



ABM KNOWLEDGEWARE LIMITED

CMMI Level 3 | ISO 9001:2015 | ISO 27001:2013 | ISO 20000-1:2011 Compliant Software & Services Company

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/1729

Date: 17/08/2019

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

Company Code: ABMKNOWLEDGE: 531161

Sub: Summary of proceedings of 26th Annual General Meeting and Voting Results

Dear Sir,

The 26th Annual General Meeting (AGM) of the Company was held on 16th August, 2019 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 17th August, 2019 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



Summary of Proceedings of 26th Annual General Meeting

The 26th Annual General Meeting which was held on 16th August, 2019 at 10.30 a.m. at 1st Floor, Dadar Bhagini Samaj, 3rd 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 except Mr. Devendra Parulekar 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 31st March, 2019 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 31st March, 2019.
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.
4. To re-appoint Statutory Auditors of the Company

SPECIAL BUSINESS:

5. To re-appoint Mr. Sharadchandra Abhyankar as an Independent Director of the Company. (Special Resolution)
6. To reclassify the status of Promoters and Promoters Group Shareholders into Public Category. (Ordinary 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.

The Meeting ended on 16.08.2019 at 12.28 p.m.

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 26th Annual General Meeting

(As per Regulation 44 of Listing Regulations)

Date of Annual General Meeting	16 th August, 2019
Total No. of Shareholders as on book closure	3402
No. of Shareholders present in the meeting either in person or through proxy	
Promoters & Promoters Group	5
Public	89
No. of Shareholders attended the meeting through video Conferencing	
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 st March, 2019 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	12986929	12985300	99.99	12985300	0	100.00	0.00	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0.00	0		0	0	
	Total		12986929	12985300	99.99	12985300	0	100.00	0.00
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total		174000	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-voting	6841271	630	0.01	626	4	99.37	0.63	
	Poll		1422	0.02	1422	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total		6841271	2052	0.03	2048	4	99.81	0.19
Total		20002200	12987352	64.93	12987348	4	100.00	0.00	



Resolution Required (Ordinary / Special)					Ordinary Resolution: Declaration of dividend on Equity Shares for the Financial Year ended 31 st March, 2019.				
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	12986929	12985300	99.99	12985300	0	100.00	0.00	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0.00	0		0	0	
	Total	12986929	12985300	99.99	12985300	0	100.00	0.00	
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total	174000	0	0.00	0	0	0.00	0.00	
Public – Non Institutions	E-voting	6841271	630	0.01	626	4	99.37	0.63	
	Poll		1422	0.02	1422	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total	6841271	2052	0.03	2048	4	99.81	0.19	
Total		20002200	12987352	64.93	12987348	4	100.00	0.00	



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	12986929	989000	7.62	989000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12986929	989000	7.62	989000	0	100.00	0.00
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	174000	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-voting	6841271	630	0.01	466	164	73.97	26.03
	Poll		1422	0.02	1422	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6841271	2052	0.03	1888	164	92.01	7.99
Total		20002200	991052	4.95	990888	164	99.98	0.02



Resolution Required (Ordinary / Special)				Ordinary Resolution: Re-appointment of Statutory Auditors 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	12986929	12985300	99.99	12985300	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12986929	12985300	99.99	12985300	0	100.00	0.00
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	174000	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-voting	6841271	630	0.01	626	4	99.37	0.63
	Poll		1422	0.02	1422	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6841271	2052	0.03	2048	4	99.81	0.19
Total		20002200	12987352	64.93	12987348	4	100.00	0.00



Resolution Required (Ordinary / Special)				Special Resolution: Re-Appointment of Mr. Sharadchandra Abhyankar 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	12986929	12985300	99.99	12985300	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	12986929	12985300	99.99	12985300	0	100.00	0.00
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	174000	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-voting	6841271	630	0.01	466	164	73.97	26.03
	Poll		1422	0.02	1422	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6841271	2052	0.03	1888	164	92.01	7.99
Total		20002200	12987352	64.93	12987188	164	100.00	0.00



Resolution Required (Ordinary / Special)					Ordinary Resolution: Reclassification of status of Promoters and Promoters Group Shareholders into Public Category			
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	12986929	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12986929	0	0.00	0	0	0.00
Public - Institutions	E-voting	174000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		174000	0	0.00	0	0	0.00
Public – Non Institutions	E-voting	6841271	630	0.01	466	164	73.97	26.03
	Poll		1422	0.02	1422	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6841271	2052	0.03	1888	164	92.01
Total		20002200	2052	0.01	1888	164	92.01	7.99



This is for your information and record.

Thanking you,

Yours Sincerely,
For ABM Knowledgeware Limited



(Sarika Ghanekar)
Company Secretary

