

Ref: ABMHO/CSD/BSE/SG/2132**Date: 04/08/2022**

To,
The Listing Department
The Bombay Stock Exchange Limited
1st Floor, P.J. Tower,
Dalal Street, fort,
Mumbai 400 001

Scrip Code: 531161**Sub: Submission Summary of proceedings of 29th Annual General Meeting, Voting Results & Scrutinizers Report****Dear Sir,**

The 29th Annual General Meeting (AGM) of the Company was held on Thursday, 04th August, 2022 and the businesses as mentioned in the Notice of AGM were transacted.

In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
2. Voting Results / Outcome of Voting as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
3. Report of Scrutinizer dated 04th August, 2022 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 record.

Thanking you,

Yours Sincerely,

For ABM Knowledgeware Limited



**(Sarika Ghanekar)
Company Secretary**



UPENDRA SHUKLA
B. Com., F C. S
Company Secretary

504 , Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057
Resi : 2611 8257
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E-mail : ucshukla@rediffmail.com

Mr. Prakash Rane,
Chairman,
ABM Knowledgeware Ltd.,
ABM House, Plot No. 268,
Linking Road, Bandra (West),
Mumbai-400 050.

Dear Sir,

Sub: Combined Report on Remote e-voting and e-voting conducted at the 29th Annual General Meeting of ABM Knowledgeware Ltd, held at 11.00 a.m. on Thursday, the 04th August, 2022 through video conferencing (VC)/ other audio visual means (OAVM)

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors to scrutinize the remote e-voting process and also e-voting by Members at the 29th Annual General Meeting ('AGM') of ABM Knowledgeware Ltd. (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC') /other Audio Visual Means ('OAVM') on Thursday, the 04th August, 2022 at 11.00 a.m.
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 2/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08 December, 2021 and 05th May, 2022 respectively issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 issued by the Securities Exchange Board of India (SEBI), the notice dated 27th May, 2022 as confirmed by the Company, was sent to the Members in respect of below mentioned resolutions through electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 29th AGM.
- 4) The Company had appointed National Securities Depository Limited ('NSDL') as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Members in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the NSDL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

Based on the reports generated from the e-voting system provided by the NSDL, I submit my report on e-voting as under:

- a) The Remote e-voting period commenced from Monday, the 01st August, 2022 at 9.00 a.m. (IST) and ended on Wednesday, the 03rd August, 2022 at 5.00 p.m. (IST).

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- b) The Company had also provided e-voting facility to the Shareholders, who were present at the AGM through VC/ OAVM and who had not cast their vote on Remote e-voting.
- c) The members of the Company as on the 'cut-off' date i.e. 28th July, 2022 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 3 of the Notice convening the 29th AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the Remote e-voting and e-voting by the Shareholders at the AGM, on the NSDL e-voting system/ platform and after downloading the results, counted the votes.
- e) All the 113 Remote/e-voting responses are valid.
- f) I now, submit by combined report as under on the results of the Remote e-voting and e-voting at the AGM in respect of the each of the resolutions as set out in the Notice dated 27th May, 2022 convening the AGM:

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ Votes
Remote E-voting	98	13750210	100.00	1	2	0.00	0	0
E-voting at AGM	14	171	100.00	0	0	0.00	0	0
Combined	112	13750381	100.00	1	2	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: To declare Final Dividend on Equity Shares for the Financial Year ended on 31st March, 2022.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ Votes
Remote E-voting	97	13750160	100.00	2	52	0.00	0	0
E-voting at AGM	14	171	100.00	0	0	0.00	0	0
Combined	111	13750331	100.00	2	52	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mrs. Supriya P. Rane (DIN: 00152890), who retires by rotation and being eligible, offers herself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ Votes
Remote E-voting	97	13749960	100.00	2	252	0.00	0	0
E-voting at AGM	14	171	100.00	0	0	0.00	0	0
Combined	111	13750131	100.00	2	252	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Note: Number of votes cast against all of the aforesaid resolutions are negligible in numbers. Hence, number of votes cast in favour of the resolutions are taken as 100% in percentage term.

Thanking you,

UDIN: F002727D000744204
Peer Review Certificate No.1882/2022
Date: 04th August, 2022
Place: Mumbai

Yours faithfully,
Upendra
Chandrashankar
Shukla
Digitally signed by Upendra
Chandrashankar Shukla
Date: 2022.08.04 18:24:30
+05'30'
(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654