

**R.S.Bhatia**  
**M.A., F.C.S.**  
**Company Secretary in Practice**

**J-17, (Basement) Lajpat Nagar III,**  
**New Delhi-110024**  
**Ph. 011-41078605**  
**Mob: 9811113545**  
**Pan No. AAFPB5130M**  
**Service Tax No. AAFPB5130MST001**  
**Email: bhatia\_r\_s@hotmail.com**  
**Service Category:-Company**  
**Secretary in Practice**

FORM No. MGT-13  
Report of Scrutinizer(s)

(Pursuant to the Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman  
ABM International Limited  
10/60, Industrial Area,  
Kirti Nagar, New Delhi-110015

**Dear Sir,**

I, R.S. BHATIA, appointed as scrutinizer(s) for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders of *ABM International Limited*.

Held on Friday, the 19th day of September, 2014, at 4:00 P.M. at the Registered office of the company at 10/60, Industrial Area, Kirti Nagar, New Delhi-110015, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One(1)- ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained with the Registrar and transfer agents of the Company and the authorization/proxies lodged with the Company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated an invalid and kept separately.
4. The result of the poll is as under:



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

*To receive, consider, approve and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit & Loss and Cash flow Statement for the year ended on that date together with report of the Directors and Auditors thereon.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	NIL

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

*To appoint a Director in place of Mrs. Sangeeta Gandhi who retires by rotation and, being eligible, offers herself for re –appointment.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of	Total			





	members (in person or by proxy) whose votes were declared invalid	number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

(C) As an Ordinary Resolution- Item No. 3. Passed with requisite majority  
*To declare Dividend on Equity Shares for the Financial Year 2013-14.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

(D) As an Ordinary Resolution- Item No. 4. Passed with requisite majority  
*To Appoint M/s. Salarpuria & Partners, Chartered Accountants (Firm Registration Number: 302113E) as Statutory Auditor of the company and fix their Remuneration.*



	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

(E) As an Ordinary Resolution- Item No. 5. Passed with requisite majority  
*Appointment of Mr. Suresh Singh Virenderanath Rana as an Independent Director.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	44	1041240	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			





(iii) Invalid Votes			NIL	NIL	
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(F) As an Ordinary Resolution- Item No. 6. Passed with requisite majority

*Appointment of Mr. Mannapra Sundaraiyer Venkateswarn as an Independent Director.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

(G) As an Ordinary Resolution- Item No. 7. Passed with requisite majority

*Borrowing Powers of The Board*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL



	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

(H) As an Ordinary Resolution- Item No. 8. Passed with requisite majority  
*Creation of Charges on the Movable and Immovable Properties of the Company, both present and future, in respect of Borrowings.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	





- (I) As a Special Resolution- Item No. 9. Passed with requisite majority  
*Adoption of new Articles of Association of the Company.*

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes			NIL	NIL	

- (J) As a Special Resolution- Item No. 10. Passed with requisite majority  
*Direct Listing of Securities of Companies at BSE-SME Segment.*


	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	3	3200	45	1828880	100%
(ii) Voted against the resolution	NIL	NIL	NIL	NIL	NIL
	Total No. of members (in person or by proxy) whose	Total number of Votes cast by them			



	votes were declared invalid				
(iii) Invalid Votes			NIL	NIL	

5. A compact Disc Containing a List of Equity shareholders who Voted "For" & "Against" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other records were sealed and handed over to the company Secretary/ Director authorized by the Board for safe keeping.
7. The combined result of votes (electronic & physical) is annexed as Annexure 1 with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

Thanking you,  
Yours faithfully,

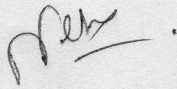
  
(R.S. BHATIA)



Place: New Delhi

Date: 19.09.2014.

Witness 1



Witness 2

