



HBEL/BSE/2020-21/11

Date: 12<sup>th</sup> May, 2020

To,

**BSE SME Platform**

25<sup>th</sup> Floor, P.J. Towers, Dalal Street,  
Fort, Mumbai – 400 001

E-mail - corp.comm@bseindia.com

**Scrip ID: HBEL (542592)**

**SUBJECT: SUBMISSION OF PROCEEDINGS AND VOTING RESULTS OF THE EXTRA ORDINARY GENERAL MEETING OF THE HUMMING BIRD EDUCATION LIMITED HELD ON 11<sup>TH</sup> MAY, 2020.**

Dear Sir,

We hereby inform that the Extra Ordinary General Meeting of the Company was held on 11<sup>th</sup> May, 2020 at 03:00 P.M. through video conferencing as per the circular issued by the Ministry of Corporate Affairs (MCA) dated 08<sup>th</sup> April, 2020. All the items of the business contained in the Notice of the Extra Ordinary Meeting were transacted and passed by the Members.

In this regard, please find enclosed the followings:

1. Consolidated Voting Results of the business transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations- *Annexure A*
2. The Scrutinizer's Report dated 12<sup>th</sup> May, 2020 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014- *Annexure-B*

The meeting was concluded at 03:30 P.M.

The Voting results along with the Scrutinizer Report shall be available on the Company's website at [www.hummingbirdeducation.com](http://www.hummingbirdeducation.com).

This is for your information and record.

Thanking You,  
Yours faithfully,

**For Humming Bird Education Limited**

For HUMMING BIRD EDUCATION LTD.

  
COMPANY SECRETARY

**Mayank Pratap Singh**  
**Company Secretary and Compliance Officer**

HUMMING BIRD EDUCATION LTD. (CIN No. U80221DL2010PLC207436)

REGD. OFFICE: 1374-1375, 2<sup>nd</sup> FLOOR, KATRA LEHSWAN, CHANDNI CHOWK, DELHI – 06

Unit No. 705, 7th Floor, GD-ITL Tower, Plot No. B-08, Netaji Subhash Place, Pitampura, New Delhi - 110034

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## Annexure-A

In terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we furnish herein below the details of the consolidated results of remote e-voting and voting through ballot papers at Extra Ordinary General Meeting in the prescribed format:

Name of the Company	Humming Bird Education Limited
CIN	L80221DL2010PLC207436
Book Closure Date	04 <sup>th</sup> April, 2020 to 10 <sup>th</sup> April, 2020
Total number of Shareholders on Cut off Date	75

- Cut off date for the purpose of determining the shareholders eligible to vote was 04<sup>th</sup> April, 2020.

### No. of shareholders present in the meeting either in person or through proxy:

Shareholder	In Person or through proxy	Total
Promoter and Promoter Group	0	0
Public Shareholders	0	0

### No. of shareholders attended the meeting through Video Conferencing:

Promoter and Promoter Group	2
Public Shareholders	3

### Details Agenda wise:

#### Special Business:

S. No.	Particulars	Type of Resolution
1.	Appointment Statutory Auditor to fill Casual Vacancy	Ordinary Resolution

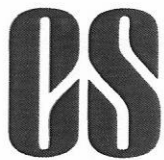
### Resolution No. 1: Appointment of Statutory to fill Casual Vacancy:

Resolution required: Ordinary/Special				Ordinary				
Whether promoter/promoter group are interested in agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes-favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group (A)	E-Voting	279,996	-	-	-	-	-	-
	Poll/Ballot Paper		279,996	100	279,996	0.00	100	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		279,996	100	279,996	0.00	100	0.00
Public-Institutions (B)	E-Voting	-	-	-	-	-	-	-
	Poll/Ballot Paper		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-

	applicable)							
	<b>Total</b>	-	-	-	-	-	-	-
Public- Non Institutions (C)	E-Voting		-	-	-	-	-	-
	Poll/Ballot Paper		28,000	100	28,000	0.00	100	0.00
	Postal Ballot (if applicable)	28,000	-	-	-	-	-	-
	Total	28,000	28,000	100	28,000	0.00	100	0.00
Total (A+B+C)		307,996	307,996	100	307,996	0.00	100	0.00
<b>Whether resolution is passed or not</b>		<b>Yes</b>						

For HUMMING BIRD EDUCATION LTD.

  
COMPANY SECRETARY



**REPORT OF SCRUTINIZER**

**(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 Extra Ordinary General Meeting of Members of Humming Bird Education Limited held on May 11, 2020 at 03:00 P.M. through video conferencing 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:** Consolidated Scrutinizer's Report on remote e-voting and ballot papers received from the shareholders pertaining to the Extra Ordinary General Meeting of Humming Bird Education Limited

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 ballot papers received from shareholders, 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') to ascertain the requisite majority in respect of resolutions (Item no. 1) contained in the notice to the Extra Ordinary General Meeting (EGM) of the Company, held on Monday, May 11, 2020 at 03:00 P.M. through video conferencing.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the notice to the Extra Ordinary General Meeting of the members of the Company. My responsibility as a scrutiner for 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 ballot paper.
3. Further to the above, I hereby submit my scrutiny report on remote e- voting and voting by ballot papers at the Extra Ordinary General Meeting:
  - (i) The remote e-voting period remained open from Friday, 08<sup>th</sup> May, 2020 (11:45 A.M.) to Sunday, 10<sup>th</sup> May, 2020 (5:00 P.M.).
  - (ii) Voting at the EGM under the circulars of the MCA dated April 8, 2020 and April 13, 2020 pertaining to conducting the EGM 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.



**Add:** F-07, B-127, Sector - 2, Noida, UP - 201301

**Tel.:** 0120-4130602 | **Mob:** 9873412790, 9873890903

**Email:** csprashantgupta@gmail.com, csanatprakash@gmail.com

- (iii) The members of the Company as on the "cut-off" date i.e., 04<sup>th</sup> April, 2020 were entitled to vote on the resolutions (Item No. 1) as set out in the notice of the Extra Ordinary General Meeting of the Company.
  - (iv) The votes casted was subsequently opened by me on 12<sup>th</sup> May, 2020 during working hours in the presence of two witnesses, who are not in employment of the Company.
  - (v) Thereafter, the poll papers were diligently scrutinised and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (RTA) of the Company and the authorisations/ proxies lodged with the Company.
  - (vi) As stated above, the remote e- voting period ended at 5:00 P.M. on 10<sup>th</sup> May, 2020. The votes cast on remote e- voting were unblocked by me during the working hours in the presence of two witnesses, who are not in the employment of the Company.
  - (vii) 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.
  - (viii) The ballot papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately, if any.
  - (ix) List of Equity Shareholders, who voted electronically, "FOR" or "AGAINST", each of the resolutions that were put to vote, 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 (EVSN-200428001) and ballot papers received at the Extra Ordinary General Meeting are as under:

**a) Resolution No. 1: Ordinary Resolution**

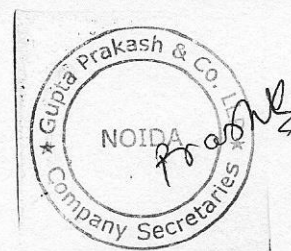
**To Appoint Statutory Auditor to fill casual vacancy.**

- (i) Total Votes cast for the resolution:

Mode of Voting	Number of members voted	Numbers of votes cast by them
E-Voting	0	0
Ballot at EGM	05	3,07,996

- (ii) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Numbers of valid votes cast by them	% of total number of valid votes casts
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E-Voting	0	0	0
Ballot at EGM	05	3,07,996	100

(iii) Voted against the resolution:

Mode of Voting	Number of members voted	Numbers of valid votes cast by them	% of total number of valid votes casts
E-Voting	0	0	0
Ballot at EGM	0	0	0

(iv) Invalid Votes

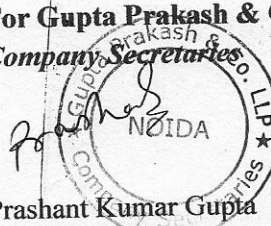
Mode of Voting	Number of members whose votes were declared invalid	Number of invalid votes cast by them
E-Voting	0	0
Ballot at EGM	0	0

**RESULT: The Resolution No. 1 is passed as Special Resolution.**

5. The Register and all other papers relating to remote e- voting and physical ballot shall remain under my safe custody until the Chairman considers, approves and sign the minutes and thereafter I will return the register and other related papers to the Company.

Thanking You

**For Gupta Prakash & CO. LLP**  
**Company Secretaries**

  
 Prashant Kumar Gupta  
 M. No.: 9218  
 CP. NO.: 10853

Date: 12.05.2020  
 Place: Noida UP

UDIN: F009218B000230142