April 09, 2024

To,
The Chairman,
Think & Learn Private Limited.
IBC Knowledge Park, 4/1, 2nd Floor,
Tower D Bannerghatta Main Road,
Bangalore, Karnataka – 560029

Subject: Scrutinizer’s Report on Extra Ordinary General Meeting held on March 29, 2024

and via Postal Ballot Voting through registered email address of Think & Learn
Private Limited (“The Company”)

Dear Sir,

I refer to my appointment as a Scrutinizer for conducting the Postal Ballot process by way of
voting through registered email address of the Members as well as voting at the Extra
Ordinary General Meeting in respect of the following Ordinary Resolution:

1. Increase in the Authorised Share Capital of the Company.

I enclosed my report in accordance with the applicable law on the basis of the votes cast by
the Members of the Company during the Extra Ordinary General Meeting dated March, 29
2024, and via Postal Ballot voting through registered email address.

Thanking You,
Yours faithfully,

Jigar Shah
Practising Company Secretary
Membership No: 8918 | COP: 13936

Encl.: as above

Address: 102, Accord Commercial Complex, Jay Prakash Nagar, Goregaon East, Mumbai-400063
Email- jigar@jmja.in | Tel.: +91 22 4010 9730
CS JIGAR SHAH  
PRACTISING COMPANY SECRETARY  

FORM NO. MGT – 13  
Report of Scrutinizer(s)  

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

To,  
The Chairman,  
Think & Learn Private Limited.  
IBC Knowledge Park, 4/1, 2nd Floor,  
Tower D, Bannerghatta Main Road,  
Bangalore, Karnataka – 560029  

SUBJECT: SCRUTINIZER'S REPORT ON EXTRA ORDINARY GENERAL MEETING HELD ON MARCH 29, 2024 AND VIA POSTAL BALLOT VOTING THROUGH REGISTERED EMAIL ADDRESS OF THINK & LEARN PRIVATE LIMITED (“THE COMPANY”)  

I, Jigar Shah, Practising Company Secretary, (Membership No. F 8918 and COP: 13936), have been appointed as the Scrutinizer for evaluation of votes received at the Extra Ordinary General Meeting held on March 29, 2024 and via Postal Ballot process through registered email address as per the records of the Company, in respect of the Ordinary Resolution mentioned in the notice, in fair and transparent manner.  

I submit my report as under:  

1. The Company completed the dispatch of the Notice through electronic mode to the Members whose name appeared in the Register of Members as on the cut-off date, Thursday, March 07, 2024.  

   The Company has published an advertisement in Financial Express (English Language) and Kannada Prabha (Vernacular Language) on March 8, 2024, informing about the date of dispatch of the Notice to the Members of the Company.  

Address: 102, Accord Commercial Complex, Jay Prakash Nagar, Goregaon East, Mumbai-400063  
Email: jigar@ljmja.in | Tel.: +91 22 4010 9730  

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2. The voting period for remote e-voting through registered email address commenced on Friday, March 08, 2024 at 9:00 a.m. (IST) and ended on Saturday, April 06, 2024 at 5:00 p.m. (IST).

3. The Final Report is calculated based on the shareholding as appearing in the Register of Members of the Company and on a fully diluted basis as of the close of business hours on March 06, 2024 ("Cut-off Date").

4. I have scrutinized and reviewed the votes cast through registered email id based on the ballot forms received on mail id and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

5. My responsibility as a scrutinizer is restricted to making a consolidated Scrutinizer’s Report of the votes cast in favour or against the resolution on a fully diluted basis.

6. Further, I have verified and examined all the ballot papers, Board Resolutions and other necessary documents received from respective Members. All the electronic data relating to the Postal Ballot shall remain in my safe custody and will be handed over to the Chairman, for safe keeping, post declaration of the voting result.

7. I now submit my consolidated Report on the result of the votes received at the Extra Ordinary General Meeting held on March 29, 2024 and via Postal Ballot voting through registered email address as per Company’s record.
Resolution No 01: Ordinary Resolution - Increase in the Authorised Share Capital of the Company:

(i) Voted in favour of the resolution

<table>
<thead>
<tr>
<th>Number of Members present and voting and/or voted through Postal Ballots (in person or by proxy)</th>
<th>Number of votes cast by them</th>
<th>% of total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>31,89,465</td>
<td>54.70</td>
</tr>
</tbody>
</table>

(ii) Voted against the resolution:

<table>
<thead>
<tr>
<th>Number of Members present and voting and/or voted through Postal Ballots (in person or by proxy)</th>
<th>Number of votes cast by them</th>
<th>% of total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>47</td>
<td>26,41,170</td>
<td>45.30</td>
</tr>
</tbody>
</table>

(iii) Invalid Votes:

<table>
<thead>
<tr>
<th>Total number of Members (in person or by proxy) whose votes were declared invalid</th>
<th>Total number of votes cast by them</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>25,465</td>
</tr>
</tbody>
</table>

Based on the aforesaid result, I report that the Ordinary Resolution as contained in Item No. 1 of the notice of the Extra Ordinary General Meeting and Postal Ballot notice dated March 07, 2024 have been passed with requisite majority.

Thanking you,
Yours faithfully,

[Signature]

Chairman

Place: Mumbai
Dated: April 09, 2024

[Signature]

Jigar Shah
Practising Company Secretary
UDIN: F008918F0000671119
Membership no: FCS 8919 | COP: 13936

Address: 102, Accord Commercial Complex, Jay Prakash Nagar, Goregaon East, Mumbai-400063
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