



ABM International Limited

REGD. OFFICE : 10 / 60, IND. AREA, KIRTI NAGAR, NEW DELHI-110015
PHONES : 25927878, 25927699, 41426055
FAX : 91-11-41426044, E-mail : abmintl@vsnl.com
CIN No. : L51909DL1983PLC015585, Website : www.abmintl.in
NSC TRADING SYMBOL - ABMINTLTD

3rd March, 2017

The Manager,
Listing Compliance
National Stock Exchange of India Limited (NSE)
Exchange Plaza, BandraKurla Complex,
Bandra East, Mumbai - 400051

Sub: 1) Proceedings of Postal Ballot as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2) Scrutinizer Report and declaration of the Results of Postal Ballot (including e-voting) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is in furtherance to our letter dated 1st February, 2017 in relation to the Notice of Postal Ballot and E-voting to the members seeking their approval through Ordinary Resolution for Increase in Authorised Share Capital of the company and consequent alteration in the Memorandum of Association of the company and Issue of Bonus Shares by way of Capitalisation of Free Reserves.

Post-closing of the voting period on 2nd March, 2017, the Scrutinizer, Mr. R. S Bhatia, Company Secretary in Practice, has submitted its report on the results of Postal Ballot (including E-voting) on 3rd March, 2017. Based on the report of Scrutinizer, I, Virender Kumar Gandhi, Chairman & Managing Director, declared the voting results at 1.00 P.M. today at registered office situated at 10/60, Industrial Area, Kirti Nagar, New Delhi 110015.

Brief details of items deliberated are as below:

S. No.	Particulars	Resolution Required	Mode of Voting
1	Increase in Authorised Share Capital of the company and consequent alteration in the Memorandum of Association of the company	Ordinary Resolution	E-voting and Postal Ballot
2	Issue of Bonus Shares by way of Capitalisation of Free Reserves	Ordinary Resolution	E-voting and Postal Ballot



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Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Ordinary Resolution in the aforesaid Postal Ballot Notice has been passed with the requisite majority by the members of the Company.

The details of the voting results in the format specified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer Report are enclosed.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For ABM INTERNATIONAL LIMITED

(Virender Kumar Gandhi)
Chairman & Managing Director

Encl: as above

R. S. Bhatia

M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514

J-17 (Basement), Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
Service Tax No. AAFPB5130MST001
Email: bhatia_rs@hotmail.com
Service Category:-Company Secretary in Practice

SCRUTINIZER'S REPORT

(Pursuant to the Section 108 & 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable.)

To
The Chairman,
M/s ABM International Limited
CIN: L51909DL1983PLC015585
~~10/60, Industrial Area,~~
Kirti Nagar, New Delhi-110015

Sub: Scrutinizer's Report on voting by Postal Ballot and E-voting in respect of passing the Resolutions contained in the Notice of postal Ballot dated 23rd January, 2017.

Dear Sir,

I, R.S. BHATIA, Company Secretary in Practice, appointed by the Board of Directors of ABM International Limited ("the Company") as scrutinizer for the purpose of Scrutinizing the E-voting and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority on E-voting and Postal Ballot carried out as per the provisions of Sections 108 & 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendment thereon on the resolution set out in the Notice of the Postal Ballot dated 23rd January, 2017.

The Postal Ballot Notice along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the company by physical mode and electronic mode through e-mails, (for those members who have provided e-mail ids) and whose names appeared in the Register of Members / Record of Depository as on Friday, 20th January, 2017.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the members of the Company through Postal Ballot and E-voting process.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Companies



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(Management and Administration) Amendment Rules, 2015 respectively in respect of providing voting through postal ballot and e-voting.

- The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday, January 20, 2017 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated 23rd January, 2017.
- The e-voting period remained open from Wednesday, February 1, 2017 (09.00 A.M.) and ends on Thursday, March 2, 2017 (05.00 P.M.).
- The Postal Ballots forms received up to the close of working hours on Thursday, 2nd March, 2017 (05.00 P.M.) being the last date and time fixed by the Company for receipt of the Postal Ballot forms, were considered for scrutiny for the purpose of this report.
- The votes were unblocked on 2nd March, 2017 after 05.00 P.M. in the presence of two witnesses, who are not in the employment of the Company.
- The details containing list of the Shareholders who vote for or against the resolutions that was put to vote was downloaded from the e-voting website of M/s Central Depository Services Limited (CDSL) (www.evotingindia.com)
- I have not received any defaced or mutilated ballot papers. No duplicate ballot forms were issued by the Company.
- The results of the Postal Ballot and e-voting are as under:

(A) As an Ordinary Resolution- Item No. 1

Increase in Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.

	Number of Members voted through E-Voting	Number of votes cast (shares) - E-voting	Number of members voted- Postal Ballot	Number of votes cast (shares) - Postal Ballot	Total number of votes cast through E-voting and Postal Ballot	% of total no. of valid votes cast
(i) Voted in favour of the resolution	37	1792690	4	1400	1794090	100
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL	NIL
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL

(B) As an Ordinary Resolution- Item No. 2



R. S. Bhatia

M.A., F.C.S.

Company Secretary in Practice

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Issue of Bonus Shares by way of Capitalisation of Free Reserves.

	Number of Members voted through E- Voting	Number of votes cast (shares) - E-voting	Number of members voted- Postal Ballot	Number of votes cast (shares) - Postal Ballot	Total number of votes cast through E- voting and Postal Ballot	% of total no. of valid votes cast
(i) Voted in favour of the resolution	37	1792690	4	1400	1794090	100
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL	NIL
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL

10. All of the above mentioned resolutions are with requisite majority. The results of the Postal Ballot and E-voting in respect of the above resolutions may accordingly be declared by the Chairman of the Company.
11. The details containing the list of equity shareholders who voted for or against for the resolution along with the postal ballot and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,


(R.S. BHATIA)

Scrutinizer

Company Secretary in Practice

CP No. 2514



Place: New Delhi

Date: 03.03.2017

Witness 1

Name: Narenderkaur
Add: F-3/286 Sangamvihar
New Delhi

Signed by: Chairman

Name: Virender Kumar Gandhi

Designation: Chairman and Managing Director

DIN: 00244762


For ABM International Limited

Managing Director

Witness 2

Name: Swati Kanyal
Add: J-17, Lajpat Nagar
New Delhi

ABM INTERNATIONAL LIMITED

10/60, KIRTI NAGAR
INDUSTRIAL AREA
NEW DELHI-110015

ABM INTERNATIONAL LIMITED – CIN L51909DL1983PLC015585

Date of the General Meeting	3 rd March, 2017 (Date of Declaration of results of Postal Ballot and e-voting)
Total number of shareholders on record date (20.01.2017)	236
No. of shareholders present in the meeting either in person or through proxy: Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoter Group: Public:	Not Applicable Not Applicable

Agenda-wise disclosure

ITEM NO. 1: Increase in Authorised Share Capital of the company and consequent alteration in the Memorandum of Association of the company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled votes on shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of votes against	% Votes in favour (6)=[(4)/(2)]*100	% of Votes against (7)=[(5)/(2)]*100	
									Resolution required: (Ordinary/Special)
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes (to the extent of their shareholding)							
Promoter and Promoter Group	E-Voting Poll	1454040	1454040	100	1454040	NIL	100	NIL	
	Postal Ballot								
	Total	1454040	1454040	100	1454040	NIL	100	NIL	
Public-Institutions	E-Voting Poll								
	Total								
	Total								
Public-Non Institutions	E-Voting Poll		338650	66.93	338650	NIL	100	NIL	
	Postal Ballot		1400	0.28	1400	NIL	100	NIL	
	Total	505960	340050	67.21	340050	NIL	100	NIL	
Total		1960000	1794090	91.54	1794090	NIL	100	NIL	

ITEM NO. 2: Issue of Bonus Shares by way of Capitalisation of Free Reserves

Resolution required: (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes (to the extent of their shareholding)							
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	1454040	1454040	100	1454040	NIL	100	NIL
	Poll							
	Postal Ballot							
	Total	1454040	1454040	100	1454040	NIL	100	NIL
Public-Institutions	E-Voting							
	Poll							
	Total							
	E-Voting							
	Poll							
	Total							
Public-Non Institutions	E-Voting		338650	66.93	338650	NIL	100	NIL
	Poll							
	Postal Ballot		1400	0.28	1400	NIL	100	NIL
	Total	505960	340050	67.21	340050	NIL	100	NIL
Total		1960000	1794090	91.54	1794090	NIL	100	NIL

We hope you will find the same in order and kindly keep the same in your records.

Yours Faithfully

For ABM International Limited

ABM INTERNATIONAL LIMITED

10/60, KIRTI NAGAR
INDUSTRIAL AREA,
NEW DELHI-110015

Virender Kumar Gandhi
Chairman & Managing Director
DIN: 00244762