



CAREER POINT

19th February 2024

To,
The Manager
BSE Limited
Corporate Relationship Department
Phirozee Jeejeebhay Tower
Dalal Street, Fort, Mumbai-400 001
BSE Scrip Code:533260

To
The Manager
National Stock Exchange of India Limited
Exchange Plaza, C/1,
Block G Bandra Kurla Complex
Bandra (East) Mumbai-400 051
NSE Symbol: careerp

Sub:- Details of voting results with respect to the meeting of the equity shareholders of Career Point Limited ("Company") convened pursuant to the order dated 04th January 2024 passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT")

Ref:- Disclosure under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

Dear Sir / Madam,

Pursuant to the order dated 04th January, 2024 passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench ("Hon'ble NCLT") in CA(CAA) No. 57/Chd/Pb/2023, a meeting of Equity Shareholders of the Company was held on Saturday, 17th February, 2024 at 12:00 p.m. 1ST through Video Conference ("VC") for the purpose of approving the Composite Scheme of Arrangement amongst Career Point Limited ("CPL"), Srajan Capital Limited ("SCL") and Career Point Edutech Limited ("CPEL") and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and other applicable provisions of the Act, read with the Companies (Compromises, Arrangements And Amalgamations) Rules, 2016 ("Scheme").

Further, pursuant to the applicable provisions of the Companies Act, 2013, the provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, applicable general circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company had provided facility of (i) remote e-voting; and (ii) e-voting at the meeting of the Equity Shareholders for approval of the Scheme.

Accordingly, voting by Equity Shareholders for approval of scheme was carried out through (i) remote e-voting; and (ii) e-voting at the meeting held today.

In continuation of our intimation dated 17th February 2024 in relation to the proceedings of the meeting of the equity shareholders of the Company and in terms of the Companies Act, 2013 and NCLT Order, please find enclosed the following disclosures:

1. details of the voting results with respect to the meeting of the equity shareholders of the Company held on Saturday, 17th February 2024 at 12:00 p.m. IST through electronic mode (video conference) as per the format prescribed under the SEBI (LODR) Regulations as **Annexure-A**;
2. copy of the report issued by the Scrutinizer appointed by the Hon'ble NCLT on the resolution passed through (i) remote e-voting; and (ii) e-voting at the meeting of the Equity Shareholders of the Company as **Annexure-B**.

CAREER POINT LIMITED

Registered office: Village Tangori , Banur, Mohali, Punjab 140601 India
Corporate Office: CP Tower-1, Road No.-1, IPIA, Kota, Rajasthan-324005
CIN: L80100PB2000PLC054497
Phone: +91 744 3559282, Website: www.cpil.in, E-mail: investors@cpil.in



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The proposed resolution approving the Scheme was passed with majority of Equity Shareholders representing three fourth in value of the Equity Shareholders of the Company.

The voting results along with the scrutinizer's report is available .on the website of the Company at www.cpil.in.

You are requested to take the same on your record.

Thanking you.

Yours faithfully,

Career Point Limited

CS Manmohan Pareek
Company Secretary & Compliance Officer
(ACS34858)

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Annexure-A

RESULTS OF MEETING AS PER REGULATION 44(3) OF LISTING REGULATIONS

Date of the AGM/EGM/Court Convened Meeting							17 th February, 2024	
Total number of shareholders on record date							13,888	
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter group Public							Not applicable	
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter group Public								
Resolution No. 1: To consider and approve the Composite Scheme of Arrangement between Career Point Limited, Srajan Capital Limited and Career Point Edutech Limited and their respective shareholders, pursuant to the provisions of section 230 to 232 and other applicable provisions of the Companies Act, 2013, including the rules and regulations made thereunder ("Scheme").								
Resolution required: (Ordinary/ Special)								Special
Whether promoter/ promoter group are interested in the agenda/resolution?								No
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	1,15,85,683	1,15,59,187	99.77	1,15,59,187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,15,85,683	1,15,59,187	99.77	1,15,59,187	0	100.00
Public-Institutions	E-Voting	6,159	2,882	46.79	2,882	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6,159	2,882	46.79	2,882	0	100.00
Public-Non Institutions	E-Voting	66,01,097	4,06,108	6.15	4,06,088	20	99.99	0.0049
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		66,01,097	4,06,108	6.15	4,06,088	20	99.99
Total		1,81,92,939	1,19,68,177	65.78	1,19,68,157	20	99.99	0.0001

CAREER POINT LIMITED

To
Mr Sunil K.S Panwar
The Chairperson appointed for the meeting of the Equity Shareholders
CAREER POINT LIMITED
CIN: L80100PB2000PLC054497
Village Tangori, Mohali, Punjab-140601

Sub: Scrutinizer's Report on the results of voting by the equity shareholders of Career Point Limited through remote e-voting process (prior to and during the meeting) at the meeting convened by the Hon'ble National Company Law Tribunal, Chandigarh Bench ('Hon'ble Tribunal' 'NCLT') of Career Point Limited held on Saturday, February 17, 2024 at 12:00 p.m. IST ('Meeting'), through video conferencing , pursuant to Sections 230-232 of the Companies Act, 2013 ('Act') read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ('Arrangement Rules'), and Sections 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('Management Rules') as amended read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2') and as per the directions issued by the Hon'ble Tribunal vide Order dated January 04, 2024 in Company Application CA (CAA) No. 57/Chd/Pb/2023.

Respected Sir,

I, Shivani Goel (Membership no. FCS 12574), Practicing Company Secretary, have been appointed by the Hon'ble Tribunal, vide its Order dated January 04, 2024 in Company Application CA (CAA) No. 57/Chd/Pb/2023 ('Order'), as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to Meeting and e-voting process during the Meeting, in a fair and transparent manner, at the Meeting convened pursuant to the provisions of the Section 230-232 of the Companies Act, 2013 ('Act') read with Arrangement Rules and Sections 108 of the Act read with Management Rules read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of SEBI Listing Regulations, other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2'), on the resolution seeking approval of the equity shareholders of Career Point Limited to the Composite Scheme of



Arrangement between Srajan Capital Limited, Career Point Limited and Career Point Edutech Limited and their respective shareholders ('Scheme'), in terms of the Notice dated January 12, 2024, convening the said Meeting.

I do hereby submit my report as under:

1. The Company had provided its members the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting by electronic means (by using the electronic voting system provided by National Securities Depository Limited (NSDL) by (i) remote e-voting prior to the Meeting; (ii) remote e-voting during the Meeting.
2. The voting period for the remote e-voting prior to the meeting commenced on Wednesday, February 14, 2024 at 9:00 a.m. (IST) and ended on Friday, February 16, 2024 at 5:00 p.m. (IST).
3. The Company had also provided e-voting facility to the Equity Shareholders present at the NCLT Convened meeting through video-conferencing facility and who had not cast their votes through remote e-voting prior to the meeting.
4. As confirmed by the Company, the Notice dated January 12, 2024 convening the meeting of the Equity shareholders of the Company along with the Scheme and Statement under Sections 230 to 232 of the Act ('Scheme') read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, was sent to the Equity shareholders in respect of the resolution passed at the Meeting of the Company via e-mail to those equity shareholders of the Company whose e-mail addresses are registered on January 05, 2024 with the Company/ Registrar and Transfer Agent (RTA)/ Depositories and via speed post via India post to those equity shareholders of the Company whose e-mail addresses are not registered on 05-01-2024 with the Company / RTA/ Depositories.
5. After the closure of the voting at the NCLT convened meeting of the Equity Shareholders of the Company, the report on the voting done at the meeting and the votes cast under remote e-voting facility prior to the NCLT convened meeting were unblocked and counted.
6. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's RTA and the authorisations lodged with the Company/ Company's RTA.



7. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting, and e-voting at the meeting on the resolution contained in the Notice convening NCLT convened meeting of the Equity shareholders of the Company.
8. My responsibility as the Scrutinizer for the remote e-voting process, and e-voting at the meeting is restricted to scrutinize remote e-voting process prior to Meeting and e-voting process during the Meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast 'in favour' or 'against' the Resolution and 'invalid' votes, based on the reports generated from the remote e-voting system, and e-voting at the meeting provided by NSDL.
9. The Resolution placed before the equity shareholders and the consolidated result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking approval of the equity shareholders of the Company are given below.

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 ('the Act') read with Companies (Compromise, Arrangement and Amalgamation) Rules, 2016 and the National Company Law Tribunal Rules, 2016 (the Rules) and other applicable provisions, if any, of the Act and the Rules, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable provisions of the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) from time to time, the Observation Letter issued by BSE Limited and National Stock Exchange of India Limited, the Memorandum and Articles of Association of the Company and subject to sanction by the Hon'ble National Company Law Tribunal Chandigarh Bench and other requisite concerns and approvals, if any, being obtained and subject to such terms and conditions and modification(s) as may be imposed, prescribed or suggested by the Hon'ble Tribunal or other appropriate authorities, the proposed Composite Scheme of Arrangement for (i) Amalgamation of Srajan Capital Limited into Career Point Limited; and (ii) Demerger of Demerged Undertaking of Career Point Limited into Career Point Edutech Limited and their respective shareholders (**'the Scheme'**) in terms of the draft enclosed to this Notice , be and is hereby approved;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to sign, seal and deliver all documents, agreements and deeds and perform all acts, matters and things and to take all such steps as may be necessary or desirable to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or



imposed by the Hon'ble Tribunal, or such other regulatory/statutory authorities while sanctioning the Scheme;

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/ or officer(s) of the Company, to give effect to this Resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from Equity Shareholders of the Company."

i. Total Voting:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% to total outstanding shares
Remote E-voting	50	11968177	65.78
Total	50	11968177	65.78

ii. Voted in "FAVOUR" of the resolution:

Mode of Voting	Number of Members whose votes are valid	Number of valid votes cast by them	% of total number of valid votes cast
Remote E- voting prior to the meeting	49	11968157	99.99%
E-voting at the meeting	Nil	Nil	Nil
Total	49	11968157	99.99%

iii. Voted "AGAINST" the resolution:

Mode of Voting	Number of Members whose votes are valid	Number of valid votes cast by them	% of total number of valid votes cast
Remote E- voting prior to the meeting	Nil	Nil	Nil
E-voting at the meeting	1	20	0.0049
Total	1	20	0.0049%

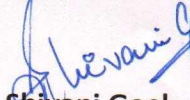


iv. "INVALID" Votes:

<i>Number of equity shareholders whose votes were declared invalid</i>	<i>Number of invalid votes cast by them</i>
0	0

Based on the foregoing, the above resolution has been approved on the date of the Hon'ble Tribunal convened Meeting of Equity Shareholders of Career Point Limited, i.e., 17th February 2024 by the requisite majority Equity Shareholders of Career Point Limited.

Thanking you,



Shivani Goel

Practicing Company Secretary

Mem No. FCS 12574

Scrutinizer appointed by the NCLT, Chandigarh Bench.

Date: 17.02.2024

Place: Chandigarh

UDIN: F012574E003450580

