

**Registered 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:** ABM/HO/CSD/BSE/AGM/1573  
**Date:** 09/08/2018

To,  
The Listing Department,  
The Bombay Stock Exchange Limited,  
1<sup>ST</sup> Floor, P.J. Tower,  
Dalal Street, Fort,  
Mumbai 400 001.

**Company Code: ABMKNOWLEDGE: 531161**  
**Sub: Summary of proceedings of 25<sup>th</sup> Annual General Meeting and Voting Results**

**Dear Sir,**

The 25<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 8<sup>th</sup> August, 2018 and the businesses 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 8<sup>th</sup> August, 2018 Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (management and Administration) Rules, 2014.
- 4) Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by members as per the provisions of the Companies Act, 2013.

This is for your information and record.

Thanking you,

Yours Sincerely,

**For ABM Knowledgeware Ltd**

  
**(Sarika Ghanekar)**  
**Company Secretary**



**Summary of Proceedings of 25<sup>th</sup> Annual General Meeting**

The 25<sup>th</sup> Annual General Meeting which was held on 8<sup>th</sup> August, 2018 at 1<sup>st</sup> Floor, Dadar Bhagini Samaj, 3<sup>rd</sup> Lane, Hindu Colony, Dadar(E), Mumbai- 400 014. Mr. Prakash B. Rane, Managing Director of the Company, occupied the Chair. He confirmed that the requisite quorum being present called the meeting to order. He introduced Directors sitting on the dais. All the directors of the Company attended the meeting. The Chairman then delivered his speech.

The Chairman informed that the Company had provided the members the facility to cast their vote electronically (remote e-voting) on all the resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through ballot paper. It was further informed that there would be no voting by show of hands. Mrs. Sarika Ghanekar, Company Secretary read the Auditors' Report.

The following business were transacted at the meeting:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt Financial Statements (Standalone & Consolidated) for the year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend @ 25% (i.e. Rs. 1.25/- per Equity Share of Rs. 5/- each) for the Financial Year ended 31<sup>st</sup> March, 2018.
3. 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.

**SPECIAL BUSINESS:**

4. To approve the payment of remuneration to Mr. Prakash B. Rane, Managing Director (Special Resolution)
5. To appoint Mr. Devendra Parulekar as an Independent Director of the Company. (Ordinary Resolution)
6. To determine the fees to be charged for service of documents in a particular mode. (Special Resolution)

The Chairman invited comments and questions from the members. Queries raised by the members were clarified / answered by the Chairman to the satisfaction of the members present at the meeting.

The Board of Directors had appointed Mr. Upendra Shukla, Practicing Company Secretary as the Scrutinizer to supervise the e-voting and ballot voting process.





The members then cast their votes on the ballot papers and deposited the same in the ballot box placed at the meeting hall. The Chairman informed the members that the consolidated results of e-voting and ballot voting would be announced within 48 hours and also be intimated to the Stock Exchange and posted on the website of the Company and National Securities Depository Limited.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and record.

Thanking you,

Yours Sincerely,  
For ABM Knowledgeware Ltd

  
(Sarika Ghanekar)  
Company Secretary



Voting Results / Outcome of voting at 24<sup>th</sup> Annual General Meeting

(As per Regulation 44 of Listing Regulations)

|   |                              |
|---|------------------------------|
| <b>Date of Annual General Meeting</b>   | 8 <sup>th</sup> August, 2018 |
| <b>Total No. of Shareholders as on book closure</b>                                 | 3552                         |
| <b>No. of Shareholders present in the meeting either in person or through proxy</b> |                              |
| Promoters & Promoters Group   | 5                            |
| Public  | 62                           |
| <b>No. of Shareholders attended the meeting through video Conferencing</b>          |                              |
| Promoters & Promoters Group   | Nil                          |
| Public  | Nil                          |



Agenda wise disclosure:

| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution: Adoption of Financial Statements (Standalone & Consolidated) for the year ended 31 <sup>st</sup> March, 2018 and Reports thereon |                             |                          |  |  |
|---|-------------------------------|------------------------|-------------------------|---|-----------------------------|--------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | No  |                             |                          |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100   | No. of Votes -in favour (4) | No. of Votes-Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99   | 12985300                    | 0                        | 100.00   | 0  |
|   | Poll                          |                        | -                       | -   | -                           | -                        | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                        | -  | -  |
|   | <b>Total</b>                  |                        | <b>12985900</b>         | <b>12985300</b>   | <b>99.99</b>                | <b>12985300</b>          | <b>0</b>   | <b>100.00</b>  |
| Public - Institutions   | E-voting                      | -                      | -                       | -   | -                           | -                        | -  | -  |
|   | Poll                          |                        | -                       | -   | -                           | -                        | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                        | -  | -  |
|   | <b>Total</b>                  |                        | <b>-</b>                | <b>-</b>  | <b>-</b>                    | <b>-</b>                 | <b>-</b>   | <b>-</b>   |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26  | 18177                       | 0                        | 100.00   | 0  |
|   | Poll                          |                        | 210286                  | 2.99  | 210286                      | 0                        | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                        | -  | -  |
|   | <b>Total</b>                  |                        | <b>7016300</b>          | <b>228463</b>   | <b>3.25</b>                 | <b>228463</b>            | <b>0</b>   | <b>100.00</b>  |
| <b>Total</b>  |                               | <b>20002200</b>        | <b>13213763</b>         | <b>66.06</b>  | <b>13213763</b>             | <b>0</b>                 | <b>100.00</b>  | <b>0</b>   |



| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution: Declaration of Dividend              |                             |                           |  |  |
|---|-------------------------------|------------------------|-------------------------|---|-----------------------------|---------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | No  |                             |                           |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in favour (4) | No. of Votes- Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99   | 12985300                    | 0                         | 100.00   | 0  |
|   | Poll                          |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         | 12985900               | 12985300                | 99.99   | 12985300                    | 0                         | 100.00   | 0  |
| Public - Institutions   | E-voting                      | -                      | -                       | -   | -                           | -                         | -  | -  |
|   | Poll                          |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         | -                      | -                       | -   | -                           | -                         | -  | -  |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26  | 18177                       | 0                         | 100.00   | 0  |
|   | Poll                          |                        | 210286                  | 2.99  | 210286                      | 0                         | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         | 7016300                | 228463                  | 3.25  | 228463                      | 0                         | 100.00   | 0  |
| <b>Total</b>  |                               | <b>20002200</b>        | <b>13213763</b>         | <b>66.06</b>  | <b>13213763</b>             | <b>0</b>                  | <b>100.00</b>  | <b>0</b>   |



| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution: Re-appointment of Mrs. Supriya P. Rane as Director, who retires by rotation |                             |                          |  |  |
|---|-------------------------------|------------------------|-------------------------|--|-----------------------------|--------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | Yes  |                             |                          |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100  | No. of Votes –in favour (4) | No. of Votes-Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99  | 12985300                    | 0                        | 100.00   | 0  |
|   | Poll                          |                        | -                       | -  | -                           | -                        | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                        | -  | -  |
|   | Total                         | 12985900               | 12985300                | 99.99  | 12985300                    | 0                        | 100.00   | 0  |
| Public - Institutions   | E-voting                      | -                      | -                       | -  | -                           | -                        | -  | -  |
|   | Poll                          |                        | -                       | -  | -                           | -                        | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                        | -  | -  |
|   | Total                         | -                      | -                       | -  | -                           | -                        | -  | -  |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26   | 18157                       | 20                       | 99.89  | 0.11   |
|   | Poll                          |                        | 210286                  | 2.99   | 210286                      | 0                        | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                        | -  | -  |
|   | Total                         | 7016300                | 228463                  | 3.25   | 228443                      | 20                       | 99.99  | 0.00   |
| Total   |                               | 20002200               | 13213763                | 66.06  | 13213743                    | 20                       | 99.99  | 0.00   |



| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Special Resolution: Approval for payment of remuneration to Mr. Prakash B. Rane, Managing Director |                             |                           |  |  |
|---|-------------------------------|------------------------|-------------------------|--|-----------------------------|---------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | Yes  |                             |                           |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100  | No. of Votes –in favour (4) | No. of Votes- Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99  | 12985300                    | 0                         | 100.00   | 0  |
|   | Poll                          |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Total                         | 12985900               | 12985300                | 99.99  | 12985300                    | 0                         | 100.00   | 0  |
| Public - Institutions   | E-voting                      | -                      | -                       | -  | -                           | -                         | -  | -  |
|   | Poll                          |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Total                         | -                      | -                       | -  | -                           | -                         | -  | -  |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26   | 18157                       | 20                        | 99.89  | 0.11   |
|   | Poll                          |                        | 210286                  | 2.99   | 210286                      | 0                         | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Total                         | 7016300                | 228463                  | 3.25   | 228443                      | 20                        | 99.99  | 0.00   |
| Total   |                               | 20002200               | 13213763                | 66.06  | 13213743                    | 20                        | 99.99  | 0.00   |





| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution: Appointment of Mr. Devendra Parulekar as an Independent Director of the Company |                             |                           |  |  |
|---|-------------------------------|------------------------|-------------------------|--|-----------------------------|---------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | No   |                             |                           |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100  | No. of Votes –in favour (4) | No. of Votes- Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99  | 12985300                    | 0                         | 100.00   | 0  |
|   | Poll                          |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | <b>Total</b>                  | <b>12985900</b>        | <b>12985300</b>         | <b>99.99</b>   | <b>12985300</b>             | <b>0</b>                  | <b>100.00</b>  | <b>0</b>   |
| Public - Institutions   | E-voting                      | -                      | -                       | -  | -                           | -                         | -  | -  |
|   | Poll                          |                        | -                       | -  | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | <b>Total</b>                  | <b>-</b>               | <b>-</b>                | <b>-</b>   | <b>-</b>                    | <b>-</b>                  | <b>-</b>   | <b>-</b>   |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26   | 18157                       | 20                        | 99.89  | 0.11   |
|   | Poll                          |                        | 210286                  | 2.99   | 210286                      | 0                         | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -  | -                           | -                         | -  | -  |
|   | <b>Total</b>                  | <b>7016300</b>         | <b>228463</b>           | <b>3.25</b>  | <b>228443</b>               | <b>20</b>                 | <b>99.99</b>   | <b>0.00</b>  |
| <b>Total</b>  |                               | <b>20002200</b>        | <b>13213763</b>         | <b>66.06</b>   | <b>13213743</b>             | <b>20</b>                 | <b>99.99</b>   | <b>0.00</b>  |



| Resolution Required (Ordinary / Special)                                    |                               |                        |                         | Special Resolution: Determination of fees to be charged for service of documents in a particular mode |                             |                           |  |  |
|---|-------------------------------|------------------------|-------------------------|---|-----------------------------|---------------------------|--|--|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                        |                         | No  |                             |                           |  |  |
| Category  | Mode of Voting                | No. of Shares held (1) | No. of Votes polled (2) | % of Votes polled on outstanding shares (3)=[(2)/(1)]*100   | No. of Votes –in favour (4) | No. of Votes- Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-voting                      | 12985900               | 12985300                | 99.99   | 12985300                    | 0                         | 100.00   | 0  |
|   | Poll                          |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         |                        | 12985900                | 12985300  | 99.99                       | 12985300                  | 0  | 100.00   |
| Public - Institutions   | E-voting                      | -                      | -                       | -   | -                           | -                         | -  | -  |
|   | Poll                          |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         |                        | -                       | -   | -                           | -                         | -  | -  |
| Public – Non Institutions   | E-voting                      | 7016300                | 18177                   | 0.26  | 18157                       | 20                        | 99.89  | 0.11   |
|   | Poll                          |                        | 210286                  | 2.99  | 210286                      | 0                         | 100.00   | 0  |
|   | Postal Ballot (if applicable) |                        | -                       | -   | -                           | -                         | -  | -  |
|   | Total                         |                        | 7016300                 | 228463  | 3.25                        | 228443                    | 20   | 99.99  |
| Total   |                               | 20002200               | 13213763                | 66.06   | 13213743                    | 20                        | 99.99  | 0.00   |



This is for your information and record.

Thanking you,

Yours Sincerely,

**For ABM Knowledgeware Ltd**

*Ghanekar*

**(Sarika Ghanekar)**  
**Company Secretary**

