



To

BSE.SME Platform

ScipID: HBEL (54259)

SUBJECT: Outcome of the 10th Annual General Meeting

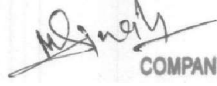
Enclosed as Annexure 1;

Enclosed as Annexure 2

Enclosed as Annexure 3

For Humming Bird Education Limited

For HUMMING BIRD EDUCATION LTD.



COMPANY SECRETARY

Mayank Pratap Singh
Company Secretary and Compliance Officer

**Summary of Proceedings of 10th Annual (Tenth) Annual General Meeting of Humming Bird
Education Limited**

**10th (Tenth) Annual General Meeting ("AGM")
the Company**

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**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING
CONDUCTED DURING 10TH ANNUAL GENERAL MEETING OF HUMMING BIRD
EDUCATION LIMITED**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies
(Management and Administration) Rules, 2014)**

To

The Chairman of Annual General Meeting of Members of Humming Bird Education Limited held on September 30, 2020 at 12:30 P.M. by means of Video Conferencing/Other Audio Visual Means (OAVM) as per the circular of the Ministry of Corporate Affairs (MCA) dated April 8, 2020 on account of the threat posed by Covid-19.

Dear Sir,

Sub: Passing of Resolution(s) through Electronic Voting pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars No. 14/2020, 17/2020, 20/2020 dated April 08, 2020, April 13, 2020 and May 5, 2020 respectively issued by the Ministry of Corporate Affairs and in accordance with Circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "Applicable Circulars")

1. I, Prashant Kumar Gupta, Company Secretary in Whole-time Practice, have been appointed by the Board of Directors of the Company as a scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting conducted during the 10th annual general meeting, carried out as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20(4) and 21(2) of the Companies (Management and Administration) Rules, 2014 ('Rules') and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended by the Applicable circulars issued in this connection both by MCA and SEBI, providing relaxation for manner in which AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the Shareholders and the

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the voting process is restricted to make a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions stated above based on the reports generated from the process of remote e- voting and e-voting conducted during the AGM.

3. Further to the above, I hereby submit my scrutiny report on remote e- voting and e-voting conducted during the Annual General Meeting:

- (i) The remote e-voting period remained open from Sunday, 27th September, 2020 (09:00 A.M.) to Tuesday, 29th September, 2020 (5:00 P.M.).
- (ii) Voting at the AGM under the circulars of the MCA dated April 8, 2020 and April 13, 2020 pertaining to conducting the AGM and clarification on passing Ordinary and Special Resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19.
- (iii) The members of the Company as on the "cut-off" date i.e., 23rd September, 2020 were entitled to vote on the resolutions as set out in the notice of the 10th Annual General Meeting of the Company.
- (iv) The votes casted through remote e-voting facility and e-voting during AGM was subsequently unblocked by me as a Scrutinizer in the presence of Mr. Vinay Kumar Singh and Mr. Anant Prakash who acted as the witness, on 01st October, 2020 during working hours.
- (v) The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e- voting and as well as on poll, if any.
- (vi) Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the members and E-voting during the AGM, were generated from the e-voting website of Central Depository Services Limited ('CDSL') i.e., <https://evotingindia.com>.

4. The details of remote e- voting and e-voting during the AGM (EVSN-200901074) are as under:

a) Ordinary Business:

i.) Adoption of Financial Statements for the Financial Year ended March 31, 2020:-

To consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statement) of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors of the Company and Statutory Auditor thereon, including Annexure(s) thereto.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|------------------|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast | 4,90,996 | 100 | Nil | Nil | Nil | Nil |



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| trough Remote e-voting and E- voting at meeting | | | | | | |
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RESULT: Item No. 1 of the Notice stands Passed with requisite majority.

ii.) Declaration of Final Dividend on Equity Shares for Financial Year ended March 31, 2020:-

To declare Final Dividend on Equity Shares @ 25% (Twenty Five percent) [i.e. Rs. 2.50/- (Rupees Two and Paise Fifty Only) per Equity Shares of Face Value of Rs. 10/- for Financial Year ended March 31, 2020.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|--|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast through Remote e-voting and E-voting at meeting | 4,90,996 | 100 | Nil | Nil | Nil | Nil |

RESULT: Item No. 2 of the Notice stands Passed with requisite majority.

iii.) Re-appointment of Mrs. Vaishali Jain (DIN: 08218792) as a "Director", liable to retire by rotation, who has offered herself for re-appointment:-

To appoint a Director in place of Mrs. Vaishali Jain (DIN: 08218792), Director, who retires by rotation and being eligible, offers herself for re-appointment, as a "Director" of the Company.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|--|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast through Remote e-voting and E-voting at meeting | 4,90,996 | 100 | Nil | Nil | Nil | Nil |

RESULT: Item No. 3 of the Notice stands Passed with requisite majority.

iv.) Re-appointment of Mr. Narender Kumar Jain (DIN: 03133942) as a "Director", liable to retire by rotation, who has offered himself for re-appointment:-

To appoint a Director in place of Mr. Narender Kumar Jain (DIN: 03133942), Director, who retires by rotation and being eligible, offers himself for re-appointment, as a "Director" of the Company.



| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|--|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast through Remote e-voting and E-voting at meeting | 4,90,996 | 100 | Nil | Nil | Nil | Nil |

RESULT: Item No. 4 of the Notice stands Passed with requisite majority.

v.) Appointment of Statutory Auditors

Appointment of M/s. V C A N & Co., Chartered Accountants, Delhi (Firm Registration Number: 125172W) as the Statutory Auditor of the Company.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|--|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast through Remote e-voting and E-voting at meeting | 4,90,996 | 100 | Nil | Nil | Nil | Nil |

RESULT: Item No. 4 of the Notice stands Passed with requisite majority.

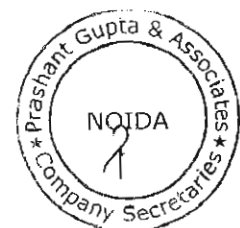
b) Special Business:

vi.) To increase the overall managerial remuneration:

To increase the overall managerial remuneration pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained less voted i.e. invalid votes | |
|--|-----------------------------------|------|------------------------------|------|---|------|
| | Nos. | %age | Nos. | %age | Nos. | %age |
| Total votes cast through Remote e-voting and E-voting at meeting | 4,90,996 | 100 | Nil | Nil | Nil | Nil |

RESULT: Item No. 6 of the Notice stands Passed with special resolution.



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| Whether resolution is passed or not | | Yes | | | | | | |

| S.No | Particulars | Type of Resolution |
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2 Resolution No 2 Declaration of Final dividend on Equity Shares for Financial Year ended March 31, 2020

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| Whether resolution is passed or not | | Yes | | | | | | |

| S.No | Particulars | Type of Resolution |
|-------------|--------------------|---------------------------|
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3 Resolution No 3 To ReAppoint Mrs Vaishali Jain, as a Director liable to retire by rotation, who has offered herself for re appointment;

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| Whether resolution is passed or not | Yes | | | | | | | |

| S No | Particulars | Type of Resolution |
|-------------|--------------------|---------------------------|
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7 Resolution No 7 To Approve limits for borrowing pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and authorized to Board of Directors of the Company;

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| Whether resolution is passed or not | Yes | | | | | | | |

| S No | Particulars | Type of Resolution |
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