

# Tree House Education & Accessories Ltd.

Office No.101, Sapphire Plaza, Dadabhai Road, Opp. CNMS School, Vile Parle West, Mumbai - 400 056.  
Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



April 17, 2023

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Tower Dalal Street, Fort Mumbai - 400 001	<b>To,</b> <b>The National Stock Exchange of India Ltd.</b> Bandra (East) Mumbai - 400 051	<b>To,</b> <b>Metropolitan Stock Exchange of India Ltd.</b> Exchange Square, CTS No. 25, Suren Road, Andheri (East), Mumbai – 400 093
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**Sub.: Submission of Voting Results for Postal Ballot and Scrutinizer Report pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

**Ref: Scrip Code: 533540 / TREEHOUSE**

Dear Sir / Madam,

This is in continuation to our earlier intimation dated 16<sup>th</sup> March 2023 informing about notice of Postal Ballot dated February 09, 2023 ("Notice") seeking approval of Members of the company in respect of the items set out in the Notice through remote e-voting system. We wish to inform that; based on the scrutinizer report dated 17th April 2023 on the Postal Ballot, the Members of the Company have duly passed the following resolutions as set out in the Notice:

Description of Resolution	Type of Resolution
Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as an Executive Director of the Company	Ordinary resolution
Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as Managing Director of the Company.	Special Resolution
Appointment of Ms. Divya Padhiyar (DIN: 08598655) as an Independent Director of the Company.	Special Resolution

**In view of the above, please find enclosed herewith the following documents:**

- Details of voting results in the format specified under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Annexure I
- The Scrutinizer's Report dated 17th April 2023 - Annexure II

The voting results and the Scrutinizer's Report are being uploaded on the Company's website at [www.treehouseplaygroup.net](http://www.treehouseplaygroup.net).

This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,

**For Tree House Education & Accessories Limited**

Digitally signed by  
GUDDI CHANDRIKA  
PRASAD BAJPAI  
Date: 2023.04.17  
16:32:31 +05'30'

**Guddi Bajpai**

**Company Secretary & Compliance Officer**

**Encl: as above**

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## Annexure-1

### POSTAL BALLOT VOTING RESULTS

#### [DISCLOSURE PURSUANT TO REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

Date of Postal Ballot	15 <sup>th</sup> April, 2023
Total Number of Shareholders on Cut-off Date i.e. 10 <sup>th</sup> March, 2023.	16,505
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable Not Applicable

Given below is summary of voting results (resolution wise):

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Tree House Education & Accessories Limited								
Resolution Required : (Ordinary resolution)			1 - Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as an Executive Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8690069	-	-	-	-	-	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		-	-	-	-	-	-
Public Institutions	E-Voting	3020846	0	0.0000	0	0	0.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</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	30599809	8967801	29.31	8754116	213685	97.62	2.38
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>8967801</b>	<b>29.31</b>	<b>8754116</b>	<b>213685</b>	<b>97.62</b>	<b>2.38</b>
<b>Total</b>		<b>42310724</b>	<b>8967801</b>	<b>21.20</b>	<b>8754116</b>	<b>213685</b>	<b>97.62</b>	<b>2.38</b>
Whether resolution is Pass or Not.								Yes

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

For Tree House Education & Accessories Limited

Digitally signed by  
GUDDI CHANDRIKA PRASAD BAJPAI  
Date: 2023.04.17  
17:22:46 +05'30'

Guddi Bajpai Company Secretary & Compliance Officer

# Tree House Education & Accessories Ltd.

Office No.101, Sapphire Plaza, Dadabhai Road, Opp. CNMS School, Vile Parle West, Mumbai - 400 056.  
Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



Tree House Education & Accessories Limited								
Resolution Required : (Special Resolution)			2 - Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as Managing Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8690069	-	-	-	-	-	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		-	-	-	-	-	-
Public Institutions	E-Voting	3020846	0	0.0000	0	0	0.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</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	30599809	8967801	29.31	8754066	213735	97.62	2.38
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>8967801</b>	<b>29.31</b>	<b>8754066</b>	<b>213735</b>	<b>97.62</b>	<b>2.38</b>
<b>Total</b>		<b>42310724</b>	<b>8967801</b>	<b>21.20</b>	<b>8754066</b>	<b>213735</b>	<b>97.62</b>	<b>2.38</b>
Whether resolution is Pass or Not.								Yes

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

For Tree House Education & Accessories Limited

GUDDI  
CHANDRIKA  
PRASAD  
BAJPAL

Digitally signed by  
GUDDI CHANDRIKA  
PRASAD BAJPAL  
Date: 2023.04.17  
17:22:55 +05'30'

Guddi Bajpai Company Secretary & Compliance Officer

# Tree House Education & Accessories Ltd.

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Tel: +91 22 26201029 CIN : L80101MH2006PLC163028



Tree House Education & Accessories Limited								
Resolution Required : (Special Resolution)			3 - Appointment of Ms. Divya Padhiyar (DIN: 08598655) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	8690069	8690069	100	8690069	0	100	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		8690069	100	8690069	0	100	0.0000
Public Institutions	E-Voting	3020846	0	0.0000	0	0	0.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	30599809	8968001	29.31	8754316	213685	97.62	2.38
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		8968001	29.31	8754316	213685	97.62	2.38
<b>Total</b>		<b>42310724</b>	<b>17658070</b>	<b>41.73</b>	<b>17444385</b>	<b>213685</b>	<b>98.79</b>	<b>1.21</b>
Whether resolution is Pass or Not.								Yes

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

For Tree House Education & Accessories Limited

GUDDI CHANDRIKA PRASAD BAJPAI  
Digitally signed by GUDDI CHANDRIKA PRASAD BAJPAI  
Date: 2023.04.17 17:23:11 +05'30'

Guddi Bajpai Company Secretary & Compliance Officer



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**MIHEN HALANI & ASSOCIATES**

***Practicing Company Secretaries***

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd,  
Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: [mihenhalani@mha-cs.com](mailto:mihenhalani@mha-cs.com)

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**Report of Scrutinizer**

*[Pursuant to section 108 read with section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]*

To,  
**The Chairman**  
**Tree House Education & Accessories Limited**  
101, Sapphire Plaza, Dadabhai Road,  
opp. CNMS School, Vile Parle (west),  
Mumbai - 400 056, Maharashtra, India

**Subject: Scrutinizer's Report on Postal Ballot conducted through remote e-voting by the Equity Shareholders of Tree House Education & Accessories Limited (the "Company") commenced from Friday, March 17, 2023 at 9:00 a.m. (IST) and ended on Saturday, April 15, 2023 at 5:00 p.m. (IST)**

Dear Sir,

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process conducted through Postal Ballot via remote e-voting commenced on Friday, March 17, 2023 at 9:00 a.m. (IST) and ended on Saturday, April 15, 2023 at 5:00 p.m. (IST), being undertaken under the provisions of sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), on the resolutions contained in the Postal Ballot Notice (the "Notice") of the Company dated February 09, 2023.

We hereby submit our report as under;

1. The Management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013, rules made thereunder read with the MCA Circulars, SS-2 and regulations contained in the SEBI LODR Regulations relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice.

2. The Company has appointed National Securities Depository Limited (the “NSDL”) as a service provider for extending the facility of providing remote electronic voting to the shareholders of the Company.
3. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer’s Report of the votes cast “FOR” or “AGAINST” the resolution(s) as stated in the Notice, based on the reports generated from e-voting systems provided by the NSDL, the authorized agency to provide e-voting facilities.
4. The voting rights were reckoned as on Friday, March 10, 2023, being the cut-off date for the purpose of determining the entitlement of members to vote in the Postal Ballot.
5. The votes cast via remote e-voting were unblocked on Monday April 17, 2023 in the presence of following two witnesses not being in the employment of the Company as under:
  - a) Ms. Bhavini Patel
  - b) Ms. Devanshi Damani
6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
7. The details containing, inter alia, list of equity shareholders, who voted “For” or “Against” each of the resolutions put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com/> and based on such reports generated, the result of the remote e-voting is annexed as Annexure A;



Date of <del>EGM</del> / Postal Ballot	April 15, 2023
Total number of shareholders on record date (i.e. as on Friday, March 10, 2023)	16,505
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable

Date: 17.04.2023

Place: Mumbai

UDIN: **F009926E000114195**

For MIHEN HALANI & ASSOCIATES  
Practicing Company Secretaries

MIHEN  
JYOTINDRA  
HALANI

Digitally signed by MIHEN JYOTINDRA  
HALANI  
DN: c=IN, o=Personal,  
postalCode=400097, st=Maharashtra,  
serialNumber=139512EF492391611D  
20A58C4C1D385C30A47E073E237A  
12F53E7AE88DDCE2, cn=MIHEN  
JYOTINDRA HALANI  
Date: 2023.04.17 11:53:28 +05'30'

**MIHEN HALANI**  
**(Proprietor)**  
**FCS No. 9926**  
**CP No. 12015**

**“Annexure A”**

Sr. No.	Resolution No. as given in the Postal Ballot Notice		Particulars of Votes Cast			Result Declared
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
<b>SPECIAL BUSINESS</b>						
1.	Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as an Executive Director of the Company	Votes Cast in favour	175	87,54,116	97.62	Resolution passed as an Ordinary Resolution
		Votes Cast against	18	2,13,685	2.38	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>193</b>	<b>89,67,801</b>	<b>100.00</b>	
2.	Appointment of Mr. Rajesh Bhatia (DIN: 00074393) as Managing Director of the Company	Votes Cast in favour	174	87,54,066	97.62	Resolution passed as a Special Resolution
		Votes Cast against	19	2,13,735	2.38	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>193</b>	<b>89,67,801</b>	<b>100.00</b>	
3.	Appointment of Ms. Divya Padhiyar (DIN: 08598655) as an Independent Director of the Company	Votes Cast in favour	181	1,74,44,385	<b>98.79</b>	Resolution passed as a Special Resolution
		Votes Cast against	18	2,13,685	<b>1.21</b>	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>199</b>	<b>1,76,58,070</b>	<b>100.00</b>	

**Notes:**

1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes on said resolutions, the same has not been counted in the above results.
2. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
3. No. of votes caste does not include no. of votes abstained & invalid votes.
4. No. of shareholders are not grouped on the basis of PAN.

**Date: 17.04.2023**
**Place: Mumbai**
**UDIN: F009926E000114195**
**For MIHEN HALANI & ASSOCIATES**
**Practicing Company Secretaries**
**MIHEN  
JYOTINDRA  
HALANI**
Digitally signed by MIHEN JYOTINDRA HALANI  
DN: c=IN, ou=Personal, postalCode=400097, st=Maharashtra, serialNumber=139512EF492391611D20A58C4C1D385C30AA47E078E237A12F53E7AE  
B5D0CE23, cn=MIHEN JYOTINDRA HALANI  
Date: 2023.04.17 11:54:20 +05'30'
**MIHEN HALANI**
**(Proprietor)**
**FCS No. 9926**
**CP No. 12015**