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Declaration of Result of voting conducted by Postal ballot In terms of the Notice dated 13th June 2011

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (passing of the resolution by postal Ballot) Rules, 2001, approval of the members of the Company was sought by means of Postal Ballot vide Notice dated 13th June, 2011, for the following business:

Resolution No. 1: Special Resolution:	Approval for Raising of funds under Sec. 81(1A) of the Companies Act, 1956 through issue of capital & restructuring of the outstanding USD 78.50 million Foreign Currency Convertible Bonds.
Resolution No. 2: Special Resolution:	Approval for Increase in Authorised Share Capital of the Company pursuant to Section 16, 94 of the Companies Act, 1956 and other applicable law.
Resolution No. 3: Special Resolution:	Approval of Educomp Employee Stock Option Scheme 2011 pursuant to Sec. 81(1A) of the Companies Act, 1956 and other applicable law.
Resolution No. 4: Special Resolution:	Approval of Educomp Employee Stock Option Scheme 2011 for directors /employees of Subsidiaries

Based on the Scrutinizer's Report dated 25th July, 2011, the result of Postal Ballot is as follows:

Resolution No. 1: Special Resolution:

Particulars	**No. of Postal Ballot Forms**	**No. of Equity Shares**	**Paid-up value of the Equity Shares (In Rs.)**	**% of Total Paid-up Equity Capital**
(a) Total Postal Ballot Forms Received	922	6,86,34,833	13,72,69,666	71.518
(b) Less : Invalid Postal Ballot Forms (as per register)	59	4,845	9,690	0.005
(c) Net Valid Postal Ballot Forms (as per Register)	863	6,86,29,988	13,72,59,976	71.513

Educomp Solutions Limited
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Bangalore, Mumbai, Chennai, Hyderabad.

(d) Postal Ballot Forms with assent	820	6,31,77,273	12,63,54,546 **(92.055%)**	65.832
(e) Postal Ballot Forms with dissent	43	54,52,715	1,09,05,430 **(7.945%)**	5.682

Resolution No. 2: Special Resolution:

Particulars	**No. of Postal Ballot Forms**	**No. of Equity Shares**	**Paid-up value of the Equity Shares (In Rs.)**	**% of Total Paid-up Equity Capital**
(a) Total Postal Ballot Forms Received	922	6,86,34,833	13,72,69,666	71.518
(b) Less : Invalid Postal Ballot Forms (as per register)	59	4,845	9,690	0.005
(c) Net Valid Postal Ballot Forms (as per Register)	863	6,86,29,988	13,72,59,976	71.513
(d) Postal Ballot Forms with assent	828	6,33,94,733	12,67,89,466 **(92.372)**	66.058
(e) Postal Ballot Forms with dissent	35	52,35,255	1,04,70,510 **(7.628)**	5.455

Resolution No. 3: Special Resolution:

Particulars	**No. of Postal Ballot Forms**	**No. of Equity Shares**	**Paid-up value of the Equity Shares (In Rs.)**	**% of Total Paid-up Equity Capital**
(a) Total Postal Ballot Forms Received	922	6,86,34,833	13,72,69,666	71.518
(b) Less : Invalid Postal Ballot Forms (as per register)	59	4,845	9,690	0.005

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(c) Net Valid Postal Ballot Forms (as per Register)	863	6,86,29,988	13,72,59,976	71.513
(d) Postal Ballot Forms with assent	832	6,39,71,837	12,79,43,674 **(93.213)**	66.660
(e) Postal Ballot Forms with dissent	31	4658151	93,16,302 **(6.787)**	4.854

Resolution No. 4: Special Resolution:

Particulars	**No. of Postal Ballot Forms**	**No. of Equity Shares**	**Paid-up value of the Equity Shares (In Rs.)**	**% of Total Paid-up Equity Capital**
(a) Total Postal Ballot Forms Received	922	6,86,34,833	13,72,69,666	71.518
(b) Less : Invalid Postal Ballot Forms (as per register)	59	4,845	9,690	0.005
(c) Net Valid Postal Ballot Forms (as per Register)	863	6,86,29,988	13,72,59,976	71.513
(d) Postal Ballot Forms with assent	832	6,39,71,837	12,79,43,674 **(93.213)**	66.660
(e) Postal Ballot Forms with dissent	31	46,58,151	93,16,302 **(6.787)**	4.854

Percentage of assent to total valid votes for all three resolutions is as under:

Kind of Resolution	**Business Proposed vide Postal Ballot Notice dated 13th June 2011**	**No. of votes in favour and % (percentage) of assent to total valid votes**
Resolution No. 1: Special Resolution:	Approval for Raising of funds under Sec. 81(1A) of the Companies Act, 1956 through issue of capital & restructuring of the outstanding USD 78.50 million Foreign Currency Convertible Bonds.	63177273 **(92.055%)**

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Resolution No. 2: Special Resolution:	Approval for Increase in Authorised Share Capital of the Company pursuant to Section 16, 94 of the Companies Act, 1956 and other applicable law.	63394733 **(92.372%)**
Resolution No. 3: Special Resolution:	Approval of Educomp Employee Stock Option Scheme 2011 pursuant to Sec. 81(1A) of the Companies Act, 1956 and other applicable law.	63971837 **(93.213%)**
Resolution No. 3: Special Resolution:	Approval of Educomp Employee Stock Option Scheme 2011 for directors /employees of Subsidiaries	63971837 **(93.213%)**

Hence, Item Nos. 1 to 4 as set out in the Notice dated 13th June 2011 are accordingly carried by the requisite majority.

Dated 26th July 2011
Registered Office
1211, Padma Tower 1
Rajendra Place,
New Delhi-110008

By Order of the Board

Mohit Maheshwari
Company Secretary