

## Navneet Education Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 1 Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015 together with Reports of Board of Directors and Auditors thereon and adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the Report of the Auditors thereon (Ordinary Resolution).</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	147212520	147055256	99.89	147055256	0.00	100.00	0.00
Public Institutional Holders	42237827	38183380	90.40	38183380	0.00	100.00	0.00
Public-Others	48764653	9870925	20.24	9870025	900.00	99.99	0.01
<b>Total (A)</b>	<b>238215000</b>	<b>195109561</b>	<b>81.90</b>	<b>195108661</b>	<b>900.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	147212520	0	0.00	0	0	0.00	0.00
Public Institutional Holders	42237827	12111811	2.87	1211811	0	100.00	0.00
Public-Others	48764653	22151	0.05	22151	0	100.00	0.00
<b>Total (B)</b>	<b>238215000</b>	<b>1233962</b>	<b>0.52</b>	<b>1233962</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>238215000</b>	<b>196343523</b>	<b>82.38</b>	<b>196342623</b>	<b>900</b>	<b>100.00</b>	<b>0.00</b>

B



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Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 2 Declaration of dividend for the financial year ended 31st March, 2015 (Ordinary Resolution).</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	147212520	147055256	99.89	147055256	0	100.00	0.00
Public Institutional Holders	42237827	38183380	90.40	38183380	0	100.00	0.00
Public-Others	48764653	9870925	20.24	9870025	900	99.99	0.01
<b>Total (A)</b>	<b>238215000</b>	<b>195109561</b>	<b>81.90</b>	<b>195108661</b>	<b>900</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	147212520	0	0.00	0	0	0.00	0.00
Public Institutional Holders	42237827	1211811	2.87	1211811	0	100.00	0.00
Public-Others	48764653	22151	0.05	22151	0	100.00	0.00
<b>Total (B)</b>	<b>238215000</b>	<b>1233962</b>	<b>0.52</b>	<b>1233962</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>238215000</b>	<b>196343523</b>	<b>82.38</b>	<b>196342623</b>	<b>900</b>	<b>100.00</b>	<b>0.00</b>



## Navneet Education Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 3 Re-appointment of Shri Gnanesh D. Gala (DIN: 00093008), Director retiring by rotation (Ordinary Resolution).</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	147212520	137223707	93.21	137223707	0	100.00	0.00
Public Institutional Holders	42237827	38183380	90.40	38183380	0	100.00	0.00
Public-Others	48764653	9870925	20.24	9868275	2650	99.97	0.03
<b>Total (A)</b>	<b>238215000</b>	<b>185278012</b>	<b>77.78</b>	<b>185275362</b>	<b>2650</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	147212520	0	0.00	0	0	0.00	0.00
Public Institutional Holders	42237827	1211811	2.87	1211811	0	100.00	0.00
Public-Others	48764653	22151	0.05	22151	0	100.00	0.00
<b>Total (B)</b>	<b>238215000</b>	<b>1233962</b>	<b>0.52</b>	<b>1233962</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>238215000</b>	<b>186511974</b>	<b>78.30</b>	<b>186509324</b>	<b>2650</b>	<b>100.00</b>	<b>0.00</b>

10 - Shareholders covering 9831549 Shares abstain from voting on this resolution.




## Navneet Education Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 4 Re-appointment of Shri Raju H. Gala (DIN: 02096613), Director retiring by rotation (Ordinary Resolution).</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	147212520	137351552	93.30	137351552	0	100.00	0.00
Public Institutional Holders	42237827	38183380	90.40	38183380	0	100.00	0.00
Public-Others	48764653	9870925	20.24	9868275	2650	99.97	0.03
<b>Total (A)</b>	<b>238215000</b>	<b>185405857</b>	<b>77.83</b>	<b>185403207</b>	<b>2650</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	147212520	0	0.00	0	0	0.00	0.00
Public Institutional Holders	42237827	1211811	2.87	1211811	0	100.00	0.00
Public-Others	48764653	22151	0.05	22151	0	100.00	0.00
<b>Total (B)</b>	<b>238215000</b>	<b>1233962</b>	<b>0.52</b>	<b>1233962</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>238215000</b>	<b>186639819</b>	<b>78.35</b>	<b>186637169</b>	<b>2650</b>	<b>100.00</b>	<b>0.00</b>

15 - Shareholders covering 9703704 Shares abstain from voting on this resolution.




## Navneet Education Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No.5 Ratification of appointment of Statutory Auditors and fix their remuneration (Ordinary Resolution).</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	147212520	147055256	99.89	147055256	0	100.00	0.00
Public Institutional Holders	42237827	38183380	90.40	38183380	0	100.00	0.00
Public-Others	48764653	9870925	20.24	9870025	900	99.99	0.01
<b>Total (A)</b>	<b>238215000</b>	<b>195109561</b>	<b>81.90</b>	<b>195108661</b>	<b>900</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	147212520	0	0.00	0	0	0.00	0.00
Public Institutional Holders	42237827	1211811	2.87	100000	1111811	8.25	91.75
Public-Others	48764653	22151	0.05	22151	0	100.00	0.00
<b>Total (B)</b>	<b>238215000</b>	<b>1233962</b>	<b>0.52</b>	<b>122151</b>	<b>1111811</b>	<b>9.90</b>	<b>90.10</b>
<b>Result (A+B)</b>	<b>238215000</b>	<b>196343523</b>	<b>82.42</b>	<b>195230812</b>	<b>1112711</b>	<b>99.43</b>	<b>0.57</b>

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## **Report of Scrutinizers ( E-Voting & Physical )**

[Pursuant to rule Section 108 of the Companies Act, 2013 of the Companies  
(Management and Administration) Rules, 2014]

September 29, 2015

To  
The Chairman of the  
29<sup>th</sup> Annual General Meeting of  
The Members of Navneet Education Limited  
Mumbai

Dear Sir,

1. I, CS Sridhar Narayanan, Company Secretary in whole time Practice having office at 1/3, Jayanti Apartments, J.D. Road, Mulund ( West) Mumbai 400080 was appointed as a Scrutinizer , inter alia , for the purpose of Scrutinizing the e-voting process, also physical voting and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules , 2014 (Rules) on the agenda items including resolutions thereof contained in the notice convening 29<sup>th</sup> Annual General Meeting (AGM) of Navneet Education Limited ( "the Company") to be held on September 28, 2015 at 3.30 P.m. at Textile Committee Auditorium , Textile Committee Building, P. Balu Road, Near Tata Press, Prabhadevi Chowk, Mumbai 400025 .
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical voting on the resolutions contained in the Notice for the AGM of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the Votes case "in favour " or against the resolutions stated above, based on the reports generated



3. Against the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorised agency to provide e-voting facilities, engaged by the Company.
4. In this regard, I submit my report as under :
  - a. The e-voting period remained open from September 25, 2015 from 10.00 a.m. and concluded on September 27, 2015 at 6 p.m.
  - b. The Shareholders holding shares as on the cut off date i.e. September 22, 2015 were entitled to vote on the proposed resolutions for item No. 1 to 5 as set out in the Notice of the 29<sup>th</sup> Annual General Meeting of Navneet Education Limited.
  - c. The votes were unblocked on September 28, 2015, in my presence of two witnesses Ms. Abha Nagda and Ms. Shruti Gandhi not being in employment of the Company



Signature of Ms. Abha Nagda



Signature of Ms. Shruti Gandhi

5. Thereafter, the details containing inter alia list of Equity Share Holders who voted "for" or "against" each if the resolutions that were put to vote were downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) and based on such reports generated, the result of the e-voting & through Ballot Votes are as under :





**Resolution No. 1- Ordinary Resolution – (a)Adoption Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 including Audited Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon ; and (b) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 including Audited Consolidated Balance Sheet as at 31<sup>st</sup> March, 2015, the Consolidated Statement of Profit and Loss for the financial year ended on that date and the report of Auditors thereon:**

Particulars	No. of Persons participated in the e-voting	No of Votes contained in E- Votes	No. of Persons Participated in Ballot Voting	No of Ballot Votes	Total No of Votes	(%)
Received	158	19,51,09,561	26	12,33,962	19,63,43,523	100
Assent	155	19,51,08,661	26	12,33,962	19,63,42,623	99.99
Dissent	3	900	0	0	900	0.01
Total	158	19,51,09,561	26	12,33,962	19,63,43,523	100

Accordingly, out of 19,63,43,523 valid votes cast via e-voting and ballot voting, 19,63,42,623 votes were cast ASSENTING to the Ordinary Resolution consisting of 99.99% and 900 Votes were cast DISSENT to the Ordinary Resolution consisting of 0.01 % of the votes polled.

Thus, the resolution as contained in the Notice dated 28<sup>th</sup> May, 2015 is passed with requisite Majority.

**Resolution No.2 – Ordinary Resolution – Declaration of Dividend for the Financial Year ended 31<sup>st</sup> March, 2015**

Particulars	No. of Persons participated in the e-voting	No of Votes contained in E- Votes	No. of Persons Participated in Ballot Voting	No of Ballot Votes	Total No of Votes	(%)
Received	158	19,51,09,561	26	12,33,962	19,63,43,523	100
Assent	155	19,51,08,661	26	12,33,962	19,63,42,623	99.99
Dissent	3	900	0	0	900	0.01
Total	158	19,51,09,561	26	12,33,962	19,63,43,523	100

*N. J. Jadhav*





Accordingly, out of 19,63,43,523 valid votes cast via e-voting and ballot voting, 19,63,42,623 votes were cast ASSENTING to the Ordinary Resolution consisting of 99.99% and 900 votes were cast DISSENT to the Ordinary Resolution consisting of 0.01 % of the votes polled.

Thus, the resolution as contained in the Notice dated 28<sup>th</sup> May , 2015 is passed with requisite Majority.

**Resolution No. 3 – Ordinary Resolution – Re-appointing Shri Gnanesh D. Gala ( DIN 00093008) , Director retiring by rotation**

Particulars	No. of Persons participated in the e-voting	No of Votes contained in E- Votes	No. of Persons Participated in Ballot Voting	No of Ballot Votes	Total No of Votes	(%)
Received	148	18,52,78,012	26	12,33,962	18,65,11,974	100.00
Assent	143	18,52,75,362	26	12,33,962	18,65,09,324	99.99
Dissent	5	2,650	0	0	2,650	0.01
Total	148	18,52,78,012	26	12,33,962	18,65,11,974	100

10 shareholders covering 98,31,549 abstained from voting on this resolution.

Accordingly, out of the 18,65,11,974 valid votes cast via e-voting and ballot voting 18,65,09,324 votes were cast ASSENTING to the Ordinary Resolution consisting of 99.99% and 2,650 votes were cast DISSENT to the Ordinary Resolution consisting of 0.01 % of the votes polled.

Thus, the resolution as contained in the Notice dated 28<sup>th</sup> May, 2015 is passed with requisite Majority.

**Resolution No. 4 - Ordinary Resolution –Re-appointing Shri Raju H. Gala (DIN 02096613), Director retiring by rotation**

Particulars	No. of Persons participated in the e-voting	No of Votes contained in E- Votes	No. of Persons Participated in Ballot Voting	No of Ballot Votes	Total No of Votes	(%)
Received	143	18,54,05,857	26	12,33,962	18,66,39,819	100.00
Assent	138	18,54,03,207	26	12,33,962	18,66,37,169	99.99
Dissent	5	2,650	0	0	2,650	0.01
Total	143	18,54,05,857	26	12,33,962	18,66,39,819	100

*(Handwritten Signature)*





15 shareholders covering 97,03,704 abstained from voting on this resolution.

Accordingly, out of the 18,66,39,819 valid votes cast via e-voting and ballot voting, 18,66,37,169 votes were cast ASSENTING to the Ordinary Resolution consisting of 99.99 % and 2,650 Votes were cast DISSENT to the Ordinary Resolution consisting of 0.01 % of the votes polled.

Thus, the resolution as contained in the Notice dated 28<sup>th</sup> May , 2015 is passed with requisite Majority.

**Resolution No. 5-Ordinary Resolution - Ratification of appointment of GBCA & Associates (Formerly M/s. Ghalla & Bhansali), Chartered Accountants as Statutory Auditors and fix their remuneration**

Particulars	No. of Persons participated in the e-voting	No of Votes contained in E- Votes	No. of Persons Participated in Ballot Voting	No of Ballot Votes	Total No of Votes	(%)
Received	158	19,51,09,561	26	12,33,962	19,63,43,523	100
Assent	155	19,51,08,661	23	1,22,151	19,52,30,812	99.43
Dissent	3	900	3	11,11,811	11,12,711	0.57
Total	158	19,51,09,561	26	12,33,962	19,63,43,523	100

Accordingly, out of the 19,63,43,523 valid votes cast via e-voting and Ballot voting, 19,52,30,812 votes were cast ASSENTING to the Ordinary Resolution consisting of 99.43% and 11,12,711 votes were cast DISSENT to the Ordinary Resolution consisting of 0.57 % of the votes polled.

Thus, the resolution as contained in the Notice dated 28<sup>th</sup> May, 2015 is passed with requisite Majority.





6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Sridhar Narayanan  
Company Secretary in Whole time Practice  
C.P. No. 2423

Dated: September 29, 2015