

Date: 28.09.2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**Ref: Scrip Code 542592**

**Sub: Submission of Voting Results of the 14<sup>th</sup> Annual General Meeting of the Humming Bird Education Limited held on 28<sup>th</sup> September, 2024**

Dear Sir,

We hereby inform that the 14<sup>th</sup> AGM of the Company was held on 28<sup>th</sup> September, 2024 at 01:30 P.M. at the Office at 703-704, A-09, GD-ITL Tower, Netaji Subhash Place, Pitampura, Delhi-110034, India. All the items of the business contained in the Notice of the AGM, were transacted and passed by the Members.

In this regard, please find enclosed the following:

Consolidated Voting Results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure A**

The Scrutinizer's Report dated 28<sup>th</sup> September, 2024 pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B**

The Meeting concluded at 01:55 P.M.

The Voting Results along with the Scrutinizer's Report shall be available on the Company's website at [www.hummingbirdeducation.com](http://www.hummingbirdeducation.com), website of stock exchange (BSE) and the NDSL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and record.

Thanking you,

Yours faithfully

**For Humming Bird Education Limited**

**Shweta Dwivedi**  
**Company Secretary**

Encl: as above

Humming Bird Education Limited Voting Results of 14 <sup>th</sup> Annual General Meeting	
Date of the AGM/ <del>EGM</del>	September 28, 2024
Total number of shareholders on record date	97
<b>No. of shareholders present in the meeting either in person or through Proxy:</b>	
a) Promoters and Promoter Group	5
b) Public	3
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
a) Promoters and Promoter Group	Not Applicable
b) Public	

# Humming Bird

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### Agenda wise disclosure

<b>Resolution No: 1</b>								
<b>Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024;</b>								
a. <b>Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024;</b> b. <b>Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024;</b>								
Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 in 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
<b>Promoter and Promoter Group</b>	E-voting	458999	279996	61.0014	279996	0.0000	100.0000	0.0000
	Poll		179001	38.9981	179001	0.0000	100.0000	0.0000
	Postal Ballot (if applicable)		0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>458997</b>	<b>99.9993</b>	<b>458997</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public Institutions</b>	E-voting	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public-Non Institutions</b>	E-voting	154001	0.0000	0.0000	0.0000	0.0000	100.0000	0.0000
	Poll		17750	11.5259	17750	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		<b>17750</b>	<b>11.5259</b>	<b>17750</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>613000</b>	<b>476747</b>	<b>77.7728</b>	<b>476747</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>

**HUMMING BIRD EDUCATION LIMITED (CIN NUMBER - L80221DL2010PLC207436)**

**A 95/3, 2<sup>ND</sup> FLOOR, WAZIRPUR INDUSTRIAL AREA, DELHI**

**Email: [info@hummingbirdeducation.com](mailto:info@hummingbirdeducation.com) | Web: [www.hummingbirdeducation.com](http://www.hummingbirdeducation.com) |**

**Ph - +91-9999383339**

<b>Resolution No: 2</b>								
<b>To appoint a Director in place of Mr. Narender Kumar Jain (DIN: 03133942), Director, who retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for re- appointment</b>								
Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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 in 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
<b>Promoter and Promoter Group</b>	E-voting	458999	279996	61.0014	279996	0.0000	100.0000	0.0000
	Poll		179001	38.9981	179001	0.0000	100.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	000	0.0000	0.0000	0.0000
	<b>Total</b>		458997	99.9993	458997	0.0000	100.0000	0.0000
<b>Public Institutions</b>	E-voting	0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Poll		0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		0000	0.0000	0.0000	0.0000	0.0000	0.0000
<b>Public-Non Institutions</b>	E-voting	154001	0.0000	0.0000	0.0000	0.0000	100.0000	0.0000
	Poll		17750	11.5259	17750	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0000	0.0000	0.0000	0.0000	0.0000	0.0000
	<b>Total</b>		17750	11.5259	17750	0.0000	100.0000	0.0000
<b>Total</b>		<b>613000</b>	<b>476747</b>	<b>77.7728</b>	<b>476747</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>

**Invalid Votes**

**Promoter and Promoter Group: 458997**

**HUMMING BIRD EDUCATION LIMITED (CIN NUMBER - L80221DL2010PLC207436)**

**A 95/3, 2<sup>ND</sup> FLOOR, WAZIRPUR INDUSTRIAL AREA, DELHI**

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**Ph - +91-9999383339**

<b>Resolution No: 3</b>								
<b>To Consider and approve appointment of Mrs. Rubal Jain (DIN 10573108) as an Independent Director of the Company</b>								
Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 in 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
<b>Promoter and Promoter Group</b>	E-voting	458999	279996	61.0014	279996	0.0000	100.0000	0.0000
	Poll		179001	38.9981	179001	0.0000	100.0000	0.0000
	Postal Ballot (if applicable)		00	0.0000	000	0.0000	0.0000	0.0000
	<b>Total</b>		458997	99.9993	458997	0.0000	100.0000	0.0000
<b>Public Institutions</b>	E-voting	0000	0000	0.0000	0000	0.0000	0.0000	0.0000
	Poll		0000	0.0000	0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0000	0.0000	0000	0.0000	0.0000	0.0000
	<b>Total</b>		0000	0.0000	0000	0.0000	0.0000	0.0000
<b>Public-Non Institutions</b>	E-voting	154001	0000	0.0000	0000	0.0000	100.0000	0.0000
	Poll		17750	11.5259	17750	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0000	0.0000	0000	0.0000	0.0000	0.0000
	<b>Total</b>		17750	11.5259	17750	0.0000	100.0000	0.0000
<b>Total</b>		<b>613000</b>	<b>476747</b>	<b>77.7728</b>	<b>476747</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution No: 4								
To Approve Sub-Division/Split of Every 1 (One) Equity Share of the Company having Face Value of Rs. 10/- (Rupees Ten) each Fully Paid Up into 10 (Ten) Equity Shares of Face Value of Rs. 1/- (Rupees One Each)								
Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 in 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
Promoter and Promoter Group	E-voting	458999	279996	61.0014	279996	0.0000	100.0000	0.0000
	Poll		179001	38.9981	179001	0.0000	100.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		458997	99.9993	458997	0.0000	100.0000	0.0000
Public Institutions	E-voting	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public-Non Institutions	E-voting	154001	0.0000	0.0000	0.0000	0.0000	100.0000	0.0000
	Poll		17750	11.5259	17750	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		17750	11.5259	17750	0.0000	100.0000	0.0000
<b>Total</b>		<b>613000</b>	<b>476747</b>	<b>77.7728</b>	<b>476747</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution No: 5								
To Alteration in Capital Clause of the Memorandum of Association of the Company								
Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 in 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
Promoter and Promoter Group	E-voting	458999	279996	61.0014	279996	0.0000	100.0000	0.0000
	Poll		179001	38.9981	179001	0.0000	100.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		458997	99.9993	458997	0.0000	100.0000	0.0000
Public Institutions	E-voting	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Poll		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
Public-Non Institutions	E-voting	154001	0.0000	0.0000	0.0000	0.0000	100.0000	0.0000
	Poll		17750	11.5259	17750	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		17750	11.5259	17750	0.0000	100.0000	0.0000
<b>Total</b>		<b>613000</b>	<b>476747</b>	<b>77.7728</b>	<b>476747</b>	<b>0.0000</b>	<b>100.0000</b>	<b>0.0000</b>



**Consolidated Scrutinizer's Report**

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

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

**Sub:** Consolidated Scrutinizer's Report on remote e-voting and voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended there under for the 14th Annual General Meeting of M/s. Humming Bird Education Limited ("Company") held on Saturday, the 28th day of September, 2024 at 01:30 P.M. (IST) at 703-704, A-09, GD-ITL Tower, Netaji Subhash Place, Pitampura, Delhi-110034, India.

Dear Sir,

I, Abhay Kumar, Practicing Company Secretary (Membership No: A60309/C.P. No. 22630), have been appointed as the Scrutinizer by the Board of Directors of M/s. Humming Bird Education Limited pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of Scrutinizing the remote e-voting and voting through ballot papers in respect of the resolutions mentioned in the notice (hereinafter referred to as "**the resolutions**") at the 14th Annual General Meeting ("**AGM**") of M/s. Humming Bird Education Limited held on Saturday, September 28, 2024 at 01.30 P.M. (IST) at 703-704, A-09, GD-ITL Tower, Netaji Subhash Place, Pitampura, Delhi-110034, India.

The notice dated September 03, 2024, convening the 14th AGM of the Company along with the statement setting out material facts under section 102 of the Companies Act, 2013, as confirmed by the Company was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories in compliance with the MCA Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 09/2023 dated September 25, 2023 and all other relevant circulars issued by the Ministry of Corporate Affairs (collectively referred to as '**MCA Circulars**'), unless anyone has requested for a physical copy of the same.

The Company had availed the services offered by National Securities Depository Limited's ("**NSDL**") for conducting remote e-voting facility to the Shareholders of the Company.

**Management Responsibility:**

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 read with rules, circular and notifications thereof and the SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, relating to remote e-voting and voting through ballot papers during the AGM on the resolutions contained in the Notice calling the AGM.





**Scrutinizers Responsibility:**

My responsibility as a scrutinizer for the remote e-voting process and voting through ballot papers during the AGM is restricted to scrutinize the said processes and submit a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from the e-voting process system provided by NSDL, the authorized agency engaged by the Company to provide facilities for remote e-voting and votes casted through ballot papers during the AGM.

Further to the above, we submit our report as under.

1. The shareholders of the Company holding shares as on the "cut-off" date i.e., Saturday, September 21, 2024, were entitled to vote on the resolutions as contained in the Notice of the 14th AGM of the Company and their voting rights of Members were in proportion to their shareholding of the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting period commenced on Wednesday, September 25, 2024 at 9:00 A.M. (IST) and ended on Friday, September 27, 2024 at 5:00 P.M. (IST) and the NSDL e-voting platform was disabled thereafter.
3. The facility for voting through ballots paper was provided at the 14th AGM held on Saturday, September 28, 2024, for those members who attended the meeting but had not voted through remote e-voting facility.
4. After completion of voting at the AGM, the votes cast through remote e-voting and voting through ballot papers at the AGM were unblocked in the presence of two witnesses, who are not in the employment of the Company.
5. Further, I have scrutinized and reviewed the e-voting prior AGM and voting through ballot papers during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system and ballot papers.

The consolidated summary of results of remote e- voting and voting at the AGM is annexed herewith as **Annexure-1**.

**Restrictions on Use**

This report has been issued at the request of the Company for (i) submission to BSE Limited, (ii) Placing on the website of the Company and (iii) Placing on the website of the NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, 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 consent in writing.

**CS Abhay Kumar**

**M. No. 60309**

**CP. No.: 22630**

**UDIN: A060309F001365624**



Date: 28.09.2024

Place: Delhi

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**Address:** R-8/2, 3rd Floor, Ramesh Park, Laxmi Nagar, Delhi-110092

**Email:** abhaycsjha@gmail.com **Mobile:** +91-98996 52848



**ORDINARY BUSINESS**

**Resolution No.1- Ordinary Resolution:**

1. Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024;
  - a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024;
  - b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024;

	Remote e-voting		voting during the AGM		Consolidated voting results		
	Number of Member who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	2	279996	5	196751	7	476747	100
Voted in against of the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

**Resolution No.2- Ordinary Resolution:**

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

	Remote e-voting		voting during the AGM		Consolidated voting results		
	Number of Member who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	0	0	2	17,750	2	17,750	100
Voted in against of the resolution	0	0	0	0	0	0	0
Invalid Votes					5	458997	0



**SPECIAL BUSINESS**

**Resolution No.3- Special Resolution:**

**To Consider and approve appointment of Mrs. Rubal Jain (DIN 10573108) as an Independent Director of the Company.**

	Remote e-voting		voting during the AGM		Consolidated voting results		
	Number of Member who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	2	279996	5	196751	7	476747	100
Voted in against of the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

**Resolution No.4- Special Resolution:**

**To Approve Sub-Division/Split of Every 1 (One) Equity Share of the Company having Face Value of Rs. 10/- (Rupees Ten) each Fully Paid Up into 10 (Ten) Equity Shares of Face Value of Rs. 1/- (Rupees One Each).**

	Remote e-voting		voting during the AGM		Consolidated voting results		
	Number of Member who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	2	279996	5	196751	7	476747	100
Voted in against of the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0





**Resolution No.5- Special Resolution:**

**To Alteration in Capital Clause of the Memorandum of Association of the Company.**

	Remote e-voting		voting during the AGM		Consolidated voting results		
	Number of Member who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	2	279996	5	196751	7	476747	100
Voted in against of the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

To conclude we report that all the Resolutions set forth in the Notice dated 03rd September, 2024 has been passed by the Members of the Company with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and voting during the AGM will remain in our custody until the Chairman considers, approves and signs the minutes of the 14th Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

We the undersigned, have witnessed that the votes cast through remote e-voting and voting during the AGM were unblocked in our presence at 05:55 PM on Saturday, September 28, 2024.

1. Ajit Tiwari

2. Ankit Jha



**CS Abhay Kumar**  
**M. No. 60309**  
**CP. NO.: 22630**  
**UDIN: A060309F001365624**

**Countersigned by:**  
**For Humming Bird Education Limited**

**Shweta Dwivedi**  
**Company Secretary**

Date: 28.09,2024

Place: Delhi