



**ACE EDUTREND LTD.**

**Date: 28.09.2018**

The Department of Corporate Services  
The BSE Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai-400001

**Sub: Voting Results of 24<sup>th</sup> Annual General Meeting in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

**Ref: Ace Edutrend Limited (BSE Scrip Code:530093)**

Dear Sir,

Please find attached herewith Voting Results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 along with the Consolidated Scrutinizer report with respect to the 24<sup>th</sup> Annual General Meeting of the Company.

This is for your information and record.

Thanking You,

Yours Faithfully,

For **Ace Edutrend Limited**

  
Authorised Signatory

**Voting results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

|  |                                  |
|--|----------------------------------|
| <b>Date of AGM</b>   | 28 <sup>th</sup> September, 2018 |
| <b>Total number of Shareholders on record date</b>   | 3653                             |
| <b>Number of Shareholders present in the meeting either in person or through proxy:</b><br><b>(a) Promoters and Promoters Group</b><br><b>(b) Public</b> | 0<br>17                          |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b><br><b>(a) Promoters and Promoters Group</b><br><b>(b) Public</b>             | No Video Conferencing            |



Agenda-wise disclosure:

Item No.1

**Resolution (1)**

Resolution required: (Ordinary / Special)

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

Description of resolution considered

Ordinary

No

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 along with the report of Independent Auditors and Directors thereon.

| 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                      |                    | 458778              | 100.0000                                | 458778                   | 0                      | 100.0000                             | 0.0000                             |
|   | Poll                          | 458778             | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | Postal Ballot (if applicable) |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | <b>Total</b>                  | <b>458778</b>      | <b>458778</b>       | <b>100.0000</b>                         | <b>458778</b>            | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public-Institutions                       | E-Voting                      |                    | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll                          | 0                  | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>                  | <b>0</b>           | <b>0</b>            | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public- Non Institutions                  | E-Voting                      |                    | 529490              | 6.0846                                  | 529490                   | 0                      | 100.0000                             | 0.0000                             |
|   | Poll                          | 8702122            | 100974              | 1.1603                                  | 100974                   | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot (if applicable) |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | <b>Total</b>                  | <b>8702122</b>     | <b>630464</b>       | <b>7.2449</b>                           | <b>630464</b>            | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Total</b>                              |                               | <b>9160900</b>     | <b>1089242</b>      | <b>11.8901</b>                          | <b>1089242</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>Whether resolution is Pass or Not.</b> |                               |                    |                     |   |                          |                        | <b>Yes</b>                           |                                    |



Item No.2

**Resolution (2)**

Resolution required: (Ordinary / Special)  
Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Description of resolution considered

To confirm the appointment of Statutory Auditor of the Company and to pass the following resolution as an Ordinary Resolution thereof:

| 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                      |                    | 458778              | 100.0000                                | 458778                   | 0                      | 100.0000                             | 0.0000                             |
|   | Poll                          | 458778             | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | Postal Ballot (if applicable) |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | <b>Total</b>                  | 458778             | 458778              | 100.0000                                | 458778                   | 0                      | 100.0000                             | 0.0000                             |
| Public-Institutions                       | E-Voting                      |                    | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll                          | 0                  | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>                  | 0                  | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
| Public-Non Institutions                   | E-Voting                      |                    | 529490              | 6.0846                                  | 509490                   | 20000                  | 96.2228                              | 3.7772                             |
|   | Poll                          | 870212             | 100974              | 1.1603                                  | 100974                   | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot (if applicable) | 2                  | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|   | <b>Total</b>                  | 870212<br>2        | 630464              | 7.2449                                  | 610464                   | 20000                  | 96.8277                              | 3.1723                             |
| <b>Total</b>                              |                               | 916090<br>0        | 1089242             | 11.8901                                 | 1069242                  | 20000                  | 98.1639                              | 1.8361                             |
| <b>Whether resolution is Pass or Not.</b> |                               |                    |                     |   |                          |                        | Yes                                  |                                    |



### Resolution (3)

**Resolution required: (Ordinary / Special)**  
**Whether promoter/promoter group are interested in the agenda/resolution?**

Ordinary

No

To consider and approve the appointment of Mr. Girraj Kishore Varshney (DIN 07151639) as Independent Director of the Company

**Description of resolution considered**

"RESOLVED THAT pursuant to the provisions of Sections 149(1)(b), 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Girraj Kishore Varshney (DIN 07151639), who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on 14th November, 2017 u/s 161 of the Act, whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from 28th September, 2018.

RESOLVED FURTHER THAT Directors of the Company, be and are hereby authorized to do all such acts, deeds and things as may be considered necessary and incidental, including but not restricted to filing the necessary forms with Registrar of Companies, in order to give effect to the above said resolution."

| 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 | E-Voting Poll  | 458778             | 458778<br>0         | 100.0000<br>0.0000                      | 458778<br>0              | 0<br>0                 | 100.000<br>0<br>0                    | 0.0000<br>0<br>0                   |



| Group                                     | Postal Ballot (if applicable) |         |        |          |        |   |          |        |
|---|-------------------------------|---------|--------|----------|--------|---|----------|--------|
|   |                               |         | 0      | 0.0000   | 0      | 0 | 0        | 0      |
|   | <b>Total</b>                  | 458778  | 458778 | 100.0000 | 458778 | 0 | 100.0000 | 0.0000 |
| Public- Institutions                      | E-Voting                      |         | 0      | 0        | 0      | 0 | 0.0000   | 0.0000 |
|   | Poll                          | 0       | 0      | 0        | 0      | 0 | 0.0000   | 0.0000 |
|   | Postal Ballot (if applicable) |         | 0      | 0        | 0      | 0 | 0.0000   | 0.0000 |
|   | <b>Total</b>                  | 0       | 0      | 0.0000   | 0      | 0 | 0.0000   | 0.0000 |
| Public- Non Institutions                  | E-Voting                      |         | 529490 | 6.0846   | 529490 | 0 | 100.0000 | 0.0000 |
|   | Poll                          | 8702122 | 0      | 0.0000   | 0      | 0 | 0        | 0      |
|   | Postal Ballot (if applicable) |         | 0      | 0.0000   | 0      | 0 | 0        | 0      |
|   | <b>Total</b>                  | 8702122 | 529490 | 6.0846   | 529490 | 0 | 100.0000 | 0.0000 |
| <b>Total</b>                              |                               | 9160900 | 988268 | 10.7879  | 988268 | 0 | 100.0000 | 0.0000 |
| <b>Whether resolution is Pass or Not.</b> |                               |         |        |          |        |   | No       |        |

**Item No.4**

| <b>Resolution (4)</b>   |  |
|---|--|
| <b>Resolution required: (Ordinary / Special)</b><br><b>Whether promoter/promoter group are interested in the agenda/resolution?</b> | <p style="text-align: center;">Ordinary</p> <p style="text-align: center;">No</p>  |
| <b>Description of resolution considered</b>   | <p>To consider and approve the appointment of Mr. Monendra Srivastava (DIN 07489845) as Executive Director of the Company.</p> <p>'RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Monendra Srivastava (DIN 07489845), who was appointed as an Independent Director of the Company by the Board of Directors at its meeting held on 17th May, 2016 u/s 149 (6) of the Act, be and is hereby</p> |



appointed as an Executive Director of the Company. RESOLVED FURTHER THAT Directors of the Company, be and are hereby authorized to do all such acts, deeds and things as may be considered necessary and incidental, including but not restricted to filing the necessary forms with Registrar of Companies, in order to give effect to the above said resolution."

| 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                      | 458778             | 458778              | 100.0000                                | 458778                   | 0                      | 100.0000                             | 0.0000                             |         |
|   | Poll                          |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |         |
|   | Postal Ballot (if applicable) |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |         |
|   | Total                         |                    | 458778              | 458778                                  | 100.0000                 | 458778                 | 0                                    | 100.0000                           | 0.0000  |
| Public-Institutions                       | E-Voting                      | 0                  | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |         |
|   | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0.0000                               | 0.0000                             |         |
|   | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0.0000                             | 0.0000  |
|   | Total                         |                    | 0                   | 0                                       | 0.0000                   | 0                      | 0                                    | 0.0000                             | 0.0000  |
| Public-Non Institutions                   | E-Voting                      | 8702122            | 529490              | 6.0846                                  | 459490                   | 70000                  | 86.7797                              | 13.2203                            |         |
|   | Poll                          |                    | 100974              | 1.1603                                  | 100974                   | 0                      | 100.0000                             | 0.0000                             |         |
|   | Postal Ballot (if applicable) |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |         |
|   | Total                         |                    | 8702122             | 630464                                  | 7.2449                   | 560464                 | 70000                                | 88.8971                            | 11.1029 |
| <b>Total</b>                              |                               | 9160900            | 1089242             | 11.8901                                 | 1019242                  | 70000                  | 93.5735                              | 6.4265                             |         |
| <b>Whether resolution is Pass or Not.</b> |                               |                    |                     |   |                          |                        | Yes                                  |                                    |         |





# Shalu Singhal & Associates

Regd. Office: B-587, Bunkar Colony, Ashok Vihar, Phase-IV, Delhi-110052  
E-mail id: [shalu.singhal9590@gmail.com](mailto:shalu.singhal9590@gmail.com), Mob. +91-9560316315

## SCRUTINIZER'S REPORT

**[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20(3) (xi) & 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman of the Annual General Meeting ("AGM") of the shareholders of **ACE Edutrend Limited** (the "Company") held on Friday, 28<sup>th</sup> September, 2018 at Apsara Grand Banquets, Paschim Vihar, Rohtak Road, New Delhi-110063.

Dear Sir,

1. I, Shalu Singhal, practicing Company Secretary Firm having its Registered Office at B-587, Bunkar Colony, Ashok Vihar, Phase-IV, Delhi-110052, have been appointed by the Board of Directors of **ACE Edutrend Limited** as a Scrutinizer for the purpose of scrutinizing the e-voting process and for the purpose of the poll taken on the below mentioned resolutions to ascertain the requisite majority on e-voting and poll carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the AGM of the shareholders of the Company held on 28<sup>th</sup> September, 2018.
2. The management of the Company is responsible to ensure the compliances with the requirements under the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of the AGM of the shareholders of the Company. My responsibility as a scrutinizer for the e-voting process and poll is restricted to the making of the Scrutinizer's report of the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company and the votes cast in "favor", "invalid votes" or "against" the resolutions contained in the notice by the shareholders as present by poll.
3. Further to the above, I submit my report as under:
  - (i) The e-voting period remained opened from September 25, 2018 (09:00) to September 27, 2018 (5:00 )
  - (ii) The members of the Company as on the record date / cut-off date i.e. September 21, 2018, were entitled to cast their vote electronically on the resolutions as mentioned in the notice of the AGM of the shareholders of the Company;

Comp. Office: 733/43, Joor Bagh, Tri Nagar, Delhi-110052





- (iii) The votes cast were unblocked on September 29, 2018 in the presence of two witnesses **Nitin and Naveen Gupta** who are not in employment of the Company. They have signed in below in confirmation of the votes being unblocked in their presence.

Nitin

Naveen Gupta

- (iv) After the time fixed for the closing of the poll by the Chairman, the poll papers kept for polling were kept in my presence with due identification marks placed by me;
- (v) The 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;
- (vi) I did not find any poll papers invalid;
- (vii) The details of voting are as follows:-

**Item No. 1**

**To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 along with the report of Independent Auditors and Directors thereon;**

1. Voted **in favor** of the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting       | 08                      | 529490                       | 100%                                  |
| By poll        | 17                      | 100974                       | 100%                                  |
| <b>Total</b>   | <b>25</b>               | <b>630464</b>                | <b>100%</b>                           |

2. Voted **against** the Resolution

| Mode of Voting | Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|--|------------------------------|---------------------------------------|
| E-voting       | NIL  | NIL                          | NIL                                   |
| By poll        | NIL  | NIL                          | NIL                                   |



3. **Invalid votes**

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting       | NIL   | NIL                                |
| By poll        | NIL   | NIL                                |

**Item No. 2**

**To Appoint Statutory Auditor of the Company and to pass the following resolution as an Ordinary Resolution thereof:-**

1. Voted **in favor** of the Resolution

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting       | 07                      | 509490                       | 96.22%                                |
| By poll        | 17                      | 100974                       | 100%                                  |
| <b>Total</b>   | <b>24</b>               | <b>610464</b>                | <b>96.22%</b>                         |

2. Voted **against** the Resolution

| Mode of Voting | Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|--|------------------------------|---------------------------------------|
| E-voting       | 01   | 20000                        | 03.78%                                |
| By poll        | NIL  | NIL                          | NIL                                   |
| <b>Total</b>   | <b>01</b>  | <b>20000</b>                 | <b>03.78%</b>                         |

3. **Invalid votes**

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting       | NIL   | NIL                                |
| By poll        | NIL   | NIL                                |



**Item No. 3**

**Mr. Girraj Kishore Varshney has not been appointed as Independent Director of the Company due to the sudden demise**

**Item No. 4**

**To consider and approve the appointment of Mr. Monendra Srivastava (DIN 07489845) as Executive Director of the Company**

**1. Voted in favor of the Resolution**

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| E-voting       | 05                      | 459490                       | 86.78%                                |
| By poll        | 17                      | 100974                       | 100%                                  |
| <b>Total</b>   | <b>22</b>               | <b>560464</b>                | <b>86.78%</b>                         |

**2. Voted against the Resolution**

| Mode of Voting | Number of members voted through electronic voting system | Number of votes cast by them | % of total number of valid votes cast |
|----------------|--|------------------------------|---------------------------------------|
| E-voting       | 03   | 70000                        | 13.22%                                |
| By poll        | NIL  | NIL                          | NIL                                   |
| <b>Total</b>   | <b>03</b>  | <b>70000</b>                 | <b>13.22%</b>                         |

**3. Invalid votes**

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting       | NIL   | NIL                                |
| By poll        | NIL   | NIL                                |

**For Shalu Singhal & Associates**

Company Secretaries



**Shalu Singhal**

Proprietor

M.No. A32682

C.P. No. 12329



Place: Delhi

Date: 28<sup>th</sup> September, 2018