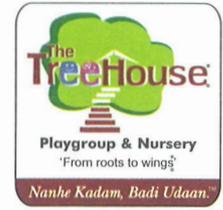


Tree House Education & Accessories Ltd.

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November 21, 2020

To, BSE Limited Phiroze Jeejeebhoy Tower Dalal Street, Fort Mumbai - 400 001	To, The National Stock Exchange of India Ltd. Bandra (East) Mumbai - 400 051	To, Metropolitan Stock Exchange of India Ltd. Exchange Square, CTS No. 25, Suren Road, Andheri (East), Mumbai - 400 093
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Sub.: Voting Results

Ref: Scrip Code: 533540 / TREEHOUSE

Dear Sir / Madam,

This is to inform you that the 14th Annual General Meeting of the Company was held on Saturday November 21, 2020 at 10:30 a.m. through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") and the business mentioned in notice October 19, 2020 were duly transacted.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rule 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has arranged for electronic voting through National Securities Depository Limited.

E-voting was made available to members for three days from 9.00 a.m. on 18th November, 2020 to 5.00 p.m. on 20th November, 2020.

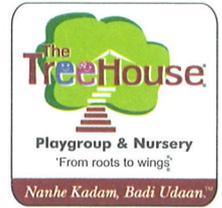
To oversee the E-Voting process Mr. Mihen Halani, Practicing Company Secretary, in whole time practice, Mumbai has been appointed as the Scrutinizer.

Mr. Mihen Halani had scrutinized the votes exercised through E-Voting and submitted his report to the Chairman and based on the report of Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority by E-Voting.



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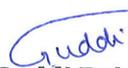
We hereby submit the following details;

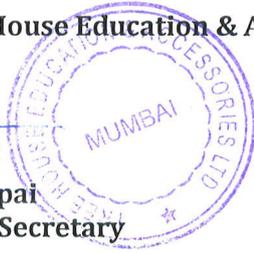
1. Voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated November 21, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (Xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you.
Yours faithfully,

For **Tree House Education & Accessories Limited**


Guddi Bajpai
Company Secretary
Encl: as above



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Voting results as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are given below:

Date of the AGM / EGM	21 st November, 2020
Total Number of Shareholders on Cut-off Date i.e. 14th November, 2020	16601
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	3 64

Agenda wise disclosure.

The mode of voting for all the resolutions was:

1. E-voting conducted between 18th November, 2020 to 20th November, 2020;

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



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Tree House Education & Accessories Limited

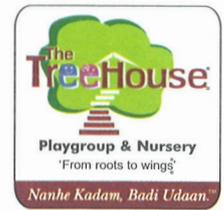
Resolution Required : (Ordinary)			To receive, consider and adopt;					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	8690069	8690069	100	8690069	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		8690069	100	8690069	0	100	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541690	100	3541642	48	99.99	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541690	11.58	3541690	48	99.99	0
Total		42310724	12231759	28.90	12231711	48	99.99	0

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



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Tree House Education & Accessories Limited

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Jugal Bharat Shah (DIN 08334114), who retires by rotation and being eligible, offers himself for re-appointment.						
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	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		8690069	100	8690069	0	0	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541738	11.58	3538300	3438	99.97	0.03
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541738	11.58	3538300	3438	99.97	0.03
Total		42310724	12231807	28.90	12228369	3438	99.97	0.03

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



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Tree House Education & Accessories Limited

Resolution Required : (Ordinary)		3 - To appoint Mrs. Babita Bhatia (DIN: 08767969) as an Non Executive Non Independent Woman Director.						
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	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541728	11.58	3541680	48	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541728	11.58	3541680	48	100	0
Total		42310724	3541728	8.37	3541680	48	100	0

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



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Tree House Education & Accessories Limited

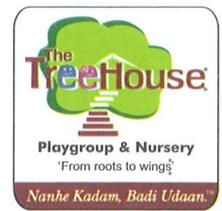
Resolution Required : (Ordinary)		4 - To approve the appointment of Ms. Nidhi Kaushik Busa (DIN: 08792362) as an Independent Woman Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	8690069	8690069	100	8690069	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		8690069	100	8690069	0	100	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541738	11.58	3541690	48	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541738	11.58	3541690	48	100	0
Total		42310724	12231807	28.90	12231759	48	100	0

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



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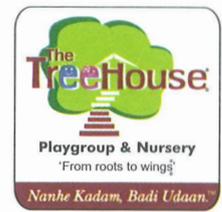
Resolution Required : (Ordinary)		5 - To approve the appointment of Mr. Milin Ramani (DIN: 07697636) as an Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on 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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	8690069	8690069	100	8690069	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		8690069	100	8690069	0	100	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541738	11.58	3541690	48	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541738	11.58	3541690	48	100	0
Total		42310724	12231807	28.90	12231759	48	100	0

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



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Tree House Education & Accessories Limited

Resolution Required : (Ordinary)		6 - To approve the appointment and remuneration of the Cost Auditor for the financial year ending March 31, 2021.						
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
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		8690069	100	8690069	0	100	0
Public Institutions	E-Voting	3039871	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	30580784	3541738	11.58	3541690	48	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3541738	11.58	3541690	48	100	0
Total		42310724	12231807	28.90	12231759	48	100	0

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 Bajpai
Company Secretary



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@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,
Tree House Education & Accessories Limited ("the Company")

14th Annual General Meeting ("14th AGM / the meeting") of the members of Tree House Education & Accessories Limited ("the Company") held on Saturday, November 21, 2020 at 10:30 a.m. IST through Video Conferencing ("VC").

Dear Sir,

Sub: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for 14th Annual General Meeting ("14th AGM / the meeting") of the Company through Video Conferencing ("VC").

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries have appointed by the Board of Directors of the Company as Scrutinizer to conduct the voting by way of electronic means in accordance with section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for 14th Annual General Meeting of the Company through Video Conferencing ("VC").

1. As confirmed by the Company, the notice of 14th AGM dated October 19th, 2020, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s), in compliance with the Ministry of Corporate Affairs ("MCA") Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide Circular dated May 12, 2020.
2. The members of the Company as on cut-off date i.e. Saturday, November 14, 2020 were entitled to vote on the resolutions (as set out in the notice of 14th AGM of the Company).
3. The remote e-voting period commenced on Wednesday, November 18, 2020 (9:00 am) and ended on Friday, November 20, 2020 (5:00 pm) ("remote e-voting period"). The Company had also provided e-voting facility to the

shareholders present at the AGM through VC and who had not cast their vote during the said remote e-voting period. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, the NSDL portal was blocked for voting.

4. Post conclusion of the meeting, the votes cast during the said remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Ms. Divya Padhiyar and Ms. Lovely Singh who are not in the employment of the company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Divya Padhiyar
Sd/-
Signature

Name: Lovely Singh
Sd/-
Signature

5. 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.
6. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice 14th AGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (“NSDL”), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
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 combined / consolidated e-voting is as under;

Sr. No.	Resolution No. as given in the Notice of 14 th AGM	Particulars of Votes Cast				Result Declared
		Members Voting				
		No. of members voted	No. of votes Cast by them	% of total no. of votes cast		
ORDINARY BUSINESS						
1.	To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors' and the Auditor's thereon	Votes Cast in favour	84	1,22,31,759	100	The resolution passed as an Ordinary Resolution
		Votes Cast against	1	48	0	
		Votes Cast invalid	-	-	-	
		Total	85	1,22,31,807	100	
2.	Re-appointment of Mr. Jugal Bharat Shah (DIN: 08334114) as a director	Votes Cast in favour	83	1,22,28,369	99.97	The resolution passed as an Ordinary Resolution
		Votes Cast against	2	3,438	0.03	
		Votes Cast invalid	-	-	-	
		Total	85	1,22,31,807	100	
SPECIAL BUSINESS						
3.	To appoint Mrs. Babita Bhatia (DIN: 08767969) as a Non-Executive Woman Director	Votes Cast in favour	78	35,41,680	100	The resolution passed as an Ordinary Resolution
		Votes Cast against	1	48	0	
		Votes Cast invalid	-	-	-	
		Total	79	35,41,728	100	
4.	To appoint Nidhi Kaushik Busa (DIN:08792362) as an Independent Woman Director	Votes Cast in favour	84	1,22,31,759	100	The resolution passed as an Ordinary Resolution
		Votes Cast against	1	48	0	
		Votes Cast invalid	-	-	-	
		Total	85	1,22,31,807	100	



5.	To appoint Mr. Milin Ramani (DIN: 07697636) as an Independent Director	Votes Cast in favour	84	1,22,31,759	100	The resolution passed as an Ordinary Resolution
		Votes Cast against	1	48	0	
		Votes Cast invalid	-	-	-	
		Total	85	1,22,31,807	100	
6.	To approve the appointment and remuneration of the Cost Auditor for the financial year ending March 31 st 2021	Votes Cast in favour	84	1,22,31,759	100	The resolution passed as an Ordinary Resolution
		Votes Cast against	1	48	0	
		Votes Cast invalid	-	-	-	
		Total	85	1,22,31,807	100	

Note: If any promoter shareholders / directors / key-managerial personnel's / related party(ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.

Date : November 21, 2020
Place : Mumbai
UDIN : F009926B001273078

For Mihen Halani & Associates
(Practicing Company Secretaries)

**MIHEN
HALANI**

Digitally signed by MIHEN HALANI
DN: cn=MI, ou=Personnel,
2.5.4.20=2422d2b5a5cfd4750a098d6a8
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st=MAHARASHTRA,
serialNumber=139512e7492391611d20a
58c4c1d3b5c30a47e073e237a12f53e7a
e0b65d6e2, c=IN, o=MIHEN HALANI
Date: 2020.11.21 16:01:39 +05'30'

Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015