

Date: September 30, 2022

To,

BSE SME Platform
25th Floor, P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001
E-mail - corp.comm@bseindia.com

Scrip ID: HBEL (542592)

Subject: Voting Results and Consolidated Scrutinizer's Report of 12th Annual General Meeting of Humming Bird Education Limited (“the Company”)

Dear Sir/Ma’am,

We wish to inform that the 12th Annual General Meeting of the Company was held on Thursday, September 29, 2022. In this regard, please find attached herewith the following:

1. Voting Results of the Annual General Meeting in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Scrutinizer's Report in compliance with Rule 20 of Companies (Management and Administration) Rules, 2014.

You are requested to take the same on records.

Thank You,

For Humming Bird Education Limited

Paramjeet Singh
Company Secretary & Compliance Officer

Humming Bird Education Limited	
Voting Results of AGM	
Details of venue voting and remote e-voting Results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of following resolutions:	
Date of the AGM	29.09.2022
Total number of shareholders on cut-off date i.e. September 22, 2022	67
E-Voting Start Date	26.09.2022
E-Voting End Date	28.09.2022
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group: Public:	Not Applicable
No. of shareholders present in the meeting through Video Conferencing: Promoters and Promoters Group: Public:	6 3 3

1. <u>Ordinary Resolution</u>		To receive consider and adopt: a. the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with Reports of the Board of Directors and Auditors there on; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 together with the report of the Auditors there on.						
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	458999	458996	99.99	458996	0	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		458996	99.99	458996	0	99.99	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non- Institutions	E-Voting	154001	1000	0.65	1000	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1000	0.65	1000	0	100	0.00
Total		613000	459996	75.04	459996	0	100	0.00

2. Ordinary Resolution		To appoint a Director in place of Mrs. Vaishali Jain (DIN: 08218792) who retires by rotation and being eligible, offers herself for re-appointment.						
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	458999	458996	99.99	458996	0	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		458996	99.99	458996	0	99.99	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non- Institutions	E-Voting	154001	1000	0.65	1000	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1000	0.65	1000	0	100	0.00
Total		613000	459996	75.04	459996	0	100	0.00

3. Ordinary Resolution		Re-appointment of Mr. Narender Kumar Jain (DIN: 03133942) who retires by rotation and being eligible, offers himself for re-appointment.						
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	458999	458996	99.99	458996	0	99.99	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		458996	99.99	458996	0	99.99	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non- Institutions	E-Voting	154001	1000	0.65	1000	0	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1000	0.65	1000	0	100	0.00
Total		613000	459996	75.04	459996	0	100	0.00



G GUPTA AND ASSOCIATES

(Company secretaries)

Office : F-7/52, Sector-15, Rohini, Delhi -110089

Mobile : +91 9868668185

Email : csgauravguptaonline@gmail.com, gguptaandassociates@gmail.com

Ref. No.

Date.

Dated 30th September 2022

**To,
The Chairman,
12th Annual General Meeting
Humming Bird Education Limited
CIN: L80221DL2010PLC207436
A-95/3, Second Floor, Wazirpur Industrial Area,
Delhi - 110052**

Dear Sir,

At the outset, we express our gratitude to the Company for appointing us as Scrutinizer for Remote E-Voting (Prior to AGM) and E-Voting (During AGM) by members of the Company during 12th Annual General Meeting of the Company held on 29th September, 2022, at 01:30 P.M. (IST) through video conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Consolidated Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**For G Gupta & Associates
(Company Secretaries)**


**Gaurav Gupta
(Proprietor)
(Practicing Company Secretary)
M. No. 10940 CP No. 15523
Peer Review Certificate No. 2010/2022
UDIN: F010940D001105704**



Encl - Consolidated Scrutinizer Report



G GUPTA AND ASSOCIATES

(Company secretaries)

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Email : csgauravguptaonline@gmail.com, gguptaandassociates@gmail.com

Ref. No.

Date.

CONSOLIDATED SCRUTINIZER(S) REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015]

To,
The Chairman,
12th Annual General Meeting
Humming Bird Education Limited
CIN: L80221DL2010PLC207436
A-95/3, Second Floor, Wazirpur Industrial Area,
Delhi - 110052

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted prior to the 12th Annual General Meeting (the "AGM") of the Equity Shareholders of Humming Bird Education Limited (CIN: L80221DL2010PLC207436) (the "Company") held on Thursday, September 29th, 2022, at 01.30 P.M. (IST) through Video Conferencing ('VC')/Other Audio Visual means ('OAVM') & E-voting during AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations 2015 (SEBI Listing Regulations) as amended.

1. I, Gaurav Gupta, Proprietor of G Gupta & Associates (Company Secretaries), Practicing Company Secretary, (Membership No. FCS 10940/C.P No.15523) having office at F-7/52, Sector 15, Rohini, Delhi - 110089 have been appointed as Scrutinizer by Board of Directors of the company in terms of Board Resolution passed in meeting of Board of Directors of the Company dated 31.08.2022 for the purpose of scrutinizing the Remote E-Voting and E-Voting during the AGM as per the provisions of Section 108 of the Companies Act, 2013 (The Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (MGT Rules) read with amendment thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with amendment thereto on the businesses contained in Notice of the 12th AGM of the Company.
2. In terms of Regulation 44 of the Listing Regulations as amended and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the MGT Rules in connection with all resolutions proposed at the 12th AGM, the Company availed services of National Securities Depository Limited (NSDL) and provided Remote E-Voting facility and facility of Electronic Voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through Remote E-voting facility provided by the Company.



3. The management of the Company is responsible to ensure compliance of the requirements of the Act, rules, circulars and notifications issued by Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and SEBI Listing Regulations on the businesses set out in the Notice of the 12thAGM. My responsibility as a Scrutinizer, is restricted in making a Consolidated Scrutinizer's Report of the votes cast **"IN FAVOUR"** or **"AGAINST"** the businesses set out in the Notice of 12th AGM, based on the reports generated from E-voting system of NSDL, the authorized agency engaged by the Company.
4. The Remote E-Voting period of the company as at the "Cut off date" September 22nd, 2022, commenced on Monday, 26th September, 2022 at 09.00 A.M. (IST) and ended on Wednesday, 28th September, 2022 at 05.00 P.M. (IST) and NSDL Remote E -Voting Platform was blocked thereafter.
5. The Company had also provided E-Voting facility to the shareholders/members present at the AGM through VC/OAVM and who had not cast their votes earlier. The Shareholders of the company of the Company holding shares as on "the Cut of Date" of September 22nd, 2022 were entitled to vote on the resolutions as contained in the Notice of the 12thAGM; The NSDL E-voting platform was re-opened during the AGM and kept on for 15 Minutes after the AGM.
6. After conclusion of E-voting at the AGM, the vote cast through Remote E-voting/E -Voting at AGM were then unblocked in presence of two witnesses Mr. Nitin Sharma S/O Sompal Sharma R/o H. No. 151, KH No. 23/19, Kunwar Singh Nagar, Nangloi, Delhi 110041 and Mr. Deepak Kumar S/o Shri Babulal Sharma R/o Village Siriyawan Mohanpur Gaya, Bihar 824232 who are not in employment of the company.

The votes cast under Remote E-voting facility & E-Voting during AGM was unblocked. I have scrutinized and reviewed Remote E-Voting prior to AGM and E-Voting during the AGM and votes cast therein based on the data downloaded from the NSDL E-Voting system through its website <https://www.evoting.nsdl.com/>

7. I now submit the Consolidated Report as under:



RESOLUTION NO.1: ORDINARY RESOLUTION

To receive, consider and adopt Annual Audited Financial Statements and Reports thereon:

1. Voted in Favour of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
5	459996	100%

2. Voted against the resolution:

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
0	0	0

3. Invalid Votes:

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
NIL	NA	NA

Therefore, the Resolution No.1 has been approved with requisite majority. Details of Remote E-Voting and E-Voting at AGM are given in **Annexure -A**.

RESOLUTION NO.2: ORDINARY RESOLUTION

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

1. Voted in Favour of the resolution

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
5	459996	100

2. Voted against the resolution:

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
0	0	0

3. Invalid Votes:

Number of Members Voted	Number of Valid votes cast by them	% of total number of valid votes cast
NIL	NA	NA

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of Remote E-Voting and E-Voting at AGM are given in **Annexure- B**.



RESOLUTION NO.3: ORDINARY RESOLUTION

Re-appointment of Mr. Narender Kumar Jain (DIN: 03133942) who retires by rotation and being eligible, offers himself for re-appointment.

Voted in Favour of the resolution

Number of Members Voted	Number of Valid votes cast by them	votes	% of total number of valid votes cast
5	459996		100%

1. Voted against the resolution:

Number of Members Voted	Number of Valid votes cast by them	votes	% of total number of valid votes cast
NIL	NA		NA

2. Invalid Votes:

Number of Members Voted	Number of Valid votes cast by them	votes	% of total number of valid votes cast
NIL	NA		NA

Therefore, the Resolution No.3 has been approved with requisite majority. Details of Remote E-Voting and E-Voting at AGM are given in **Annexure- C**.

8. The electronic data and E-Voting Registers including other relevant records shall remain in my custody until the Chairman considers, approves and sign the minutes of the aforesaid AGM and thereafter I shall hand over the said registers and records to the Company Secretary/ Director authorized by the Board for the safe keeping.
9. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 12th Annual general Meeting of the company to announce the results of the meeting.




10. Restriction on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of **M/s Big Share Services Private Limited** (the RTA). This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking You,

Yours Faithfully,

**For G Gupta & Associates
(Company Secretaries)**


**Gaurav Gupta
(Proprietor)
(Practicing Company Secretary)
M. No: 10940, C.P No: 15523
UDIN: F010940D001105704
Peer Review - 2010/2022**



Counter signed by Authorised
Signatory

Place- New Delhi
Date- 30.09.2022

Encl - Annexures

Annexure -A

Details of Remote E -Voting and E-Voting at AGM for Resolution No. 1 are as under:

Particulars		No. of Votes	No. of Equity Shares	Paid up Value of Equity Shares (InRs.)
a	Remote E -Voting	459996	459996	4599960
b	E-Voting at AGM	0	0	0
c	Total Votes Received	459996	459996	4599960
d	Less: Invalid no. of votes casted	0	0	0
e	Valid no. of votes casted (Net)	459996	459996	4599960
f	Total no. of votes in Favour of the Resolution	459996	459996	4599960
g	Total no. of votes in Against of the Resolution	0	0	0

Annexure -B

Details of Remote E -Voting and E-Voting at AGM for Resolution No. 2 are as under:

Particulars		No. of Votes	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
a	Remote E -Voting	459996	459996	4599960
b	E-Voting at AGM	0	0	0
c	Total Votes Received	459996	459996	4599960
d	Less: Invalid no. of votes casted	0	0	0
e	Valid no. of votes casted (Net)	459996	459996	4599960
f	Total no. of votes in Favour of the Resolution	459996	459996	4599960
g	Total no. of votes in Against of the Resolution	0	0	0

Annexure -C

Details of Remote E -Voting and E-Voting at AGM for Resolution No. 3 are as under:

Particulars		No. of Votes	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
a	Remote E -Voting	459996	459996	4599960
b	E-Voting at AGM	0	0	0
c	Total Votes Received	459996	459996	4599960
d	Less: Invalid no. of votes casted	0	0	0
e	Valid no. of votes casted (Net)	459996	459996	4599960
f	Total no. of votes in Favour of the Resolution	459996	459996	4599960
g	Total no. of votes in Against of the Resolution	0	0	0

