



ABM KNOWLEDGEWARE LIMITED

SEI CMMI DEV Level 5, SEI CMMI SVC Level 3 | ISO 20000-1:2018 | ISO 9001:2015 | ISO 27001:2013 Compliant Software & Services

Corporate Office: ABM House, Plot No. 268, Linking Road, Bandra (West), Mumbai - 400 050, INDIA.
Tel.: +91 22 4290 9700 Fax: +91 22 4290 9701 www.abmindia.com CIN - L67190MH1993PLC113638

Ref: ABMHO/CSD/BSE/SG/1577

Date: 29/08/2025

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

Scrip Code: 531161

Sub: Scrutinizer's Report of the 32nd Annual General Meeting of the Company

Dear Sir's,

The 32nd Annual General Meeting (AGM) of the Company was held on Friday, 29th August, 2025 at 11:00 a.m. and the businesses as mentioned in the Notice of AGM were transacted.

In this regard, please find enclosed report of Scrutinizer dated 29th August, 2025 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 & Compliance Officer

UPENDRA SHUKLA & ASSOCIATES

Company Secretaries

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057
Mobile.: 98211 25846
98927 59135
E-Mail: ucshukla@rediffmail.com
ucshukla.cs@gmail.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 32nd Annual General Meeting of ABM Knowledgeware Ltd, held at 11.00 a.m. on Friday, the 29th August, 2025 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 32nd 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 Friday, the 29th August, 2025 at 11.00 a.m.
- 2) Pursuant to General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("MCA") read together with previous circulars issued by MCA in this regard ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities and Exchange Board of India ("SEBI") read together with previous circulars issued by SEBI in this regard ("SEBI Circulars"), the notice dated 05th August, 2025 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 32nd 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.

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UPENDRA
CHANDRASH
ANKAR
SHUKLA

- 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:

- The Remote e-voting period commenced from Tuesday, the 26th August, 2025 at 9.00 a.m. (IST) and ended on Thursday, the 28th August, 2025 at 5.00 p.m. (IST).
- 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.
- The members of the Company as on the 'cut-off' date i.e. 22nd August, 2025 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 6 of the Notice convening the 32nd AGM of the Company.
- 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.
- All the 97 Remote/e-voting responses are valid.
- I now, submit hereby the 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 05th August, 2025 convening the AGM:

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and Auditor's thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	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.

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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 31st March, 2025.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	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 her candidature for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	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: Approval for the appointment of Secretarial Auditors.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	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.

...4/-

UPENDRA SHUKLA & ASSOCIATES

: 4 :

Resolution No. 5: Special Resolution: To approve re-appointment of Mr. Punit Jain (DIN: 07325636) as an Independent Director of the Company:

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote Evoting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	0.00	0	0

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

Resolution No. 6: Special Resolution: Revision of effective date for previously approved Remuneration increase of Mr. Prakash B. Rane (DIN: 00152393), Managing Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote Evoting	77	13530729	100.00	1	1	0.00	0	0
E-voting at AGM	19	103	100.00	0	0	0.00	0	0
Combined	96	13530832	100.00	1	1	0.00	0	0

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

Thanking you,

Yours faithfully,

FOR UPENDRA SHUKLA & ASSOCIATES

UDIN: F002727G001109756
Peer Review Certificate No. 1882/2022
Place: Mumbai
Date: 29/08/2025

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

Digitally signed by UPENDRA CHANDRAS HANKAR SHUKLA
DN: cn=UPENDRA CHANDRAS HANKAR SHUKLA, o=UPENDRA CHANDRAS HANKAR SHUKLA, email=upendra.chandras.hankar.shukla@upendra-shukla.com, c=IN
Date: 2025.08.29 15:30:42 +05'30'