64,00
23.	Stuti K Gain	42,00
24.	Anushka Kalpesh Gata	21,40
25.	Reju H Gela / Sangita R Gela	5,54,10
26.	Raju H Gala	4,50,00
27.	Archit Raju Gala	4,36,70
28.	Mits M Savis	48,20
29.	Sengita R Gala / Raju H Gala	5,82,30
30.	Sengita R Gala	54,20
31.	Vimleben 5 Gala	4,66,10
	Sandeep S Gala	20,97,40
-	Shaan Sandeep Gala	2,84,60
	Parth Sandeep Gala	2,40,40
	Shallandra J Gala-Karta for Jitandra I. Gala HUF	3,97,50
	Manjulaban J Gala	4,70,70
	Shailendra J Gala	17,46,80
	Manisha & Gala / Sheilondra J Gala	10,90
	Siddhent 8 Gele.	26,60
	Manay Shallendra Gala	10.90
	Sanjeev J Gala/ Jawnine S Gala	3,33,80
		CONTRACTOR OF THE PARTY OF THE
	Sanjeev J Galaf Aditya & Gala.	3,07,90
	Sanjeav J Gala	11,10,60 8,10
	Jasmine S Gale	
	Aditys Sanjeev Gala	33,00
	Jaleinh K Sampet / Jayehree J Sampet	43,10
	Jaisinh K Sempet	14,80
	Jayshree J Sempet / Jalainh K Sempet	4,48,10
	Disp C Sampat	63,20

Bigs Continents Part Part State Part State Sta	*																1,10 per 6	
Column C		No. Faulty Share	which	13.			Mumber of Freeha		incon/		22.			Number	Number	Face	leand	Consideration
Part		52. Bipin A Celar Gnanesh D Gale-Trustee of Navnest 4,5			21/03/2013		Shares							Shares	Share		Price (C)	
Part		53. Gnanesh D Gala/ Bipin A Gale				Lakheni Publications						20/06/2000	Bonus	81,207		10.00%	:	:
The control of the		55. Bipin A Gala- Siddhant Investments	10,000			Transmission	1,022	2.00	1.88	1923.31			Stock Split	1,00,000	8,79,440		6.49	6,49,430
The content of the	7.3	Details of the date and price of the Equity Shares allotted/acquired	redited/		23/02/2018	Transmission	24,612				-		face value from ₹ 10/- per equity					
March Marc		to be tendered, are set-out as below:	ntended		23/02/2018	Transmission		2.00	0.10	1087.46	- Constitution	~	equity sinere.)					
Part	"	Date Nature of Number of Face Value Securi Acquisition Cons	milion	14. [lela							<u> </u>	21,64,000		·	
The control of the		25/09/2009 Bonus 3,67,600 2,00 0				Transaction o	OUR OUR	uity Valu	e Acquisition		23.	Stuti K Ge		ter-per equay	Mare to ₹ 25- p		hare w.e.f. Odt	sker 6, 2000
March Marc	2				12/08/1996			2.00)		9		Date	Hature of Transaction	of Equity	Minister of Equity		Issue/ Acquisition	Consideration (F)
March Marc			eration j	1		Stock Split				0	-	01/03/2006	Gat		GER SST			19 191 47
The control of the		25/09/2009 Bonus 6,45,000 2.00 0				face value from					-		Stock Split (aubdivision of		14,150	10.00		10,401.42
March Solid Res Act Column Co	3.					share to ? 2/- per equity share.)					-		₹ 10/- per equity					
March 100 10		Transaction Equity Shares (3) Price (5)					8,20/	680			-	25/09/2009	equity share.)	-	26.250	2.00	0	0
No.		4,74,000		15. 1	^{III} aubdivision Harshill A (of face value irom₹ 10/- p Sala	our equity share to	₹ 2i- per equi	By abaro w.s.i. Oc	clober 6, 2606		21/03/2013	Amaignmetion		1,600	2.00	0.10	165.80
March Marc	•	Deta Hature of Number Number Pace Issue/ Core	scation		Date			uity Valu	a Acquisition				Publications					
Part		Change Change (C) Drive (C)	9			(6	Sherts Sher V.19.09] (F.V. 2	100)					Company		42,000		-	
March Marc		21/08/1985 Alloiment 258 10.00 ⁴ 20			26/09/2001	Purchase	23,129	10.00	m 13.03	3,61,370.87	24.			10/- per equity s	bare to ₹ 2/- p	or equity si	hare w.e.f. Och	der G. 2006
Property		29/06/2080 Bonus 1,19,857 10,00 ¹¹ 0		1		Stock Split				1,98,668.54		e contraction cont	Nature of	Number of Foulty	Hember	Face	lease!	Consideration
March Marc		(subdhésion: of face value	a.			face value from ₹ 10/- per equity								Shares	Shares	(0)	Price (f)	N
March Marc		equity share to		1		equity share.)					-							\$2,837.67 11,365.00
The contract of the property control of the property		state)					4,81,6	000			-	06/10/2006	(aubdivision of		16,135	2.00(1)		-
Record Section Control Contr							or equity shere to t	2/- par equit	y ahare w.o.f. Oci	lober 6, 2006			₹ 10/- per equity					
Street Color Color C	5.	Renjen B Gele				Transaction Equity	Shares (5	1	Price (%)		-	25/09/2009	equity share.)		5,265	2.00	0	0
March Color September Color		Transaction of Equity (3) Price (1)	and the second	ŀ	25/09/2009			00	0	0		²⁰ subdivision	of face value from ₹ 1	QL per equity s		er equity sh	name w.a.f. Och	ber 6, 2006
Dec Parameter Color Service Color Co				17. 0		Francisco de la companya del companya de la companya del companya de la companya	Months East	- Value I to -		Post for the last	25.	Raju H Ga	ila/ Sangita R G	ata				
	6.]		•		of Equity							of Equity				
March Color Colo		Transaction of Equity of Equity Value Acquisition	eration		21/03/2013			2.00	0.16	3,673.67		25/09/2009	Bonus		2.00	0		C
2000000 Process Control Cont		(P.E.YOLOG) 2.00)				PvLLtd.with the					26.	-		1				
		20/06/2000 Bonus 1,13,392 10.00(1) 0				Transmission						Date		of Equity	Face Value			
To compare the property of t		(subdivision of face value					22,428	2.00	0.00		-			28,125	1000			
To provide the control of the cont		7 10/- per	1				or equity share to ?	2/- per equity	y share w.e.f. Oct	lober 6, 2006					2.00			
Part		₹ 2/- per equity share.)			Date		umber Humb	er Face	leaue'		27.		Nature of		Face Vales			onsideration
Part Column Col		12,84,790				F)	Nares Shen V.19,90) (F.V. 2	10	Price (f)	."	-		Transaction	Shares		Price	(7)	(9)
Description	7.	M subdivision of face value from τ 104-per equity share to τ 24-per equity chare w.e.f. October 5, Ketan B Gala.	996	-	100 100 100 100						-			49,670				
Policy P		Transaction of Equity (f) Price (f)		Ė	20/06/2000					400.00	-				200	V.D		73,010.28
Title price peoply Price		21/03/2013 Allotment 21,800 2.60 0.10 223	DS	-	06/1G/2006	(subdivision of	3,88,4	20 2.00	' -		28.				Face Value	nevel Acq	ufaltion C	ensideration
Purison Puri		Amalgamation of Lathani				₹ 104- per equity share to ₹ 24- per							Transaction	Shares		Price	(7)	(9)
Product Color Proceedings Process Proc		Put Led with			25/09/2009				0	0	-			2850				-
Date Mainter of Transaction Prince C C Consideration Prince C C Consideration C				19. P	riti G Gala	1	6,73,8	90	1				Stock Split (subdivision of					
Septicipate 1,350 2,00 0 0 0 0 0 0 0 0 0	_	Date Nature of Humber of Feon Value Issue/ Come			Date	Transaction of	Equity						₹ 10/- per equity					
2013/2009 Particles 1.56/17 2.00 4.32 5.55/06/A		Price (C)			21/03/2013		-		0.10	466.32		24/08/2009	equity share.)	1000	2	87.8	2	87921.78
Chamildone Fools National of Fools National Fools National Fools National Consideration		22/12/2010 Purchase 1,35,417 2.00 4.32 5,85				Publications						25/09/2009	Bonus			-		
Transaction Signify Shares (7) Price (8) (9)	8.	Chandani Ketan Gala		-		Company		_			29.							
2012/2010 Purchase		Transaction Equity Shares (7) Price (7)	ation 2	10. D	evish G G		1,500					Cate		of Equity	of Equity	Face Voice	Acquisition	
16. Karishman Ketam Galar Transactions Tran		22/12/2010 Purchase 1,34,050 2.00 21.49 28,80,	4.50			Nature of Nur		r Face	laturi Acquisit			Usto	Various			10,00 (1)		53877 %
2000/2000 Purchases 1,64,00 2,00 1,41 2,65,044,00 14,4500 14	16.					2h	ores Shares 10.00) (F.K. 2.0	(9)	Price (1)	.4		31/03/1994*	Transactions	1.55				
2012/2016 Purchase 1,46,400 2.00 1.41 2,46,74.10 2,46,74						Furchase 26	.890	10.000				21/06/1985	Allotment	8,530				1,70,600
11. Anil D Calls (HUF) Date States of Humber of Fear Vision Season Appellation Consideration (P) 25092200 Boxus 81,000 2.00 0 0 0 Transaction English Shares (P) Transaction Share		22/12/2010 Purchase 1,45,400 2.00 1.41 2,05,1		0	16	Stock Split subdivision of			-	-		20/06/2000 01/03/2006	Bonus Gift	45,945		(F) DO.01		
Date Minimar of Humber o	11.	Anii D Gala (HUF)			8	10/- per equity have to ₹ 2/- per							(subdivision of				-	-
200000000 2000 0 0 0 0 0		Transaction Equity Shares (f) Price (f) (f	stion	2		quity share.)			0	0			₹ 10/- per equity share to ₹ 2/- per					
Data Reduce of Number of Equity Consideration Consideratio		91,990		70	subdivision of	face value from ₹ 10/- per			altere w.e.f. Octo	ber 6, 2006			equity share.)			2.00	0	0
Transaction of Equity Value Appellation of Equity Value Appellation (f) Price (f	12.	Date Helure of Humber Number Page Issuel Corel		1. 16			1		1	Sand of		*Since apecific a	details of acquisition/	sale of equity st		ferch 31, 11	994 is not avail	lable, aggregat
20/00/2009		Transaction of Equity of Equity Value Acquisition Shares Steres (G Price (C)				Transaction of E	quity of Equit	y Value	Acquisition			Noteing se on M ⁽⁰⁾ subdivision of	arch 31, 1994 is prov Flace value from ₹ 13	ided.				
Section Columbia		20/06/2000 Bonus 96,864 10.00 ³² 0				(F.V.	?10) (EX. ? Z			0	30.		Nature of		pally Face Va	ke I	leaved C	onsideration
Section Sect		(subdivision of face	and the same		6/09/2001 P	turchese 45,	744	10.00%	13.03	596044.00			Transaction	Shares (F.V. 72)		Act		
1 1 1 1 1 1 1 1 1 1	on the same	₹ 10i- per	Designation of the Control of the Co		6	Libdivision of loc value from								-	2.00		0	0
25/09/2009 Borus 11,22,560 2.00 0 0 4,55,000 25/09/2009 Borus 4,60,100 2.00		to C2I-per	-	L	9	name to ₹ 2/- per quity ehere.)					31.		Nature of	Number of Eq	ulty Face Va	ice I	seed 0	onsideration
15,97,000 (V stabellisting of force under term F (A), once apply shows to F 37 and county shows up 6 25,097,000 Bonus 4,66,100 2,00 -		25/09/2009 Bonus 11,22,680 2.00 0		2	5/09/2009 B	Crus			-				Transaction	Shares		Acc Pr	dice (T)	(9)
	1		16	Oc	subdivision tober 6, 20	of face value from ₹	10/- per equit	y share to	₹ 2/- per equi	ly share w.e.f.		25/09/2009	Bonus	-	2.00			•

2.	Sandeep S		I SOFT-MAN CONTROL	ar restricted		DOC WANTED	
	Dela	Nature of Transaction	Mamber of Equity Shares (F.M. C 10)	Number of Equity Shares (F.V. 72)	Face Value	Assusi Assusition Price (1)	Consideratio (4)
	20/06/2000		12723	363615	10.00 ^m		
	46/10/5086	Stock Split (aubdivision of face value from ₹ 10/- per equity share to ₹ 2/- per		363610	200*		
		equity share.)					
	26/09/2009 21/03/2013	Bonus Alloiment		15,51,584 13540	2.00	0.10	1404.04
		Against Amalgamation of Lakheni Publications Publications					
	17/08/2019	Company Partition of HUF		1,66,672	2.00	-	-
	¹⁹ subdivision o	Filters verice from ₹ 1	O-perequity si	20,97,400 here to ₹ 2/- p	er equity s	here we.f. Oct	ober 6, 2006
3.	Sheen San	deep Gata					
	Date	Mature of Transaction	Hundrer of Equity Share	Face Val	in least	Acquisition Price (C)	(G)
	25/09/2009 05/11/2009	Bonus Furchase	981 2,83,619	2.00	+	1.70	4,83,387.18
			2,84,600		L		
	Parth Sant		Manhera	f Face Vid	ias lauce	Acquisition	Consideration
		Hature of Transaction Purchase	Manufer of Equity Shar 2.40.400	2.00	+	Price (17) 0.58	(C) 1,39,718.68
			2,40,400			*****	(pol) (one
ī.		J Gala-Karta fi				- Colorado de Maria	Territoria (Control
	Debs	Heture of Transaction	Humber of Equity Shar	f Face Vel	is issue	Acquisition Price (C)	Geneliaestic (C)
	25/08/2009	Bonus	3,97,500	2.00	+-	0.00	0.00
S.,	Manjulaber	J Gala	1				
	Date	Mature of Transaction	Number of Equity Stores	Number of Equity Steens	Foce Value	Armiellon	Consideration (C)
			Shares (F.V.10.00)	Shares (F.X. 2.00)		Price (1)	.
	12/08/1996	Bonus	1,109	9.4.2.00)	10.00(1)	0	0
	20/06/2000	Bonus Stock Split (subdivision	60,180	3,06,445	10.00m 2.00m	0	-
		of lace value					
	-	of lace value from ₹ 10% per equity stare to					
		₹21- per squity share.}					
	26/09/2009			1,64,286 4,70,760	2.00	0	0
	Paddhision o Shailendra	d face value from ₹ :	CF-per equity a		or equity o	man wall Od	lober 6, 2006
•	Date	Nature of	Humber of Equity	Number of Equity	Face Value	bassi	Consideratio
		Transaction	Shares	Minneson Mil	Value	Acquisition Price (1)	(9
	29/08/2000	8anus .	(F.V.10.00) 76,627	(F.V.1.00)	10.00%	0.00	0
	06/10/2006	Stock Split (subdivision		3,83,135	2.00%	•	-
		of face value from ₹ 10% per					
		equity share to 7 2/- per equity share.)					
	25/09/2009	Banus		8,61,735	2.00	0.00	0
	21/03/2013	Allotment Against		38,428		0.10	3,982.20
		Against Amalgamation of Lukheni Publications PvLLtd.with the					
	20/12/2018	Company Transmission	-	4,18,117		3.36	1404571.89
		Transmission		44,185 17,45,600		9.29	4,10,478.65
		l lace veloc iron t		***************************************	-	inare w.e.f. Oct	laber 5, 2008
B.	Manisha S Date	Gala / Shailens	tra J Gala	Market		- Barrel	Consideratio
		Nature of Transaction	- Oheren	Muraber of Equity Shores	Pace Value	Issue/ Acquisition Price (f)	(9)
			(F.V.10.00)	(F.V.2.00)			
	11/06/1984 12/08/1986	Bonus	436 300		10.00 ⁽¹⁾	60	26,160
	20/08/2000	Bonus	900	8180	10.00 ⁽⁰⁾	8	0
		Stock Split (subdivision of face value from					
		₹ 10%- per expaily share to ₹ 2%- per					
	25/09/2008	equity share.) Bonus	-	2,720	2.00	0	0
				10,500			
9.	Siddhent S Date		1	W - Mary to	NA POSTO	Ann delle	Constitution
		Nature of Transaction	Humber of Equity Sher	98	1	Acquisition Price (1)	Consideratio (C)
	21/03/2013	Allotment Against Ansaigametion of Lakterri	26,600	2.00		0.19	2756,47
		of Labbari Publications Pvt_Ltd.with the				4	
		Company	-		+		
	Manage #1	illendra Gala	26,600	1			
a.			ringsinoses	la constant	rosession	to a second second	
	Date	Mature of	Manne	PRESIDE	100		Constantant
	Date	Haturs of Transaction	of Equity Shares	of Equity Stores	Value	Acquisition Price (1)	(0)
	Date 10/01/2002		of Equity Shares (F.V.10.00)	Risepher of Equity Shares (F.Y.Z.00)	Value	Acquisition Price (1)	R 0

2,720 2.00

2.00

		Shares (F.V.10.00)	Shares (F.V.2.00)		Price (t)	, N
27/09/2001	Purchase	42,137		10,6019	5.96	2,51,136.52
98/10/2008	Stock Split (subdivision of face value from ₹ 10/- per equity share to ₹ 2/- per equity share.)	~	2,10,665	2.001)		-
25/09/2008	Boaus		2,37,415	2.00	0	0
			4,48,100			
nddvisions XIIIp C Sur Date	of face veloe from T : repert	101- per equity ahe				ober 6, 2006
	Transaction	Equity Shares			Prices (1)	(7)
20000000	Danie .	65 300	2.00	1	٥	

14,800 anut / Jajakoh K Sare Date Nature of Number Mumber Pace Issued Cor

Date Nature of Number of Face Value Seque Acquisition Transaction Equity States 43,100 2.00 43,100

ersha D 8	Sampat / Dilip C	Sempet					
Date	Nature of Transaction	Hember of Equity Shares (F.V.19.00)	Number of Equity Stores (F.V.2.00)	Face Value	Seasol Acquisition Price (1)	Consideration (C)	
21/09/2001	Purchase	46,203		10.0050	8.40	3,88,104.83	
27/09/2001	Purchase	24,176		10.0079	9.24	2,23,386	
08/10/2006	Stock Split (auddivision of face value from ₹ 10/- per equity share to ₹ 2/- per equity share.)		3,51,895	2.00**	-	-	
25/09/2009	Воемя		1,14,505	2.00	0	0	
			4.95,400				

MSSS=1074754300	1 Charles ** 1 ** 1 ** 1 ** 1 ** 1 ** 1 ** 1 **	N PHONE SAME THE PARTY.		Processor Company	
Date	Transaction	Number of Equity Shares (F.V. 72)	Fese Value	Price (C)	Consideration (F)
25/09/2009	Bonus	2,50,000	2.00	0	0
		2,50,000			

Carin	Nature of Transaction	Number of Equity Shares	Face Votus	Issuel Acquisition Price (?)	Consideration (E)
21/03/2013	Allotment Against. Amalgametion of Laitheni Publications Publications Publications Company	4.57,09,890	2.00	0.10	47,36,722.39

Acquisition Prior (1) 247.35 1,52,31,813

7,500 2.00 0 0 4,18,117 2.00 3.38 1404671,99 1,25,000 2.00 9.29 1160696.5 5,54,868 2.00 0.43 240287,61 11,66,000

10.0079 139.47 1,26,084.55

1,580 2.00 0 0 6,100

282.88

1,94,843.03

3,07,900

3,07,900

4,520

Humber Humber of Equity Shares Shares (F.V.10.00) (F.V.2.00)

Purchase Stock Split (subdivision of face value from ₹ 16/- per equity share to ₹ 2/- per aquity share.)

Jelsinh K Sempat / Java

4.520 2.00

2,400

7,500 2.00 0 23,100 2.00 0.10

	Company				
		4,57,09,600			
Gnanesh E	Gate/ Bipin A	Gaia			
Data	Nature of Transaction	Number of Equity Shares	Faces Value	feauer Acquisition Price (1)	Cornideration (C)
Up to 23/06/2018°	Various Transactions	1,17,233	10,00%	24.96**	29,25,13,135.68
20/06/2000	Berrus	1,98,900	10,000	0	0
06/10/2006	Stook Split (subdivision of face value from	66,000	2.00	-	-

1,27,867 10.00(1)

5.08.000

0

Date	Nature of Transaction	Number of Equity Shares	Face Value	Issuel Acquisition Price (₹)	Consideration (f)
24/12/2019	Market purchase	1,80,806	₹25-	₹ 88.18	1,58,72,400
28/02/2020	Market purchase	13,850	12-	₹ 83.08	11,51,406
02/03/2020	Market purchase	15,000	72-	₹ 83.67	12,55,060
03/03/2020	Market purchase	20,000	₹2/-	₹ 83,67	16,73,400
04/03/2020	Markel purchase	48,141	-125	₹ 83.41	38,48,621
05/03/2020	Market purchase	65,000	125-	₹ 82.45	53,59,520
18/03/2020	Market purchase	20,500	72-	₹ 61.20	12,54,800
		3,60,500			

Data				Issuel Acquisition Price (C)	Consideration (C)
04/03/2022	Market Purchase	2,00,000	₹2i-	₹ 85.88	1,71,75,8984
07/03/2022	Market Purchase	19,000	₹ 21-	7 83,63	8,36,300/-
		2.10.000			

Confirmations from the Company as per the provisions of the Buri Basulations and the Company as per the provisions of the Buri Basulations and the Company are fully paid up;
b. the Company has not underdation a buybeact of any of its securities during period of one year immediately preceding the date of this Board meeting; c. the Company shall not issue and allot any shares or other specified secu-including by way of bonus or convenient of employees stock option-buster instruments into Equity Shares, from the date of Soard Meeting till the say the Buyback Period;

4. The Commany as are provisions of 24/6/6/6 of Buyback Reculdidors, sha

ways owere till the pendency of the lock-in or lift the Equity Observe become transferrable;

the Company shall not buy back its shares or other specified securities from any person through magotisted deal whether on or of the slock extensing or brought specified through private samplement of deposite scapped either thore are no defaults subsisting in the region of deposite scapped either thore are no defaults subsisting in the region of deposite scapped either thore are no defaults subsisting in the region of deposite scapped either of debankars or interest personnel thereon or redeepings of debankars or preference shares or perspect of dividend due to any shareholder, or repayment of any term; loans or interest peysible thereon to any financial institution or banking companies; borrowed funds from banks and financial institutions, if any, will not be used for the Buyback;

March 31, 2024 on standations and consolidated basis, whichever sets out a lower amount; that the maximum number of Equity Shares proposed to be purchased under the Buyback. It, up to 50,00,000 (Fifty Laidha), does not exceed 25% of the lotal number of Equity Shares in the paid-up Equity Share capital of the Company as per the audited behance sheet as on March 31, 2020; capital and five reserves the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than thoute the peld-try capital and five reserves after the Buyback passed on both standations and consolidated financial estatements of the Company, whichever sets out lower amount; as previously under the buyback Regulations. the Companies Act, the rutes made thereunder and the Company shall not make any ofter of Buyback within a period of one year neckmand from the equity of the Buyback Period. The Company has outstanding finalities with lenders. In accordance with Regulation 50(c) and Scheduler (clause (4)) of the Buy-back Regulations, it is continued that there is no breach of any convenients of the lower states from all the lances in Founding the convention of feeders. Purche, at the tenders including consolium of landers have also provided their written and prior consent for the proposed Buy-Back.

errangement pursuant to the provisions of the Companies Act as on date; the Company and not will draw the Buyback after the public errocursement of the Buyback is made; the Company is not understating the Buyback to delate its equity where other specified excurtible from the stock exchange; Consideration of the Equity Shares bought back by the Company will be paid only by wey of care.

Consideration for the Cutty and reader bodges about by the Company with a only by they of class. It was company with the altability and regulatory familities in the of the Bulghack in such miname as prescribed under the Company and the SEBI Bulghack Regulations and any other applicable laws the Company shall transfer from the fibe reserves or sociatifies premium as and or such sucreas as may be permitted by laws, a sum equal to the ro-reducing the company of the company of the company of the the capity shall transfer the state of the company will be actinguished in its authoricum audited firencied statements. The Euglity Streets budget back by the Company will be actinguished physicially destroyed in the manner prescribed under the SEBI Bly Regulations and the Companies Act within 7 (severy lawring days of the of the period of Buyback, i.e., date on which the payment of considerate sherwholders who have accepted the offer of Buyback is made in accord with the Companies Act and the SEBI Buyback Regulations, the promotes so per Regulation and 24(typ) of the SEBI Buyback Regulations, the promotes so per Regulation and 24(typ) of the SEBI Buyback Regulations, the promotes so per Regulation and 24(typ) of the SEBI Buyback Regulations, the promotes the company of the second second

with the Companies Acc and the occult subjects regulations, the promoters and reambers of promoter group, and their associates shall not deal in the Egally Sharver or other specified securities of the Company other Prough the stock exchanges or off-market transactions (including litter-es transfer of Egally exchanges or off-market transactions (including litter-es transfer of Egally exchanges or off-market transactions (including litter-es transfer of Egally observed on the companies of the Companies of the Companies of the their resolution till the off-cities and increases of promoting group) from the date of the resolution till the off-cities and increases of the CONFIRMATION BY THE BOARD.

International Nation 1 - I be determined. The Board of Directions of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion:

a. Immediately following the date of the Board Meeting there will be no ground on which the Company could be found unable to pay its debta.

5

- As regards the prospects for the year immediately following the Board Meeting having nigard to the intertions of the Board with respect of the management of the Corpuspy's beariness during the year and to the amount and the character of the financial resources which in management views will be exclusive of the financial resources which in management views will be exclusive of the financial resources which in management views will be exclusive to Company during that year. the Company will be able to meet the liabilities are and when they fall due and will not be rendered insolvent within a period of one year runs that dates; and for the provision of the company as if the Company is being wound up under the provisions of the Company is if the Company is being wound up under the provisions of the Company as if the Company is being wound up under the provisions of the Company as if the Company is being wound up under the provisions of the Company as if the Company is an accompany to the section of the company as if the Company is being wound up under the provisions of the Company as if the Company is an accompany to the company as the company as the company as if the Company is being wound up under the provisions of the Company as if the Company as an accompany to the company as if the Company as an accompany to the company as if the Company as an accompany to the company as if the Company are accompany to the company as if the Company as a company to the company as the

To, The Board of Directors, Novmest Education Limited

Nervisel Education Limited
Nervisel Education Limited
Nervisel Education Limited
Nervisel Education Limited
Nervisel Education Limited in required by this Securities and Exchange Board
India (Buy-back of Securities) Report relating to proposed buy-back of equity shares by
Nervisel Education Limited in required by this Securities and Exchange Board
India (Buy-back of Securities) (Regulations, 2018 (as amended)
1. This Report is issued in accordance with the terms of our engagement left
related 26" July 2024.

- deted 26° July 2024. We have been engaged by Nenneet Education Limited (the "Company") to parform a resecutable seasurance engagement on determination of the amount of permissable capital progenet as classified in the accompanying Anneaure A in connection with the proposed buy back by the Company of its equity shares in pursuance of Section 88, Section 98 and Section 70° the Companys of Securities and Exchange Section 10° the Companies Ad, 2013 (the "Act") and the regulations as speciallor in the "Securities and Exchange Securities (the "Regulations") and on the opinions expressed put the Securities of Securities of Securities and Section 10° to Directions of the Company, as equity of under the Regulations.

- Direction of the Company, as required under the Regulations, assignment's Responsibility for the Statement. The preparation of the Statement in accordance with the requirements of the Act and the compliance with the SERI Buybock Regulations, is the responsibility of the Management of the Company, including the section and mathematical or the Statement of the Company, including the section and mathematical responsibility includes the design, implementation and mathematical or all according and other relevant supporting records and documents. This responsibility includes the design, implementation and mathematical or internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and mainting estimates that are reasonable in the circumstances.

 The Management is also responsible to ensure compliance with the other relevant provisions of the Companios Act, 2013.

 The Management is also responsible to make a full includy into the affairs and
- reamatic provisions or the Companies Act, 2013.

 The Management is elso responsible to make a full inquiry into the affairs and prospects of the Company will not be rendered insolvent within a period of one year from the date of the Board Meeting.
- rendered insolvent within a period of one year from the date of the Board Meeting.

 Advantagin is regardly set least the discellance of the Corpany, that the Board of
 Direction has made is the excuty into the stillast and prospects of the Corpany

 and has formed the opinion that the Corpany will not be meridered insolvent within
 a period of one year from the date of the Board meeting resolution approving
 the buyback is declared and in forming the admittin, it has taken into account the
 stillations as if the Corpany were being wound up under the provisions or the Act.

- Whether we have inquired into the state of affairs of the company in relation to the audited standalone and consolidated financial statements for the year ended Materia 31, 2024.
- ended March 31, 2024.
 Whether the amount of permissible capital payment as stated in Annexura A forming part of this report, has been proporty debramient considering suided satendation end consolidated thansclal statements in accordance with Section 58(2) of the Act; and Whether the board of directors in their meating dated August 1, 2024 have formed the opinion as specified in Clause (c) of Schredule I to the Regulations, on mescenable grounds and thet the company will not, having regard to its data of affairs be rendered insolvent within a period of one year from that data.
- from that date.

 The standalone and consolidated financial statements for the year encied Merch 31, 2024, have been audited by us, or which we leaved an unmodified audit opinion visit our reporting leaferth Mey 22, 2024 respectively. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Earth 142(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartested Accountains of India. Those Standards requer that we plan and perform the south 50 to Chain reasonable assurance about whether the financial solutioners are the face of metalfal metalesterment.
- statements are fine of material inflastatement.

 We conducted our seasoning of the Stanment in accordance with the Cultimore control of the Stanment in accordance with the Cultimore control of the Stanment in Standard Conducted for Speedal Proposes, issued to the standard of Charlerd Accountants of India. The Guidance Molete mouthers that we comply with the efficient requirements of the Code of Ethics issued by the institute of Charlerde Accountants of India.

 10. We have complied with the relevant applicable requirements of the Standard Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

 11. A reasonable assurance engagement involves performing procedures to obtain sufficient agroptishe enderson on the Reporting Crimits president in the president of the standard on the auditor's budgement, including the assessment of the risks associated with the Reporting Crimic, We have performed, inter alls, the following procedures in relation to the Stantament:

 We have inspired with the state of affiliate of the Company in relation to its Vestatement.
- - We have inquired into the state of affairs of the Company in relation to its audited financial statements for the year ended March 31, 2024 Examined suthorization for buy-back from the Articless of Association of the Company
- company

 Desmined that the emount of capital payment for the buy-back as detailed in

 Annexure A is within permissible limit computed in accordance with socion
 68(2) of the Adv. 68(2) of the Act.

 Exembed that the ratio of aggregate of secured and unsecured debts over duty the Carbon secured that the ratio of aggregate of secured and unsecured debts over duty the Company's not more than twice the patid-up capital and its free reserve after such buy-back;

 Exembed that all subscribed equify shares proposed for buy-back are fully posit-up.

 Exemined resolution passed in the meeting of the Board of Directors approving the buy-back; and

 Exemined Precious descriptions for the purpose of back to the Company.

- plation

 Description

 Descripti

meeting resolution dated August 1, 2024 approving the Buyback; Restriction on use 13. This report has been issued of the request of the Company solely for use of the Company (8) in connection with the proposed buyback of equily shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the Buyback Regulations, (8) to enable the Board of Directors of the Company to Include in public announcement and other documents proteining to outputs to be east to the shareholders of the Company or field with (a) the Registers of Companies. Securities and Exchange substance of the Companies and (b) the Control Depository Stroke (India) Limited, National Securities Depository United and (8) for providing to the idensage, each for the purpose of estinguishment of equity shares and may not be suitable for any other purpose.

For N. A. Shah Associates LLP Chartered Accountants Firm Registration number: 1160

Practumt Duftary
Partner
Membership number: 117080
UDIN: 24117080BKBPDP7906

Place: Mumbel Date: 1st August 2024

Dates: "P. August 2024
Annexum A to Certification No. 200 / 2024-25 dethal 1" August 2024
Statement of permissible capital payment (fecluding premium) as at March 31, 2024
The sensured of permissible capital payment (fecluding premium): towards the proposed buy bacic of Equity Sharse as computed in the table below is properly determined in our view in socroterion with Section (862) of the Act. The amounts of share capital and then reserves have been extracted from the satisfied standards and audited consolelated financial attements of the Company as at and for the year

	(/ m rains		
Particulars		As at March 31, 2024 (Consolidated)	
Equity Share Capital - Subscribed and paid-up	4,524	4,524	
Free Reserves			
- General Reserve	2,343	2,156	
- Retained earnings	1,21,695	1,24,116	
- Re-measurement of net defined benefit plan	(619)	(539)	
- Debit Balance of cash flow hedge reserve	(128)	(129)	
Total	1,27,815	1,38,128	
Maximum amount permissible for the Buy-back i.e. 10% of total paid up equity capital and tree reserves		13,013	
Amount approved by the Board of Directors for buy-back in the meeting held on August 1, 2024		10,008	

Place: Mumbai Date: August 1, 2024

PRIOR APPROVAL FROM LENDERS

- PENDR APPROVAL FROM LENDERS
 Are the date of Board Meering. The Company does not have outstending borrowing facilities or debt with any landers. Therefore, complemos with Regulation 5(f) or read with achedule I clause 12 of the Suyback Regulation in to Replacibilities. RECORD DATE AND SHAREHOLPER'S ENTITUDENT.

 Are required under the Suyback Regulations, the Company has fixed on Tuesday, August 13, 2025 as the record date (the "Record Date") for the purpose of determining the entitlement and the rannes of the equity chareholders who are sigble to participate in the Buyback. Eights 6 Shareholders with care offer song with a lander of other song with a lander of other form indicating their entitlement.
- offer along with a Tender of other form indicating their entitlement.

 An enquired under the Bulghack Regulations, the dispatch of the letter of offer shall be through electronic mode in accordance with the provisions of the Companish at within two Cyl working days from the Raccord Dela. If the Company receives a request from any Eligible Shareholder to receive a copy of the letter of other in physical form, the same shall be provided.

 The Equity Shares to be bought back as part of the Buryback are divided into two categories:

- crisignoties:

 1. Reserved category for small shareholders (as defined below); and

 2. General category for all Eligible Shareholders.

 As defined in Regulation 2((((n)) of the Buybeak Regulations, a "small shareholder" is a shareholder who holds equity shares having market visitue, on the basis of closing price on the stock conchange having highest ratificity volume as on Record Dete, of not more than 250,0000-f (Represe Proceasing Shareholder).

- ha defined in Regulation 20(N) of the Buyback Regulations, a "small alteratorider" is shareholder with ohiotis equity aharea having matter value, on the basis of desing price on the stock exchange having highest trading volume as on Record Delic, of not more than 20,0000. (Regulation et al., 19). (Record Delic, of not more than 20,0000. (Regulation et al., 19). (Record Delic, of not more than 20,0000. (Regulation et of Leguly Shares entitled as per the shareholding of small shareholders so on the Record of Equity Shares entitled as per the shareholding of small shareholders so on the Record Dales, whichever is higher, shall be reserved for the small shareholders as part of the Buyback of such number of Equity Shares entitled as per the shareholding of small shareholders as part of the Buyback of Buyback of Shareholder, Industry and Shareholders as part of the Buyback of Shareholder, Industry and Shareholders, to industry the shareholder of the Buyback of Shareholder, Industry and Shareholders, Industry Sha

- Shares in the Buyback. The mashrum tender under the Buyback by any Eligibis Shareholder cannot exceed the number of Equity Shares held by the Eligibis Shareholder as on the Record leds. in cese the Eligibis Shareholder holds Equity Shares through multiple demat socouris, the lander through a demat account cannot exceed the number of Equity Shares held in that diamet account.

- accounts, the lander through a domes account cannot account the number of Equity Shares held in that demant accounts. The Equity Shares held in the demant accounts. The Equity Shares through states the same of the same held as additional Equity Shares thordered, if any, will be accepted as per the procedure last down in the Buyback Regulations. The satisferent of the landers under the Buyback and the same of th

- 13. PROCESS AND METHODOLOGY FOR THE BUYBACK

 a. The Buyback is poen to all Flightle Shareholders' beneficial owners of the Company holding Equity Shares either in Physical or electronic form, as on the Record Date.

 b. The Buyback will be implemented using the "Mechanism for accasiation of shares through Stock Exchange" notified vide the SEBI Circuisms and in accordance with the procedure prescribed in the Companise And the SEBI Buyback Regulations, and as may be determined by the Board, on such terms and conditions as may be permitted by there from time to these.
- permissed by saw from time to time.

 For implementation of the Buybeack, the Company has appointed ITI Secul

 Broking Limited as the registered broker to the Company ("Company's Brot

 through whom the purchases and selectioned on account of the Buyboack is

 be made by the Company. The contact distals of the Company's Brother at

- Email: eventie@pholiabhaneais.com; Webeile: www.paleabhaneais.com; SESIR Registerion Number: RICOXCC300538
 Cerporate Identity Number US7120M11100EPTC100233
 Cerporate Identity Number US7120M11100EPTC100233
 The Company of Irequate both Net Slock: Exchanges, to provide the expansion support of the Slock Exchanges, to provide the expansion support of the Slock Exchanges, to provide the expansion support of the Slock Exchanges, to provide the expansion of the Slock Exchanges of the Slock Exchanges of the Slock Exchanges from the to Irea. At the beginning of the transfering particular to the Slock Exchanges from the to Irea. At the beginning of the transfering particular to the Slock Exchange from the to Irea. At the beginning of the transfering particular to Irea of the Slock Exchange from th
- h.
- as per the provisions of law or otherwise.

 In accordance with Regulation 24(y) of the Buyback Regulations, the Company shall not Buyback looked-in Equity Shares and non-transferable Equity Shares with the pendency of the lock-in or until such Equity Shares shoom termsferable.

 Procedure to be followed by Eligible Shareholdere holding Equity Shares in the dematerialized form:

- the exchange bidding system, the Buyback shall be deemed to have been copated for Eligible Shareholders belding Equity Shares ind cents from the copated for Eligible Shareholders will have to ensure that they keep the depository participant (TPP) account active and unbidsock. Further, Eligible Shareholders will have to ensure that they keep the bank account attended with the DP account active and updated to receive credit remittence due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Gleening Corporation, societies desubhaters are to include the colored promotion of Eligible Shareholders would be returned to them by Gasaring Corporation. If the security transfer instruction is rejected in the dispository system, due to any least them and executives will be treated to the the interest of the promotion of the security transfer instruction is rejected in the dispository system, due to any least them and executives will be treated to the treated of the treated for total and years to the case of castodian participant crefers, access demandratibled orbates for instructions of the contraction of the contracti

companies, the necessary certified corporate authorizations (including board and/or general meeting resolution).

Proceedure to be followed by Eligible Shareholders holding Equity Shares in he Physical Thors:

In accordance with the with SERI Circular No. SERIHOLCEPICHOLD (INPEZCIVIAL deads July 31, 2020. Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. The procedure is as below:

a. Eligible Shareholders whe are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seafer Memberis) slong with the complete set of consuments for verification procedures to be carried out. Such documents include to the share of the same region of the same order in which they hold the shares (ii) original Equity Share certificate(s), (ii) wide laws teamer share (iii) and experiment signatures engineered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place suthreting the transfer in favour of the Company, (iv) self-destend docy of the Eligible Shareholders in PAN card, (v) any other relevant documents such as, but not invited to, duly

attested power of ettorney, corporate surhorization (including board resolution) specimen signature), notarized copy of death conflicate and succession recrificate or probabet will, if the original Eligible Shareholder has decessed, etc., as applicates in addition, if the address of the Eligible Shareholder has cludegone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be may be the Register of Members of the Company, the Eligible Shareholder would be made to state a saw and the same shareholder the same holder of the same shareholder the same holder of the same shareholder when the following documents, walk Andrew Card, Veter Identity Cod or Pressport.

Based on the efercasid documents, the Celler Member shall place the bid on health of the Eligible Shareholder who is helding Estelly Shares in Physical form and intent to benice Estelly Shares in the Sharphack using the Acquisition Window of the Stock Exchanges, Using placing the bid, the Seller Member shall provide a TRS generated by the Exchange Bidding System to the Eligible Shareholder Intention to elevate the original Equity Shares in the Bayback states (and the Shareholder Intention of the Stock Exchanges, Using Place submitted each at Bole number. Equity Shares conflicates number, distinctive number, number of Equity Shares tendered, etc. The Seller Member Shall be Developed to the Shareholder in required to clevel the original Equity Shares benefits on the Shareholder in the Shareholder in

the Buyldack.

An unregistered situative froiding Equity Shares in physical form any enterest transfer froiding Equity Shares in the Europeack by submitting the duty executed transfer deed for transfer of shares, purchased prior to the Record Date, in this mane, singn with the offer form, only of their PRN card and of the person from whom they have purchased chaines and other relevant documents as required for transfer, if any

for transfer, if any.

The Bitypack from the Elipide Sharaholders who are residents cutside holds including fornigen corporate bodies (fincluding entitleffice exensities corporate bodies), foreign corporate bodies (fincluding entitleffice exensities corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign mationality, if any, shall be subject to the Foreign Exchange Management Act, 1981 and rules and regulations transmed thereunder, as applicables, and also subject to the receiptive foreign by such Elipide Sharaholders of such approvable, find to the receiptive from the property of the property of the subject of the property of the subject o

Sharefickler planes the bid.

Modification/cancellation of orders and multiple bids from a single Eligible Sharefolder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares stall be citabled and consistent as from bid for the purposes of acceptance. The currelative quantity tendered shall be made available on the website of the Stock Exchanges throughout the trading sessions and will be updated at specific intervals during the bindering period.

of trades in the secondary merket.

The Company will Bay the consideration to the Company's Broker who will transfer his funds pertaining to the Buyback to the Clearing Composition's bank accounts as part the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders funds count debais are not available or if the sunds transfer instruction is registed by Reserve Bank of

Indian/Eightle Shareholders' bank due to any reason, then such funds will be transferred to the concerned Stock Bricker's settlement bank account for onward transfer to such Eighbie Shareholders. For the Eighbie Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Seller Hember's settlement accounts for releasing the same to the respective Eighbie Shareholders account.

for releasing the same to the respective Eligible Shareholder's account in case of certain client types, i.e., NRI, foreign clients, etc. (where there are specific RBI and other regulation's requirements perhaining to funds pay-cert) who do not opt to settle through custodians, the funds pay-cut would be given to derive respective Selfer Member's settlement accounts for refeating the same to their respective Eligible Shareholder's account. For this purpose, the client types cleating would have been collected from the depositories, whereas lands payable not taken to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas lands payable not training to the lock settled invalued, or accordance with the application from time to blancount of the casticidan, each in accordance with the application from time to blank the provided to the Clearing Corporations by the Company or Registrar to the purpose. On respect of this same, Clearing Corporations will cause the excessor or unaccepted blocked shares in the demant account of the shareholder. On settlement date, all blocked shares in rentineed in the accepted bit will be transferred to the Clearing Corporations.

In relation to the physical Equity Shares

transferred to the Clearing Corporations.
In relation to the physical Equity Shares:

If thysical Equity Shares tendered by Eligible Shareholders are not accepted,
the share coefficiate would be neturned to such Eligible Shareholders by
registered post or by ordinary post or courier at the Eligible Shareholders by
registered post or by ordinary post or courier at the Eligible Shareholders holding
physical shares to demeterialize thair physical shares held by an Eligible
Shareholder is accepted in the Buyback, than the Company is authorised.
Shareholder is accepted in the Buyback, than the Company is authorised secondary with SEBI Corporate No. SEBIL-OLDHISEO/MIRSO

participant ("DP") account active and unblocked to receive credit in case of intum of Equity Sheres, due to rejection or due to non-acceptance. In the case of inter depository, Clearing Corporation will cannel the excess or unaccepted sheres in target depository. General Corporation will cannel the excess or unaccepted sheres in target depository will not be able to release the liem without a release of IDT message from target depository. Brither, release of IDT message shell be sent by target depository wither based on cancellation request received from Clearing Corporation or automatically elementated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post neceiving the IDT message from target depository, source Depository will cancellatenses access or unaccepted block shares in the demat account of the shareholder. Post completion of the communication where share shared shares accepted the quantity, source depository at all debit this securities as part to communication/wessage received from target depository or sustainment docum from target depository or sustainment docum from the Equity shares acceptation of the Equity Shares acceptance in the standard development

The Buyback
Any access physical Equity Shares present to proportionate accessment with
the state of the country to the Shareholders directly by Registers to the
Buyback The Company is authorized to spit the share certificate and issue
new consolicated share certificate for the unaccepted Equity Shares in case
the Equity Shares accepted by the Company are less than the Equity Shares
tendered in the Buyback by the Equity Sharesholders holding Equity Shares in
the physical form. 5

Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, applicable taxes, charges and expenses (including traderage) that have be levied by the Buyback charges and expenses for the sell of the sell of the Suyback consideration of the Suyback consideration received by the Eligible Shareholder from their respective Seller Member. In respect of the Seller Shareholder from their respective Seller Member in respect of the sell of the seller s

COMPLIANCE OFFICER
Investors may contact the Compliance Officer of the Company for any clarifications or to address their glosses, if any clarifications or to address their glossess, if any, clarifications is in address their glossess, if any, clarifications are to address their glossess, if any, clarifications are to address their glossess, and the following address:

Amil D Buch Compliance Officer Navnett Bhavan, Bhavani Shankar Road, Dudar (West), Murrhoi - 400028; Tal. No.: 491 22 6679 8100, Fax: +91 22 6679 8100, Fax: +91 22 6679 8100, Fax: -91 22 679 81

REGISTRAT TO THE BUYBACK INVESTOR SERVICE CENTRE
In case of any queries, shareholders may also contact the Registrar to the Buyback,
during affice houses Is. 10.00 a.m. to 5.00 p.m. on all bending days except Saturday,
Sunday and public holidays, at the following address:

LINKIntime

Link Intline India Private Limited
C-101, 247 Park L.S.S. Mary, Warrol (W), Mumbai - 400 083.
Tal. No. 191 810 811 4949; Fax: 191 22 491589 6195;
Contact person: Ms. Sharill Gopplerishnan,
Email: naveredactation buyback2024@linkintime.co.in
Webatrs: www.linkintime.co.in
SEBI Registration Number: IRRO00004058
CIN: U67190MH1989PTC118368

MANAGER TO THE BUYBACK



Inga Veritures Private Limited 1228, Huttown Sciarts, N.S. Phadke Marg, Opp. Telli Gelli, Andheri (Essi), Mumbei-400 086. Tel. No.: 022 268540808, Fax No.: 022 68886024 Contract Person: Karvid Shah; Email: kavitägingeveriures.com; Email: kevita@ingeventures.com; Webaite: www.ingeventures.com; SEBI Registration No: INM000012698 Validity: Permanent CIN: U67100MH2018PTC318359

DIRECTORS RESPONSIBILITY

As per Regulation 24()(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Amouncement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Navneet Education Limited

Sd/-	Sd/-	Sd/-	
Gnanesh D. Gala	Shailendra Gala	Amit D. Buch	
Managing Director	Whole Time Director	Company Secretary &	
(DIN: 00093098)	(DIN:00093040)	Compliance Officer	

Date : August 3, 2024 Place: Mumbai

CIN: L21911WB1936PLC098726

CIN: L21911WB1936PLC098726

Registered Office: Duscan House, 2nd Floor,
31, Na13 Subhan Road, Kolkata 700 801

Pit: 833-2247398

E-mail: stat-ca@gatapapes.com Whisthir-www.starpapers.com

NOTICE AND ADVERTISEMENT OF THE MEETING OF UNSECURED TRADE CREDITORS

FORM NO. CAA.2

FORM NO. CAA.2

(Pursuant to Section 2016) and rule 6 and 7 of Companies (Compromises, Arcingements and Aradigamations), Rules 2016)

SEFORE THE NATIONAL COMPANY LAW TRIBUNAL, CHEMNAL, BENCH-COMPANY APPLICATION MCA.C (CAAI/22/CHE/2024

BEFORE THE NATIONAL CHEMPAL, SEARCH TRIBUTALL, CHEMPAL, SEARCH COMPANY APPLICATION IN LCC, ACAI/23/21/CEPED23
In the matter of Section 230 to 231 and other applicable provisions of the Companies Act 2013 and the to be interested as the force from March 101 and the company of the Companies Act 2013 and the to be interested as the force from Act 2014 and the to be interested as the force of Act 2014 and the total from Act 2014 and the force of Act 2014 and t

Notice is hereby given that by an order dated 3°F MA/ 2004, the Hombia Michael Company in Total Company Notice is hereby given that by an order dated 3°F MA/ 2004, the Hombia Michael Company in the Total Company is self-order to the Hombia Michael Company in the resigned college for the estudies company which is studied at 15.1 Vistnet, MA/s. Markelion by Hospitals Private Limited ("Resigning Company") at the resigned college of the estudies company in the student of the State of t

Includes an administration of the control of the first includes a control of the control of the

Tank Basica, India, 6,00018.
The persons entitled to sitend and vote at the meeting, may vote in person or by prany or through Authorized Representatives, provided that all the presents in the previously and present of the present of the previously and present of the present

FOR AND ON BEHALF OF M/s. MAXIVISION EYE HOSPITALS PRIVATE LIMITED

Mumbai 3" August, 2024

SAVITA Savita Oil Technologies Limited CIN - L24100MH1961 PLC012066 Registered Office: 66/67, Norimon Bhavan, Norimon Point, Mumbai - 400 021, India Tel: 91 22 6624 6200 / 6624 6228, Fax: 91 22 2202 9364 E-mail : legal@santtu.com; Website : www.sav

44 SAVSOL | TRANSOL

de g Statement of Unaudited Consolidated Financial Results for the Quarter ended 30th June, 2024

Total Income from Operations (net) Net Profit for the period (before tax, Exceptional and / or Edmondinary items) Net Profit for this period before tax (cifer Exceptional and / or Edmondinary items) Net Profit for the neiod affect for Edmondinary items) Net Profit for the neiod affect fax	97,250.21 5,132.02 5,132.02 3,983.84	99,714.88 3,896.13 3,896.13	,,====
(before tax, Exceptional and / or Extraordinary items) Net Profit for the period before tax (after Exceptional and / or Extraordinary items)	5,132.02	3,896.13	7,289.34 7,289.34
Net Profit for the period before tax (after Exceptional and / or Extraordinary Items)			7,289.34
(after Exceptional and / or Extraordinary Items)			7,289.34
	2 092 94		
Net Profit for the period after tax	2 082 94		
		3,079.71	5,564.17
(after Exceptional and / or Extraordinary Items)			
Total Comprehensive Income for the period [comprising profit for	3,966.51	3,031.25	5,565.12
the period (after tax) and other comprehensive income (after tax))			
Paid up Equity share capital (Face value of ₹2 each)	1,382.01	1,382.01	1,382.01
Reserves (excluding Revaluation Reserve as shown in the N	Not applicable	Not applicable	Not applicable
balance sheet of previous year)			
Earnings per share (of ₹ 2 each)	-		
Basic: ₹	5.77	4.46	8.05
Diluted: ₹	5.77	4.46	8.05

Quarter ended 30 06 2024 (Audited) (Quarter ended 30.06.2023 (Unaudited) 93,740.52 7,289.34 5,564.17 Total Income from Operations (net) Profit / (Loss) before tax Profit / (Loss) after tax

e is an extract of the detailed format of the Fin led 30° Ju

The above is an entract of the decided format of the Financial Reseals for the Dearther ended 30° Janus, 2024 files the Stock Exchanges under Regulations 30° the SERE (Jacking Obligations and Disclosural Regulations, 2015. The hist format of the thancial results for the Clastriar ended 30° Janus, 2024 size available is stock exchange vested bis (www.boshidi.com, own.warsenitic.com) and on the Company is vested for event of the Company is vested by events and company of the Company is vested for exchange and a stock of Disclosura is the meeting halidon Startey, 3° radjust, 25° via.

Sealth Carenthe Limited (SQL), a wholly owned stability of the Company is yet the commence is business operant "Figures for the East quarters used 51° STRANC, 2024 expressed in Effectives Deliven with the suitful disputes in reof the full financial year and the published figures of risks months seeded 31° Discerabez (2023).

6) The Board of Directors at its meeting held on 3"August, 2024 has approved buyback of upto 5,40,000 equity shar (face value Rs 2 each) @Rs.675/- per share aggregating to Rs.44.94 crores (inclusive of tax of Rs.8.49 crores).

7) Previous guarters / years figures have been regrouped / rearranged wherever necessary to conform to those or current quarter / year classification.

er necessary was a market of the for Savita Oil Technologies Limited G. N. Mehra

Managing Director (DIN:00296615)

Emami paper mills limited

Emami Paper mills limited

Registered Citics 97, Annicistr. 1st Fox. E. M. Bipsus, Kakuba - 70: 107, Phone. +81: 33 651362

Email: investor sideline demanipager com. Velobels revenamipager com.

Citic: 121019981981PLC2034161

NOTICE FOR THE ATTENTION OF THE SHAREHOLDERS OF THE COMPANY

NOTICE FOR THE ATTENTION OF THE SHARRIHOLDERS OF THE COMPANY
42HD ANNUAL GENERAL MEETING (42HD AGM/AGM)
RECORD DATE FOR DIVIDERON AND INFORMATION ON
REMOTE SHARRIHOLDERS OF THE COMPANY
42HD ANNUAL GENERAL MEETING (42HD AGM/AGM)
RECORD DATE FOR DIVIDERON AND INFORMATION ON
REMOTE SHARRING AND AND INFORM

a discurrients retemed to in the Notice of the AGM are available electronically for inspection without any two by the Stratisholders from so of crossistion of the Notice of AGM up to the date of AGM and will also be residable for inspection clusing the AGM. Shareholds dark to begind and decarments one med an eyeal for investoratelland electronications.

bending to inspect auch documents can end an erroll to investopublishma Remainspection.

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consists as specialists.

Comparison with Section 158 of the Act and with Rule 50 of the Comparison Epileographic and Administration Rules. 2014 as amended and time to the medical Rules 2014 as amended and time to the medical Rules 2014 as amended and time to the medical Rules 2014 as amended and time to the special Rules 2014 as amended and the Administration Rules 2014 as amended and the Administration Rules 2014 as amended and the Administration of the Contract Republication Rules 2014 as an amended and the Rules 2014 as an amended and an amended and the Rules 2014 as amended and the Rules 2014 as an amended and the Rules 2014 as an amended and the Rules 2014 as amended and the Rules 2014 as an amended an

conting value. In a promote to environ, improved that have been arrange exhibit ghost life exhibit guide of left of placeties of conting value. In a conting value, and could be left of placeties of left of

n case of any queries, you may relet to the Frequently Asked Questions (F-QQS) for Shareholders and e-Visting user manual for Shareholders realizable at the download section www.evolitigindis.com. or send an exital to halpdisk.cvofrigilecosindis.com

Towns Shareholders holding blasses in physical form are requested to register/apptible their existing shares in physical form are requested to register/apptible their existing and also to update their EAR. Account distalls for receipt of a defidence is practified in their ESR. I with fatherward blasterator. It is, I stiff VER. It is required to the case are available on the secretor of the RTM at it issuemodate, and also at the verbales of the Company at water-manipapor.com
Shareholders holding blasses in Domes from our update their ereal suddiess. But it is count details with the respect in Dipository Periody.

The Register of Members and Shere Transfer Book of the Company shall remain close from Friday, 22nd August, 2024 to W August 2024 (both days inclusive) for AGM and dividend: in case of entygrievenos regarding the e-vollag facility, shareholders are requested to contact Mr. Releash Datel, Sc Niemager, (CLSL). Carbin Depository Services (India). Limited, A. Wing, 25th Floor, Maranhon Fallurer, Maligali Mill Compounds, N. M. Johl? Mang, Lower Parel (East Aumbid - 400015 as send an email to helposite incomingodiscinduction on cast fair-free at 1900225533.



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF THE COMPANY HELD ON THURSDAY, 01ST AUGUST, 2024.

Approval for Buyback of Equity Shares

"RESOLVED THAT pursuant to the provisions of Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Companies Act") read with rules framed under the Companies Act, including the Companies (Share Capital and Debentures) Rules, 2014 as amended ("Share Capital Rules"), the Companies (Management and Administration) Rules, 2014, as amended ("Management Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR Regulations"), including any amendments, statutory modifications or re-enactments thereof, for the time being in force and in accordance with Article 9A of the articles of association of the Company and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations") and any statutory modification(s) or re-enactment thereof, for the time being in force and subject to such other approvals, permissions and sanctions of Securities and Exchange Board of India ("SEBI"), Registrar of Companies, Mumbai (the "ROC"), BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") and/or other authorities, institutions or bodies (together with SEBI, BSE, NSE the "Appropriate Authorities"), as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by lenders and appropriate authorities while granting such approvals, permissions, sanctions and exemptions which may be agreed by the board of directors of the Company (the "Board" which expression shall include any committee of the Board and/or any persons authorized by the Board to exercise its powers, including the powers conferred by this resolution), the consent of the Board be and is hereby accorded for the buyback by the Company of its fully paid-up equity shares of ₹ 2/- (Rupees two) each ("Equity Shares") not exceeding 50,00,000 (Fifty Lakhs) Equity Shares (representing 2.21% of the total number of Equity Shares in the paid-up Equity Share capital of the Company) at a price of ₹ 200/- (Rupees Two hundred only) per Equity Share (the "Buyback Offer Price") payable in cash for an aggregate consideration not exceeding ₹100,00,00,000/- (Rupees One hundred Crores only) (the "Buyback Offer Size") being 7.82 % and 7.68 % of the fully paidup equity share capital and free reserves (including securities premium account) as per the latest audited standalone and consolidated financial statements of the Company, respectively, as on March 31, 2024, which is within the statutory limits of 10% of the aggregate of the fully paid-up Equity Share capital and free reserves (including securities premium) as per the provisions of the Companies Act and the Buyback Regulations, from the equity shareholders of the Company, as on the record date i.e. Tuesday, 13th August, 2024 (hereinafter referred to as "Record Date"), on a proportionate basis, through the "Tender Offer" route as prescribed under the Buyback Regulations (hereinafter referred to as the "Buyback").

NAVNEET EDUCATION LIMITED



RESOLVED FURTHER THAT the Buyback period shall commence from the date of passing of board resolution to authorize buyback of shares of the Company until the last date on which the payment of consideration for the Equity Shares bought back by the Company is made ("Buyback Period"), in accordance with, and consonance, with the provisions contained in the Buyback Regulations, the Act, Share Capital Rules, the Management Rules and the LODR Regulations.

RESOLVED FURTHER THAT the Buyback Offer Size shall not include any expenses incurred or to be incurred for the Buyback like filing fees payable to the SEBI, advisors' fees, stock exchange fee for usage of their platform for Buyback, transaction costs viz. brokerage, applicable taxes inter- alia including Buyback taxes, securities transaction tax, Goods and Services Tax, stamp duty, etc., public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses.

RESOLVED FURTHER THAT all of the shareholders of the Company who hold Equity Shares as on the Record Date shall be eligible to participate in the Buyback including promoters, promoter group and persons in control of the Company who hold Equity Shares of the Company on Record Date, except any shareholders who may be specifically prohibited under the Buyback Regulations or other applicable law.

RESOLVED FURTHER THAT the Company shall implement the Buyback using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, read with SEBI Circular SEBI/HO/CFD/DCRIII/CIR/P/2021/615 dated August 13, 2021 and SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023 including any amendments or statutory modifications for the time being in force.

RESOLVED FURTHER THAT the proposed Buyback be implemented from the existing shareholders including the promoter(s) and promoter group of the Company (as have been disclosed under the shareholding pattern filings made by the Company from time to time under the Listing Regulations and Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations 2011, as amended ("SEBI Takeover Regulations"), from its free reserves and/or surplus and/or securities premium account of the Company or such other sources or by such mechanisms as may be permitted by law, and on such terms and conditions as the Board may decide from time to time, and in the absolute discretion of the Board, as it may deem fit.

RESOLVED FURTHER THAT the Company shall earmark adequate sources of funds for the purpose of the Buyback.

RESOLVED FURTHER THAT the Company may buyback Equity Shares from all the existing shareholders holding Equity Shares of the Company on a proportionate basis, provided 15% (Fifteen percent) of the number of Equity Shares which the Company proposes to buyback or number of Equity Shares entitled as per the shareholding of





'small shareholders' (as defined under the Buyback Regulations) as on the Record Date, whichever is higher, shall be reserved for the 'small shareholders', as prescribed under proviso to Regulation 6 of the Buyback Regulations.

RESOLVED FURTHER THAT the Buyback from the shareholders who are residents outside India including Foreign Corporate Bodies (including erstwhile overseas corporate Bodies), Foreign Institutional Investors/Foreign Portfolio Investors, Non-Resident Indians, shareholders of foreign nationality, shall be subject to such approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI') under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident shareholders'.

RESOLVED FURTHER THAT the Board hereby takes on record the auditor report dated 01st August, 2024 issued by N.A. SHAH ASSOCIATES LLP, Chartered Accountants, the Statutory Auditor of the Company, as required under clause (xi) of Schedule I of the Buyback Regulations and placed before the Board for its noting.

RESOLVED FURTHER THAT the Buyback would be subject to the requirement of maintaining the minimum public shareholding, as specified in Regulation 38 of the LODR Regulations.

RESOLVED FURTHER THAT Company has complied and shall continue to comply with Section 70 of the Companies Act, wherein:

- a) It shall not directly or indirectly purchase its own shares:
 - through any subsidiary company including its own subsidiary companies; or
 - ii. through any investment company or group of investment companies; or
- b) There are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company, in the last three years.
- c) The Company is in compliance with the provisions of Sections 92, 123, 127 and 129 of the Companies Act.

RESOLVED FURTHER THAT the Board hereby confirms that:

- a) all Equity Shares of the Company are fully paid up;
- the Company has not undertaken a buyback of any of its securities during the period of one year immediately preceding the date of this Board meeting;
- the Company shall not issue and allot any shares or other specified securities including by way of bonus or conversion of employee stock options/outstanding instruments into Equity Shares, from the date of Board Meeting till the expiry of the Buyback Period;



- d) The Company, as per provisions of 24(i)(f) of Buyback Regulations, shall not raise further capital for a period of one year from the date of completion of payment to shareholders under this buyback except in discharge of its subsisting obligations;
- e) The Company, as per provisions of Section 68(8) of the Companies Act 2013, shall not make a further issue of the same kind of shares or other securities including allotment of new shares under clause (a) of sub-section (1) of 11 section 62 or other specified securities within a period of six months from completion of buyback except by way of a bonus issue or in the discharge of subsisting obligations such as
- f) conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares;
- g) The Company will not buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- the Company shall not buy back its shares or other specified securities from any person through negotiated deal whether on or off the stock exchange or through spot transactions or through private arrangement;
- there are no defaults subsisting in the repayment of deposits accepted either before
 or after the Companies Act, 2013, interest payment thereon, redemption of
 debentures or interest payment thereon or redemption of debentures or preference
 shares or payment of dividend due to any shareholder, or repayment of any term;
 loans or interest payable thereon to any financial institution or banking companies;
- j) borrowed funds from banks and financial institutions, if any, will not be used for the Buyback;
- k) the Buyback Offer Size i.e. does not exceed 10% of the aggregate of the fully paid-up Equity Share capital and free reserves (including securities premium account) of the Company as per the latest audited balance sheet as on March 31, 2024 on standalone and consolidated basis, whichever sets out a lower amount;
- that the maximum number of Equity Shares proposed to be purchased under the Buyback i.e. up to 50,00,000 (Fifty Equity Shares), does not exceed 25 % of the total number of Equity Shares in the paid-up Equity Share capital of the Company as per the audited balance sheet as on March 31, 2024;
- m) the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up capital and free reserves after the Buyback, based on both standalone and consolidated financial statements of the Company, whichever sets out lower amount; as prescribed under Buyback Regulations, the Companies Act, the rules made thereunder and other applicable laws;
- n) the Company shall not make any offer of Buyback within a period of one year reckoned from the expiry of the Buyback Period;
- o) The Company has outstanding facilities with lenders. In accordance with Regulation 5(i)(c) and Schedule I clause (xii) of the Buy-back Regulations, it is confirmed that





- p) there is no breach of any covenants of the loans taken from all the lenders including the consortium of lenders. Further, all the lenders including consortium of lenders have also provided their written and prior consent for the proposed Buy-Back.
- q) there is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act as on date;
- the Company will not withdraw the Buyback after the public announcement of the Buyback is made;
- s) the Company is not undertaking the Buyback to delist its equity shares other specified securities from the stock exchange;
- t) Consideration of the Equity Shares bought back by the Company will be paid only by way of cash.
- u) the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the SEBI Buyback Regulations and any other applicable laws
- v) the Company shall transfer from its free reserves or securities premium account and/ or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- w) the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the SEBI Buyback Regulations and the Companies Act within 7 (seven) working days of the expiry of the period of Buyback, i.e., date on which the payment of consideration to shareholders who have accepted the offer of Buyback is made in accordance with the Companies Act and the SEBI Buyback Regulations;
- x) as per Regulation 24(i)(e) of the SEBI Buyback Regulations, the promoters and members of promoter group, and their associates shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters and members of promoter group) from the date of this resolution till the closing of the Buyback offer;
- y) the statements contained in the public announcement and the letter of offer in relation to the Buyback shall be true, fair and adequate in all material respects and shall not contain any misleading information.

RESOLVED FURTHER THAT the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company and that based on such full inquiry conducted into the affairs and prospects of the Company, the Board has formed an opinion that:

 Immediately following the date of this Board meeting, there will be no grounds on which the Company could be found unable to pay its debts;





- b. As regards the Company's prospects for the year immediately following the date of this Board meeting, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of this Board meeting; and
- c. In forming an opinion as aforesaid, the Board has taken into account the liabilities, as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016, as applicable (including prospective and contingent liabilities).

RESOLVED FURTHER THAT the Company shall not use borrowed funds, directly or indirectly, whether secured or unsecured, of any form and nature, from banks and financial institutions for paying the consideration to the equity shareholders who have tendered their Equity Shares in the Buyback.

RESOLVED FURTHER THAT the Company shall not Buyback the locked-in Equity Shares or other specified securities, if any, and non-transferable Equity Shares or other specified securities, if any, till the pendency of the lock-in or till the Equity Shares or other specified securities become transferable;

RESOLVED FURTHER THAT as required under the provision to Section 68(6) of the Companies Act and Regulation 8(i)(b) of the Buyback Regulations, the draft of the Declaration of Solvency prepared in the prescribed form and supporting affidavit, placed before the meeting be and is hereby approved and the Mr. Gnanesh Gala, Managing Director and Mr. Shailendra Gala, Whole-time Director of the Company be and are hereby authorized to finalize and sign the same, for and on behalf of the Board, and the Company Secretary be and is hereby authorised to file the same with the ROC and the SEBI.

RESOLVED FURTHER THAT the Buyback from shareholders who are persons resident outside India including foreign corporate bodies (including erstwhile the Overseas Corporate Bodies), Foreign Institutional Investors/ Foreign Portfolio Investors, non- resident Indians, and shareholders of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder and to the extent necessary or required including approvals from concerned authorities including the Reserve Bank of India under Foreign Exchange Management Act, 1999, and the rules and regulations framed there under, if any and that such approvals shall be required to be taken by such non - resident shareholders

RESOLVED FURTHER THAT in terms of the Buyback Regulations, in the event of nonfulfilment of the obligations under the Buyback Regulations by the Company, the escrow account in full or in part shall be forfeited and distributed pro rata amongst the securityholders who accepted the offer and balance if any shall be utilized for investor protection in accordance with Buyback Regulations.





RESOLVED FURTHER THAT in terms of Regulation 24(iii) of the Buy-back Regulations, Mr. Amit D. Buch, Company Secretary be and is hereby appointed as the Compliance Officer for the Buy-back and Chetan Lad and Chetan Desai, Authorised Signatory be and are hereby nominated for investors service centre for compliance with the buy-back regulations and to redress the grievances of the investors.

RESOLVED FURTHER THAT in compliance with the Buyback Regulations, the approval of the Board be and is hereby accorded for appointment of Inga Ventures Private Limited as the Manager to the Buyback at such fees and other terms and conditions as mutually agreed with them.

RESOLVED FURTHER THAT in compliance with the Buyback Regulations, Link Intime India Private Limited be appointed as the Registrar for the Buyback at such remuneration as mutually agreed.

RESOLVED FURTHER THAT a committee (the "Buyback Committee") Mr. Gnanesh Gala, Managing Director, Mr. Shailendra Gala, Whole-time Director, Mr. Dilip Sampat, Whole-time Director and Mr. Amit Buch, Company Secretary, be constituted for the purposes of the Buyback to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, expedient, usual or proper, in the best interest of the Company and its shareholders in connection with the Buyback, including but not limited to following:

- a) appointment of intermediaries for the Buyback including but not limited to brokers, registrar, advertising agency, legal advisors, escrow bank, compliance officer and other
- b) advisors, depository participant, printers, consultants or representatives; if any, and settlement of terms of appointment including the remuneration for all such intermediaries/ agencies/ persons, including by the payment of commission, brokerage, fee, charges etc. and enter into agreements/ letters in respect thereof;
- c) finalizing the terms of buyback like the entitlement ratio, the schedule of activities for Buyback including finalizing the date of opening and closing of Buyback, the timeframe for completion of the buyback;
- d) deciding and announcing the Record Date for the purpose of Buyback;
- deciding and appointing the BSE Limited and/or the National Stock Exchange of India Limited as designated stock exchange(s) for the Buyback;
- f) to enter into escrow arrangements as may be required in terms of the Buyback Regulations;
- g) opening, operation and closure of all necessary accounts, including bank accounts (including escrow account), depository accounts for the purpose of payment and authorizing persons to operate the said accounts;
- h) preparing, finalizing, dating, approving, modifying, signing (in accordance with applicable law), issuing, re-issuing and filing with the appropriate statutory/other authorities the public announcement, letter of offer and all other documents, resolutions, advertisements, confirmations, intimations and declarations, and the certificate for extinguishment and physical destruction of shares certificates, if any, and other

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- documents required in connection with the Buyback, and causing the declaration of solvency and supporting affidavit to be executed in accordance with applicable law and such alterations, additions, omissions, variations, amendments or corrections will be deemed to have been approved by the Board of Directors;
- j) making all applications to the appropriate authority for their requisite approvals including approvals as may be required from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations framed there under, if any;
- earmarking and making arrangements for adequate sources of funds for the purpose of the Buyback;
- I) taking all actions to verify offers and acceptances received, finalize the basis of acceptance, pay the shareholders consideration for shares bought back, approve split of physical share certificates and transfer of shares, extinguish dematerialised shares and ensure the physical destruction of the share certificates with respect to the Equity Shares bought back by the Company and filing of certificate of extinguishment required to be filed in connection with the Buyback on behalf of the Company and/ or the Board, as required under applicable law;
- m) uploading all required information such as details of the Equity Shares bought back on the website and filing the same with the stock exchanges as required under applicable law;
- n) to affix the Common Seal of the Company on relevant documents required to be executed
 for the buyback of shares in accordance with the provisions of the articles of association
 of the Company.
- o) sign, execute and deliver such other documents, deeds and writings and to do all such
 acts, matters and things as it may, in its absolute discretion deem necessary, expedient or
 proper, to be in the best interest of the shareholders for the implementation of the Buyback,
- p) and to initiate all necessary actions for preparation and issue of various documents and such other undertakings, agreements, papers, documents and correspondence as may be necessary for the implementation of the Buyback to the SEBI, RBI, ROC, stock exchange, depositories and/or other Appropriate Authorities.
- q) obtaining all necessary certificates and reports from statutory auditors and other third parties as required under applicable law.
- r) dealing with stock exchange (including their clearing corporations), where the Equity Shares of the Company are listed, and to sign, execute, and deliver such documents as may be necessary or desirable in connection with implementing the Buyback using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, read with SEBI Circular SEBI/HO/CFD/PoD-2IP/C1N2023135 dated March 8, 2023 including any amendments or statutory modifications for the time being in force.





- s) to give such directions as may be necessary or desirable and to settle any questions or difficulties whatsoever that may arise in relation to the Buyback.
- t) to settle and resolve any queries or difficulties raised by SEBI, stock exchange, ROC and any other authorities whatsoever in connection to any matter incidental to and ancillary to the Buyback.
- u) delegating all or any of the authorities conferred above to any other Director(s) or Executive(s) or Officer(s) of the Company as may be necessary to give effect to the aforesaid resolutions.

RESOLVED FURTHER THAT any two members of the Buyback Committee mentioned above shall form the quorum of the meeting of the Buyback Committee and the Buyback Committee may approve the above by passing appropriate resolutions (including by way of circular resolution) in connection with the above.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Buyback Committee be and is hereby authorized to accept and make any alteration(s), modification(s) to the terms and conditions as they may deem necessary, concerning any aspect of the Buyback, in accordance with the statutory requirements as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the Buyback without seeking any further consent or approval of the shareholders or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT no information / material likely to have a bearing on the decision of investors has been suppressed / withheld and/or incorporated in the manner that would amount to mis-statement/misrepresentation and in the event of it transpiring at any point of time that any information/material has been suppressed / withheld and/or amounts to a mis-statement / misrepresentation, the Board of Directors and the Company shall be liable for penalty in terms of the provisions of the Companies Act and the Buyback Regulations.

RESOLVED FURTHER THAT the Company will use the platform of BSE Limited ("BSE") and National Stock Exchange of India Limited for the purpose of the Buyback.

RESOLVED FURTHER THAT nothing contained herein shall confer any right on any shareholder to offer and / or any obligation on the Company or the Board or the Buyback Committee to buyback any shares and / or impair any power of the Company or the Board or the Buyback Committee to terminate any process in relation to such Buyback, if so permissible by law.

RESOLVED FURTHER THAT the Company shall maintain a register of securities bought back where in details of Equity Shares bought back, consideration paid for the Equity Shares bought back, date of cancellation of Equity Shares and date of extinguishing and physically



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destroying of Equity Shares and such other particulars as may be prescribed, shall be entered and that the Company Secretary of the Company be and is hereby authorised to authenticate the entries made in the said register.

RESOLVED FURTHER THAT any of the Directors of the Company and / or the Company Secretary for the time being, be and are hereby severally authorized to file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things or incidental for signing and filing of forms, payment of fees, etc. and to do all such other acts, things and deeds, as may be required for the aforesaid purpose or other services as that may be necessary to give effect to the above resolutions.

RESOLVED FURTHER THAT any of the Directors of the Company and / or the CFO and / or the Company Secretary for the time being, be and are hereby severally authorised to represent the Company before the Ministry of Corporate Affairs ('MCA'), SEBI, the stock exchange on which the Equity Shares of the Company are listed viz., BSE Limited and National Stock Exchange of India Limited or any other agencies connected with the Buyback offer of the Company and to sign and submit all forms, letters, documents or other papers that may be required for the implementation of the Buyback.

Certified True Copy

For Navneet Education Limited

Amit D. Buch

Company Secretary

Membership No - A15239

Date: 01/08/2024

Place: Mumbai