

Ref: ABMHO/CSD/BSE/SG/2235**Date: 14/11/2024**

To,
The Listing Department
BSE Limited
1st Floor, P.J.Tower,
Dalal Street, Fort,
Mumbai 400 001.

Company Code: ABMKNOWLEDGE: 531161**Sub: Declaration of Results of Postal Ballot through remote E-voting along with the Scrutinizer's Report****Dear Sir(s),**

We wish to inform you that the Company had conducted the process of Postal ballot through remote e-voting pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with MCA Circulars for obtaining shareholders' approval for the special businesses as set out in the Postal Ballot Notice dated 08th October, 2024.

The said Resolutions has been passed by the shareholders with requisite majority through the process of remote e-voting only.

In compliance with the requirements under clause 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results of Postal Ballot along with Scrutinizer's Report dated 14th November, 2024.

We request you to kindly take the above information on your record.

Thanking you,

For and on behalf of
ABM Knowledgeware Limited

(Sarika Ghanekar)
Company Secretary

Encl: a/a

VOTING RESULTS

Name of the Company	ABM Knowledgeware Limited
Date of Postal Ballot Notice	08/10/2024
Remote e-voting period:	
Start Date:	15/10/2024 at 9:00 a.m.
End Date:	13/11/2024 at 5:00 p.m.
Cut-off date	08/10/2024
Total number of shareholders on record date	5459
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	Not Applicable
No. of resolution passed in the meeting	3

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

1. Date of Declaration of Result: 14/11/2024

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered:			Appointment of Mr. Sharadchandra D. Abhyankar as Non-Executive, Non-Independent Director of the Company					
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
Promoter and Promoter Group	E-Voting	13386429	13385300	99.9916	13385300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13385300	99.9916	13385300	0	100.0000	0.0000
Public-Institutions	E-Voting	68235	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6547536	258449	3.9473	258449	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		258449	3.9473	258449	0	100.0000	0.0000
Total		20002200	13643749	68.2112	13643749	0	100.0000	0.0000

2. Date of Declaration of Result: 14/11/2024

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered:			Re-appointment of Mr. Prakash B. Rane as Managing Director of the Company and approval of his Remuneration.					
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
Promoter and Promoter Group	E-Voting	13386429	13385300	99.9916	13385300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13385300	99.9916	13385300	0	100.0000	0.0000
Public-Institutions	E-Voting	68235	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6547536	258449	3.9473	258357	92	99.9644	0.0356
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		258449	3.9473	258357	92	99.9644	0.0356
Total		20002200	13643749	68.2112	13643657	92	99.9993	0.0007

3. Date of Declaration of Result: 14/11/2024

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered:			Re-appointment of Mr. Ashokkumar V. Dugade as Non-executive Independent Director of the Company.					
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
Promoter and Promoter Group	E-Voting	13386429	13385300	99.9916	13385300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		13385300	99.9916	13385300	0	100.0000	0.0000
Public-Institutions	E-Voting	68235	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6547536	258449	3.9473	258357	92	99.9644	0.0356
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		258449	3.9473	258357	92	99.9644	0.0356
Total		20002200	13643749	68.2112	13643657	92	99.9993	0.0007

**For and on behalf of
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: Scrutinizer's Report on Postal Ballot (Remote e-voting).

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors of ABM Knowledgeware Ltd (hereinafter referred to as 'the Company') to scrutinize the voting by means of Postal Ballot through electronic means ('remote e-voting') conducted for passing a Resolution as per Annexure-I to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules').
- 2) Pursuant to the General Circulars Nos. 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 03/2022 dated May 05, 2022; 11/2022 dated December 28, 2022 and 09/2023 dated September 23, 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 8th October, 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 remote e-voting to the Members to cast their votes electronically on the resolution proposed in the Notice.
- 4) The Company had appointed National Securities Depository Limited ('NSDL'), as Service Provider, who provided the facilities for conducting the Remote e-voting.
- 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 passing of Resolution by means of Postal Ballot by voting through electronic means ("remote e-voting").

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 Tuesday, the 15th October, 2024 at 9.00 a.m. (IST) and ended on Wednesday, the 13th November, 2024 at 5.00 p.m. (IST).

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: 2 :

- b) The members of the Company as on the 'cut-off' date i.e. 08th October, 2024 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 3 of the Notice.
- c) On completion of e-voting , I unblocked the results of the Remote e-voting, on the NSDL e-voting system/ platform and after downloading the results, counted the votes.
- d) All the 94 Remote/e-voting responses are valid.
- e) I now, submit my report as under on the results of the Remote e-voting in respect of the resolution as set out in the Notice dated 08th October, 2024:

Resolution No. 1: Ordinary Resolution: Appointment of Mr. Sharadchandra D. Abhyankar as Non-Executive, Non- Independent Director of the Company

	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	94	13643749	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: Special Resolution: Re- appointment of Mr. Prakash B. Rane (DIN: 00108866) as Managing Director of the Company and approval of his remuneration.

	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	92	13643657	100.00	2	92	0.00	0	0

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

...3/-

UPENDRA SHUKLA

: 3 :

Resolution No. 3: Special Resolution: Re-appointment of Mr. Ashokkumar V. Dugade as Non- Executive Independent Director of the Company.

	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	92	13643657	100.00	2	92	0.00	0	0

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

Thanking you,

UDIN: F002727F002137519
Peer Review Certificate No.: 1882/2022
Date: 14/11/2024
Place: Mumbai

Yours faithfully,

UPENDRA
CHANDRASHA
NKAR SHUKLA

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