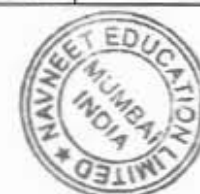


Navneet Education Limited

Resolution Required : (Ordinary)			1 - Receive, Consider and adopt the: a) Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 including the Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with Reports of Board of Directors and Independent Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2018 including the Audited Consolidated Balance Sheet as at 31st March, 2018 and the Consolidated Statement of Profit and Loss for the year ended on that date together with Report of Independent Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	140558940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	140558940	0	100.00	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65785	0	100.00	0.00
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131760	0	99.96	0.00
Total		233558000	187412361	80.24	187412308	0	100.00	0.00



Navneet Education Limited								
Resolution Required : (Ordinary)			2 - Declaration of dividend for the Financial Year ended 31st March, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	140558940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	140558940	0	100.00	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65742	0.18	65742	0	100.00	0.00
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131717	0.37	131717	0	99.96	0.00
Total		233558000	187412265	80.24	187412265	0	100.00	0.00

8



Navneet Education Limited								
Resolution Required : (Ordinary)			3 - Re-appointment of Shri Gnanesh D. Gala (DIN : 00093008) as a Director, liable to retire by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	128816258	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	128816258	0	91.65	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46376457	345151	99.26	0.74
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46376457	345151	99.26	0.74
Public Non Institutions	E-Voting	35733832	65838	0.18	65785	50	99.92	0.08
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131760	50	99.96	0.04
Total		233558000	187412361	80.24	175324475	345201	93.55	0.18



Navneet Education Limited								
Resolution Required : (Ordinary)			4 - Re-appointment of Shri Raju H. Gala (DIN : 02096613) as a Director, liable to retire by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	131022502	1130374	99.14	0.86
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	131022502	1130374	93.22	0.80
Public Institutions	E-Voting	53523132	46721608	87.29	46265494	456114	99.02	0.98
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46265494	456114	99.02	0.98
Public Non Institutions	E-Voting	35733832	65838	0.18	65835	0	100.00	0.00
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131810	0	100.00	0.00
Total		233558000	187412361	80.24	177419806	1586488	94.67	0.85



Navneet Education Limited								
Resolution Required : (Ordinary)			5 - Re-appointment of Shri Nilesh S. Vikamsey (DIN : 00031213) as a Director, liable to retire by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	140558940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	140558940	0	100.00	0.00
Public Institutions	E-Voting	53523132	43034721	80.40	24531326	16919472	59.18	40.82
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		43034721	80.40	24531326	16919472	57.00	39.32
Public Non Institutions	E-Voting	35733832	65788	0.18	65785	0	100.00	0.00
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131763	0.37	131760	0	100.00	0.00
Total		233558000	183725424	78.66	165222026	16919472	89.93	9.21



Navneet Education Limited								
Resolution Required : (Ordinary)			6 - Re-appointment of Shri Gnanesh D. Gala (DIN : 00093008) as Managing Director of the Company for a period of 5 (Five) years wef 1st June, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140507443	97.37	128764761	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140507443	97.37	128764761	0	91.64	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65535	300	99.54	0.46
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131510	300	99.77	0.23
Total		233558000	187360864	80.22	175617879	300	93.73	0.00



Navneet Education Limited								
Resolution Required : (Ordinary)			7 - Re-appointment of Shri Raju H. Gala (DIN : 02096613) as Joint Managing Director of the Company for a period of 5 (Five) years wef 1st June, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	131022502	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	131022502	0	93.22	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65535	300	99.54	0.46
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131510	300	99.77	0.23
Total		233558000	187412361	80.24	177875620	300	94.91	0.00



Navneet Education Limited								
Resolution Required : (Ordinary)			8 - Re-appointment of Shri Bipin A. Gala (DIN : 00846625) as Whole time Director of the Company for a period of 5 (Five) years wef 1st June, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	130872033	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	130872033	0	93.11	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65535	300	99.54	0.46
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131510	300	99.77	0.23
Total		233558000	187412361	80.24	177725151	300	94.83	0.00



Navneet Education Limited								
Resolution Required : (Ordinary)			9 - Re-appointment of Shri Anil D. Gala (DIN : 00092952) as Whole time Director of the Company for a period of 5 (Five) years wef 1st June, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140507443	97.37	128814444	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140507443	97.37	128814444	0	91.68	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65585	250	99.62	0.38
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131560	250	99.81	0.19
Total		233558000	187360864	80.22	175667612	250	93.76	0.00



Navneet Education Limited

Resolution Required : (Ordinary)

10 - Re-appointment of Shri Shailendra J. Gala (DIN : 00093040) as Whole time Director of the Company for a period of 5 (Five) years wef 1st June, 2018.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	136853247	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	136853247	0	97.36	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65585	250	99.62	0.38
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131560	250	99.81	0.19
Total		233558000	187412361	80.24	183706415	250	98.02	0.00



Navneet Education Limited								
Resolution Required : (Ordinary)			11 - Re-appointment of Shri Atul J. Shethia (DIN : 00094108) as Whole time Director of the Company for a period of 5 (Five) years wef 1st June, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	144301036	140558940	97.41	140558940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		140558940	97.41	140558940	0	100.00	0.00
Public Institutions	E-Voting	53523132	46721608	87.29	46721608	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		46721608	87.29	46721608	0	100.00	0.00
Public Non Institutions	E-Voting	35733832	65838	0.18	65785	0	100.00	0.00
	Poll		65975	0.18	65975	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		131813	0.37	131760	0	99.96	0.00
Total		233558000	187412361	80.24	187412308	0	100.00	0.00



REPORT OF SCRUTINIZER (E- voting)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014]

July 24, 2018

Shri. Kamlesh Vikamsey, Chairman
32nd Annual General Meeting of
the members of Navneet Education Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portuguese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process 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 32nd Annual General Meeting of Navneet Education Limited ("the Company") to be held on the 24th day of July, 2018 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3rd Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM).
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 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 cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Company's Registrar and Share Transfer Agent, namely, Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. In this regard, I submit my report as under:-
 - a. The e-voting period remained open from 20th July, 2018 (9.00 a.m.) to 23rd July, 2018 (5.00 p.m.).
 - b. The shareholders holding shares as on the "cut off" date i.e. 17th July, 2018 were entitled to vote on the proposed resolutions for Item Nos. 1 to 11 as set out in the Notice of the 32nd AGM of Navneet Education Limited.



Sunil Dedhia



- c. The votes were unblocked on 24th July, 2018, in the presence of CS Pooja Bagwe and Ms. Sailee Patil at Mumbai, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name	Signature
CS Pooja Bagwe	
Ms. Sailee Patil	

4. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of Link Intime India Private Limited (instavote.linkintime.co.in) and based on such reports generated, the result of the e-voting is as under:

Resolution 1: Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31st March, 2018 including the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
124	18,73,46,333	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 2(two) Shareholders for 53 votes abstained from voting on the resolution.

Sunil Dedhia



Resolution 2: Ordinary resolution for declaration of dividend for the Financial Year ended 31st March, 2018

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
124	18,73,46,290	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 2(two) Shareholders for 53 votes abstained from voting on the resolution.

Resolution 3: Ordinary resolution for appointment of Shri Gnanesh D. Gala, Director retiring by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
114	17,52,58,500	93.55

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	3,45,201	0.18

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 10(ten) Shareholders for 1,17,42,685 votes, being 6.27% of total votes polled, abstained from voting on the resolution.

Sunil Dedhia



Resolution 4: Ordinary resolution for appointment of Shri Raju H. Gala, Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
106	17,73,53,831	94.67

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
6	15,86,488	0.85

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 14(fourteen) Shareholders for 84,06,067 votes, being 4.49% of total votes polled, abstained from voting on the resolution.

Resolution 5: Ordinary resolution for appointment of Shri Nilesh S. Vikamsey, Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
91	16,51,56,051	89.93

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
28	1,69,19,472	9.21

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 4(four) Shareholders for 15,83,926 votes, being 0.86% of total votes polled, abstained from voting on the resolution.

Sunil Dedhia



Resolution 6: Ordinary resolution for re-appointment of Shri Gnanesh D. Gala as Managing Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
113	17,55,51,904	93.73

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	300	-

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 10(ten) Shareholders for 1,17,42,685 votes, being 6.27% of total votes polled, abstained from voting on the resolution.

Resolution 7: Ordinary resolution for re-appointment of Shri Raju H. Gala as Joint Managing Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
109	17,78,09,645	94.91

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	300	-

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 15(fifteen) Shareholders for 95,36,441 votes, being 5.09% of total votes polled, abstained from voting on the resolution.

Sunil Dedhia



[Signature]



Resolution 8: Ordinary resolution for re-appointment of Shri Bipin A. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
113	17,76,59,176	94.83

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	300	-

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 11(eleven) Shareholders for 96,86,910 votes, being 5.17% of total votes polled, abstained from voting on the resolution.

Resolution 9: Ordinary resolution for re-appointment of Shri Anil D. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
110	17,56,01,637	93.76

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	250	-

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 14(fourteen) Shareholders for 1,16,93,002 votes, being 6.24% of total votes polled, abstained from voting on the resolution.

Sunil Dedhia



Resolution 10: Ordinary resolution for re-appointment of Shri Shailendra J. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
114	18,36,40,440	98.02

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	250	-

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 11(eleven) Shareholders for 37,05,696 votes, being 1.98% of total votes polled, abstained from voting on the resolution.

Resolution 11: Ordinary resolution for re-appointment of Shri Atul J. Shethia as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
124	18,73,46,333	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Note: 2(two) Shareholders for 53 votes abstained from voting on the resolution.

Sunil Dedhia



Sunil M. Dedhia & Co.

Continuation sheet

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

Thanking you,

Yours faithfully,
For SUNIL M. DEDHIA & CO.
COMPANY SECRETARIES

Sunil Dedhia

SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031
Mumbai, Dated July 24, 2018



For NAVNEET EDUCATION LIMITED

Kamha - in hand

CHAIRMAN



Sunil M. Dedhia
B.Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries

101, Kulkarni Heights, K.W. Chitale Path, Opp. Vartak Hall, Dadar (West), Mumbai 400 028 India
Telefax: +91 22 2430 6155 | Mobile: +91 98217 59793 | E-mail: sunil@sunildedhia.com | Website: www.sunildedhia.com

FORM No. MGT-13

Report of Scrutinizer(s) - on POLL

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

July 24, 2018

Shri. Kamlesh Vikamsey, Chairman
32nd Annual General Meeting of
the members of Navneet Education Limited

Dear Sir,

I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, appointed as Scrutinizer, inter alia, for the purpose of the poll taken on the below mentioned resolution(s), at 32nd Annual General Meeting of Navneet Education Limited ("the Company") held on the 24th day of July, 2018 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3rd Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.

Sunil Dedhia



[Signature]



4. The result of the Poll is as under:

Item / Resolution No. 1: Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31st March, 2018 including the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Item / Resolution No. 2: Ordinary resolution for declaration of dividend for the Financial Year ended 31st March, 2018

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Sunil Dedhia



Item / Resolution No. 3: Ordinary resolution for appointment of Shri Gnanesh D. Gala, Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Resolution 4: Ordinary resolution for appointment of Shri Raju H. Gala, Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Sunil Dedhia



Resolution 5: Ordinary resolution for appointment of Shri Nilesh S. Vikamsey, Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Item / Resolution No. 6: Ordinary resolution for re-appointment of Shri Gnanesh D. Gala as Managing Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Sunil Dedhia



Item / Resolution 7: Ordinary resolution for re-appointment of Shri Raju H. Gala as Joint Managing Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Item / Resolution 8: Ordinary resolution for re-appointment of Shri Bipin A. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Sunil Dedhia



Item / Resolution 9: Ordinary resolution for re-appointment of Shri Anil D. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Item / Resolution 10: Ordinary resolution for re-appointment of Shri Shailendra J. Gala as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

Sunil Dedhia



Item / Resolution 11: Ordinary resolution for re-appointment of Shri Atul J. Shethia as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2018.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	65,975	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
1	25

5. Lists of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For SUNIL M. DEDHIA & CO.
COMPANY SECRETARIES

Sunil Dedhia
SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031
Mumbai, Dated July 24, 2018



For NAVNEET EDUCATION LIMITED

Kamla - n. h. z.
CHAIRMAN

Encl: Annexure

REPORT OF SCRUTINIZER (Combined)

July 24, 2018

To:

Shri. Kamlesh Vikamsey, Chairman
32nd Annual General Meeting of
the members of Navneet Education Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, for the agenda items including resolutions thereof contained in the notice convening 32nd Annual General Meeting of Navneet Education Limited ("the Company") to be held on the 24th day of July, 2018 at 3:30 p.m. at P. L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3rd Floor, Ravindra Natya Mandir, Sayani Road, Mumbai-400025 (AGM), by:
 - (i) the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules); and
 - (ii) the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules.
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 remote e- voting and poll on the resolutions contained in the Notice to the 32nd AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Company's Registrar and Share Transfer Agent, namely, Link Intime India Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company and also at the time of poll (through electronic means) at AGM.

Sunil Dedhia



[Signature]



3. I have issued separate Scrutinizer's Report dated July 24, 2018 on the e- voting and Scrutinizer's Report dated July 24, 2018 on the poll on the resolutions contained in the notice to 32nd the AGM of the Company. As requested by management submit herewith my combined report on the results of e-voting together with that of Poll as under:-

Item/ Resolution No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes
	Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
1	18,74,12,308	99.96	Nil	Nil	25
2	18,74,12,265	99.96	Nil	Nil	25
3	17,53,24,475	93.55	3,45,201	0.18	25
4	17,74,19,806	94.67	15,86,488	0.85	25
5	16,52,22,026	89.93	1,69,19,472	9.21	25
6	17,56,17,879	93.73	300	-	25
7	17,78,75,620	94.91	300	-	25
8	17,77,25,151	94.83	300	-	25
9	17,56,67,612	93.76	250	-	25
10	18,37,06,415	98.02	250	-	25
11	18,74,12,308	99.96	Nil	Nil	25

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

Thanking you,

Yours faithfully,
For SUNIL M. DEDHIA & CO.
COMPANY SECRETARIES

Sunil Dedhia
SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031
Mumbai, Dated July 24, 2018



For NAVNEET EDUCATION LIMITED

Kamsha - Nihay
CHAIRMAN