



Ref: ABMHO/CSD/BSE/SG/1682

Date: 08/08/2024

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 of Voting Results & Scrutinizers Report for the 31st Annual General Meeting held on 07th August, 2024.

Dear Sir's,

This is to inform you that the 31st Annual General Meeting (AGM) of the Company was held on 07th August, 2024 at 11:00 a.m. and the businesses as mentioned in the Notice of AGM were transacted.

In this regard, please find enclosed the following:

1. Voting Results / Outcome of Voting as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
2. Report of Scrutinizer dated 08th August, 2024 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



Voting Results / Outcome of voting at 31st Annual General Meeting

(As per Regulation 44 of Listing Regulations)

Date of Annual General Meeting	07 th August, 2024
Total No. of Shareholders as on book closure	5560
No. of Shareholders present in the meeting either in person or through proxy	0
Promoters & Promoters Group	0
Public	0
No. of Shareholders attended the meeting through video Conferencing	95
Promoters & Promoters Group	5
Public	90

Agenda wise disclosure:

Resolution Required: Ordinary			1 - To receive, consider and adopt the Financial Statements (Standalone & Consolidated) for the year ended 31 st March, 2024 and Reports thereon.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	13386929	13385300	99.9878	13385300	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13385300	99.9878	13385300	0	100.0000	0.0000	0
Public Institutions	E-Voting	68235	68235	100.0000	68235	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68235	100.0000	68235	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6547036	248658	3.7980	248658	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		248658	3.7980	248658	0	100.0000	0.0000	0
Total		20002200	13702193	68.5034	13702193	0	100.0000	0.0000	0
Whether resolution is Pass or Not?							Yes		

Resolution Required: Ordinary		2 - To declare Final dividend of Rs. 1.25/- per Equity Share of Rs.5/- each for the Financial Year ended 31st March, 2024.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	13386929	13385300	99.9878	13385300	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13385300	99.9878	13385300	0	100.0000	0.0000	0
Public Institutions	E-Voting	68235	68235	100.0000	68235	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68235	100.0000	68235	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6547036	248658	3.7980	248658	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		248658	3.7980	248658	0	100.0000	0.0000	0
Total		20002200	13702193	68.5034	13702193	0	100.0000	0.0000	0
Whether resolution is Pass or Not?							Yes		

Resolution Required: Ordinary			3 - To appoint a director in place of Mrs. Supriya Rane, who retires by rotation and being eligible, offers herself for re-appointment.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	13386929	13385300	99.9878	13385300	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13385300	99.9878	13385300	0	100.0000	0.0000	0
Public Institutions	E-Voting	68235	68235	100.0000	68235	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68235	100.0000	68235	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6547036	248658	3.7980	248658	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		248658	3.7980	248658	0	100.0000	0.0000	0
Total		20002200	13702193	68.5034	13702193	0	100.0000	0.0000	0
Whether resolution is Pass or Not?							Yes		

Resolution Required: Ordinary			4 - Appointment of M/s. A.P. Sanzgiri & Co., Chartered Accountants as the Statutory Auditor of the Company for a term of five (5) consecutive years until the Conclusion of the 36th AGM						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	13386929	13385300	99.9878	13385300	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13385300	99.9878	13385300	0	100.0000	0.0000	0
Public Institutions	E-Voting	68235	68235	100.0000	68235	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68235	100.0000	68235	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6547036	248658	3.7980	248658	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		248658	3.7980	248658	0	100.0000	0.0000	0
Total		20002200	13702193	68.5034	13702193	0	100.0000	0.0000	0
Whether resolution is Pass or Not?							Yes		

Resolution Required: Special			5 - Approval of ABM Employee Stock Option Scheme 2024 (ESOS 2024 / Scheme)						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	13386929	13385300	99.9878	13385300	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13385300	99.9878	13385300	0	100.0000	0.0000	0
Public Institutions	E-Voting	68235	68235	100.0000	68235	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		68235	100.0000	68235	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6547036	248633	3.7976	248083	550	99.7788	0.2212	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		248633	3.7976	248083	550	99.7788	0.2212	0
Total		20002200	13702168	68.5033	13701618	550	99.9960	0.0040	0
Whether resolution is Pass or Not?							Yes		

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
Mob.: 98211 25846
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 31st Annual General Meeting of ABM Knowledgeware Ltd, held at 11.00 a.m. on Wednesday, the 07th August, 2024 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 31st 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 Wednesday, the 07th August, 2024 at 11.00 a.m.
- 2) Pursuant to the General Circulars Nos. 14/2020 dated 08th April 2020; 17/2020 dated 13th April 2020; 20/2020 dated 05th May 2020; 22/2020 dated 15th June 2020; 33/2020 dated 28th September 2020; 39/2020 dated 31st December 2020; 10/2021 dated 23rd June 2021; 20/2021 dated 08th December 2021; 03/2022 dated 05th May, 2022; 11/2022 dated 28th December 2022 and 09/2023 dated 23rd September 2023 respectively issued by the Ministry of Corporate Affairs ("MCA Circulars") read with the Circular dated 12th May 2020, 15th January 2021, 13th May 2022, 05th January 2023 and 07th October 2023 issued by the Securities and Exchange Board of India ("SEBI"), the notice dated 24th May, 2024 as confirmed by the Company was sent to the Members in respect of below mentioned resolution through electronic mode to those shareholders, 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 31st 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 Sunday, the 04th August, 2024 at 9.00 a.m. (IST) and ended on Tuesday, the 06th August, 2024 at 5.00 p.m. (IST).

...2/-

UPENDRA
CHANDRAS
HANKAR
SHUKLA

: 2 :

- 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. 31st July, 2024 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 5 of the Notice convening the 31st 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 109 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 24th May, 2024 convening the AGM:

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) for the financial year ended 31st March, 2024 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	99	13702100	100.00	0	0	0.00	0	0
E-voting at AGM	10	93	100.00	0	0	0.00	0	0
Combined	109	13702193	100.00	0	0	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 of Rs. 1.25 per equity share of Rs. 5/- each for the Financial Year ended on 31st March, 2024.

	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	99	13702100	100.00	0	0	0.00	0	0
E-voting at AGM	10	93	100.00	0	0	0.00	0	0
Combined	109	13702193	100.00	0	0	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.

...3/-

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	99	13702100	100.00	0	0	0.00	0	0
E-voting at AGM	10	93	100.00	0	0	0.00	0	0
Combined	109	13702193	100.00	0	0	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. 4: Ordinary Resolution: Appointment of M/s. A.P. Sanzgiri and Co., Chartered Accountants (Firm Registration number: 116293W) as the Statutory Auditors of the Company for a term of five (5) consecutive years until the conclusion of the 36th AGM.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of	No. of votes	% of votes cast	No. of	No. of votes	% of votes	No. of	No. of shares/
Remote E-voting	99	13702100	100.00	0	0	0.00	0	0
E-voting at AGM	10	93	100.00	0	0	0.00	0	0
Combined	109	13702193	100.00	0	0	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. 5: Special Resolution: Approval of ABM Employee Stock Option Scheme 2024 ("ESOS 2024"/"Scheme").

	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	13701525	100.00	1	550	0.00	1	25
E-voting at AGM	10	93	100.00	0	0	0.00	0	0
Combined	107	13701618	100.00	1	550	0.00	1	25

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

Thanking you,

UDIN: F002727F000924923
Peer Review Certificate No.: 1882/2022
Date: 08/08/2024
Place: Mumbai

Yours faithfully,

UPENDRA
CHANDRASHA
NKAR SHUKLA

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654