Corporate Governance

| General information about company | | | | | |
|-----------------------------------|--------------------|--|--|--|--|
| Scrip Code | 540403 | | | | |
| NSE Symbol | CLEDUCATE | | | | |
| MSEI Symbol | NOTLISTED | | | | |
| ISIN | INE201M01029 | | | | |
| Name of the entity | CL Educate Limited | | | | |
| Date of start of financial year | 01-APR-2024 | | | | |
| Date of end of financial year | 31-MAR-2025 | | | | |
| Reporting Quarter | Quarterly | | | | |
| Date of Report | 30-Jun-2024 | | | | |
| Risk management committee | Applicable | | | | |

| Anne | xure I to be submitted by listed entity on quarterly | y basis | | |
|-------|--|-------------|----------|--|
| | | | | |
| | | | | |
| 27227 | ···· | 11101070001 | 00007020 | Encourse Director |
| Mr. | GAUTAM PURI | AAHPP5688E | 00033548 | Executive Director |
| Mr. | NIKHIL MAHAJAN | AAAPM2004J | 00033404 | Executive Director |
| Ms. | MADHUMITA GANGULI | AAEPG7669R | 00676830 | Non-Executive - Independent Director |
| Mr. | GIRISH SHIVANI | AIDPS1148L | 03593974 | Non-Executive - Independent Director |
| Mr. | SANJAY TAPRIYA | ABPPT7660R | 00064703 | Non-Executive - Independent Director |
| Mr. | PIYUSH SHARMA | AIEPS6942F | 08759840 | Non-Executive - Independent Director |
| Mr. | IMRAN JAFAR | AEQPJ9499E | 03485628 | Non-Executive - Non Independent Director |
| | | | | |

| Audit Committee Details | | | | | | | | | |
|-------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|--|
| | | Yes | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | | |
| 1 | 03593974 | GIRISH SHIVANI | Non-Executive - Independent Director | Chairperson | 06-Oct-2018 | | | | |
| 2 | 00676830 | MADHUMITA GANGULI | Non-Executive - Independent Director | Member | 24-Jul-2017 | | | | |
| 3 | 00064703 | SANJAY TAPRIYA | Non-Executive - Independent Director | Member | 29-Jun-2020 | | | | |
| 4 | 00033548 | GAUTAM PURI | Executive Director | Member | 10-Nov-2020 | | | | |

| | Nomination and remuneration committee | | | | | | | | | |
|----|---|---------------------------|---|----------------------------|------------------------|----------------------|---------|--|--|--|
| | Whether the Nomination and remuneration committee has a Regular Chairperson Yes | | | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | | | |
| 1 | 00064703 | SANJAY TAPRIYA | Non-Executive - Independent Director | Chairperson | 10-Nov-2020 | | | | | |
| 2 | 03485628 | IMRAN JAFAR | Non-Executive - Non Independent Director | Member | 02-Nov-2018 | | | | | |
| 3 | 03593974 | GIRISH SHIVANI | Non-Executive - Independent Director | Member | 27-Nov-2018 | | | | | |

| | Stakeholders Relationship Committee | | | | | | | | | | |
|----|---|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|--|--|--|--|
| | Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes | | | | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | | | | |
| 1 | 03593974 | GIRISH SHIVANI | Non-Executive - Independent Director | Chairperson | 27-Nov-2018 | | | | | | |
| 2 | 00033548 | GAUTAM PURI | Executive Director | Member | 22-Jul-2014 | | | | | | |
| 3 | 00033404 | NIKHIL MAHAJAN | Executive Director | Member | 22-Jul-2014 | | | | | | |

| 1 | 02-Feb-2024 | | true | 8 | 8 | 4 |
|---|-------------|----|------|---|---|---|
| 2 | 30-Mar-2024 | 56 | true | 8 | 7 | 4 |
| 3 | 08-May-2024 | 38 | true | 8 | 7 | 3 |

| 1 | Audit Committee | 02-Feb-2024 | | true | 4 | 4 | 3 | 0 |
|---|---------------------------------------|-------------|----|------|---|---|---|---|
| 2 | Audit Committee | 30-Mar-2024 | 56 | true | 4 | 4 | 3 | 0 |
| 3 | Audit Committee | 08-May-2024 | 38 | true | 4 | 4 | 3 | 0 |
| 4 | Nomination and remuneration committee | 02-Feb-2024 | | true | 3 | 3 | 2 | 0 |
| 5 | Nomination and remuneration committee | 08-May-2024 | 95 | true | 3 | 2 | 2 | 0 |

| | Annexure 1 | | | | | | | |
|----|--|-------------------------------|----------------------------------|--|--|--|--|--|
| V. | V. Related Party Transactions | | | | | | | |
| Sr | Subject | | Compliance status (Yes/No/NA) | If status is No details of non-compliance may be given here. | | | | |
| 1 | Whether prior approval of audit committee ob | tained | Yes | | | | | |
| 2 | Whether shareholder approval obtained for ma | aterial RPT | NA | | | | | |
| 3 | Whether details of RPT entered into pursuant reviewed by Audit Committee | to omnibus approval have been | Yes | | | | | |
| Di | sclosure of notes on related party transactions | | • | | | | | |
| | sclosure of notes of material transaction with lated party | | | | | | | |

| | Details of Cyber security incidence | | | | |
|------------------|--|----------------------------|--|--|--|
| | Regulation 27(2)(ba) of SEBI (LC ts or breaches or loss of data or do | No | | | |
| Other details of | cyber security incidence or breach | | | | |
| Number of cybe | er security incidence or breaches o | | | | |
| Sr | Date of the event | Brief details of the event | | | |

| | Annexure 1 | | | | | | | |
|---|---|-------------------------------|--|--|--|--|--|--|
| 1 | /I. Affirmations | | | | | | | |
| S | Sr Subject | Compliance status (Yes/No) | | | | | | |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes | | | | | | |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes | | | | | | |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes | | | | | | |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes | | | | | | |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes | | | | | | |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes | | | | | | |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes | | | | | | |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes | | | | | | |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | • | | | | | | |

| | Annexure 1 | | | | | |
|----|-------------------|--|--|--|--|--|
| Sr | Subject | Compliance status | | | | |
| 1 | Name of signatory | Rachna Sharma | | | | |
| 2 | Designation | Company Secretary and Compliance Officer | | | | |



