



DSJ Keep Learning Limited

FORMERLY KNOWN AS DSJ COMMUNICATIONS LIMITED
CIN: L80100MH1989PLC054329

03rd October, 2023

To,

The Manager – CRD

BSE Limited

Phiroze Jeejeebhoy Tower,

Dalal Street, Fort, Mumbai – 400 001

Scrp Code: 526677

The Manager

National Stock Exchange of India Limited

Exchange Plaza, Bandra – Kurla Complex,

Bandra (East), Mumbai – 400 051

SYMBOL: KEEPLEARN

Dear Sir/Madam,

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 - Details of Voting results of the business transacted at 33rd Annual General Meeting (AGM) of the Company held through Video Conference/Other Audio Visual Means

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we enclose herewith the details regarding the voting results of the business transacted at the 33rd AGM of the Company held on Friday, the 29th day of September, 2023 at 3:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means in the prescribed format.

We are also enclosing herewith the consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM.

Kindly take the same on record.

Thanking you

Yours faithfully

For **DSJ Keep Learning Limited**

(Formerly Known as DSJ Communications Limited)

Jaiprakash Gangwani

Company Secretary & Compliance Officer

ACS No: 55760

Encl.: As above

General information about company

Scrip code	526677
NSE Symbol	KEEPLEARN
MSEI Symbol	NOTLISTED
ISIN	INE055C01020
Name of the company	DSJ Keep Learning Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023
Start time of the meeting	3:00 PM
End time of the meeting	3:45 PM

Scrutinizer Details

Name of the Scrutinizer	CS Anshul Bhatt
Firms Name	Anshul Bhatt & Associates
Qualification	CS
Membership Number	23502
Date of Board Meeting in which appointed	29-08-2023
Date of Issuance of Report to the company	03-10-2023

Voting results

Record date	22-09-2023
Total number of shareholders on record date	21967
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	62
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	29056298	77.1833	29056298	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	29056298	77.1833	29056298	0	100
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	29828313	34.0552	29823295	5018	99.9832	0.0168
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mrs. Kalpana Padode, Director (DIN: 02390915), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re- appointment.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	0	0	0	0	0
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	772015	0.8814	766997	5018	99.35	0.65
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve re-appointment of Mr. Sanjay Padode (DIN: 00338514) as Managing Director of the Company for further term of 5 years designated as “Managing Director and Chairman” of the Company.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	0	0	0	0	0
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	772015	0.8814	766997	5018	99.35	0.65
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve appointment of Mr. Anurup Doshi (DIN: 10235591) as a Director of the Company, liable to retire by rotation.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	29056298	77.1833	29056298	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	29056298	77.1833	29056298	0	100
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	29828313	34.0552	29823295	5018	99.9832	0.0168
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To approve appointment of Mr. Anurup Doshi (DIN: 10235591) as a Whole-Time Director of the Company and fixing his remuneration.			
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	29056298	77.1833	29056298	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	29056298	77.1833	29056298	0	100
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766930	5085	99.3413	0.6587
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766930	5085	99.3413
Total		87588047	29828313	34.0552	29823228	5085	99.983	0.017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve re-appointment of Mr. Pranav Sanjay Padode (DIN:08658387) as Whole Time Director Designated as “Whole Time Director and Chief Executive Officer” of the Company.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	0	0	0	0	0
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	772015	0.8814	766997	5018	99.35	0.65
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve revision of remuneration of Mr. Pranav Sanjay Padode (DIN: 08658387) as Whole Time Director designated as “Whole Time Director and Chief Executive Officer” of the Company.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	37645848	0	0	0	0	0	0
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1239000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	48703199	772015	1.5851	766997	5018	99.35	0.65
Total		87588047	772015	0.8814	766997	5018	99.35	0.65
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party transactions with Centre for Developmental Education, Vijaybhoomi Education Foundation, Vijaybhoomi University, New Bonanza Impex Private Limited, Get Ahead Education Limited, Mr. Sanjay Padode, Sphere Agrotech Limited, Nine Media and Information Services Limited and Sankalp Family Trust.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	0	0	0	0	0
Public-Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	772015	0.8814	766997	5018	99.35	0.65
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Increase in Authorised Share Capital of the Company and Consequential Amendment in Memorandum of Association of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37645848	29056298	77.1833	29056298	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37645848	29056298	77.1833	29056298	0	100
Public- Institutions	E-Voting	1239000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1239000	0	0	0	0	0
Public- Non Institutions	E-Voting	48703199	772015	1.5851	766997	5018	99.35	0.65
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48703199	772015	1.5851	766997	5018	99.35
Total		87588047	29828313	34.0552	29823295	5018	99.9832	0.0168
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Consolidated Scrutinizer's Report
(Voting through remote e-Voting and e-Voting at the Annual General Meeting}
[Pursuant to section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended)

To,

The Chairman/Company Secretary

DSJ Keep Learning Limited

(Formerly Known as DSJ Communications Limited)

Regd. Off.: 419-A, Arun Chambers, 4th Floor,

Next to AC Market, Tardeo, Mumbai - 400034 India

CIN: L80100MH1989PLC054329

Sub.: Consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the 33rd Annual General Meeting of DSJ Keep Learning Limited held on Friday, September 29th 2023 at 3:00 p.m. (1ST) through video conferencing ('VC') / other audio visual means ('OAVM') conducted 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).

Dear Sir,

I, Anshul Bhatt, Proprietor, Anshul Bhatt & Associates, Company Secretaries, C- 714, Veena Velocity-I, Suncity, 100 Feet Road, Vasai (West), Palghar, Maharashtra- 401202, has been duly appointed as the Scrutinizer by the Board of Directors of DSJ Keep Learning Limited (the "Company") vide Resolution passed at their meeting held on August 29th, 2023 in relation to the business conducted at the 33th Annual General Meeting of the Company ("AGM") and held on Friday, September 29th, 2023 at 3:00 P.M. 1ST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") under the provisions of Section 108 of the Companies Act, 2013 (as amended) ("Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) ("Rules") and pursuant to the General Circulars No. 14/2020, No. 17 /2020, No. 20/2020, No. 02/2021, No. 2/2022 and No. 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 respectively (hereinafter, collectively referred as the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, {"SEBI (LODR} Regulations, 2015") and read with the SEBI Circulars No. SEBI/HO/CFD/CMDI/CIR/P/2020/79, No.

SEBI/HO/CFD/CMD2/CIR/P/2021/11, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 respectively (hereinafter, collectively referred as the "SEBI Circulars") and such other provisions as may be applicable in this regard.

Compliances of the provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars, the SEBI (LODR) Regulations, 2015 and the SEBI Circulars relating to holding the AGM through VC/OAVM and voting through electronic means, by the Members of the Company on item Nos. 1 to 9 as contained in the Notice convening the AGM dated August 29th, 2023, are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-Voting and Voting through electronic means at the AGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against", on the Resolutions transacted at the AGM based on the Reports generated from e-Voting system by the Central Depository Services (India) Limited (CDSL) for remote e-Voting as well as e-Voting at the AGM.

A copy of the Notice of AGM dated August 29th, 2023 is available on the website of the Company (<https://www.dskeeplearning.com/announcement.html>), ***(Website recently experienced a malware exposure, which has resulted in a temporary crash of the platform. As a result, shareholders currently will be unable to access the documents uploaded on the website, Company is taking immediate actions to resolve this issue and shortly will intimate to BSE and NSE in a separate announcement)*** and the website of CDSL, the remote e-Voting service providing agency to the Company (www.evotingindia.com). The Notice of AGM has been sent by the Company to the Stock Exchanges on which the Equity Shares of the Company are listed i.e., BSE Limited and National Stock Exchange of India Limited.

I submit my report as under:

1. The Company has appointed CDSL as the agency to provide and facilitate e-Voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted at the said AGM.
2. In terms of requirements of the MCA & SEBI Circulars, as stated above, the Notice of the AGM dated August 29th, 2023 was sent through electronic means on September, 04, 2023 to those Members whose emails were registered with the Company or RTA (M/s. Link Intime India Private limited) or the Depository Participant(s) as on August 29th, 2023.

3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice dated 29th August, 2023 convening the AGM scheduled for 29th September, 2023, that the Company has engaged the services of CDSL to provide remote e-Voting facility and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of businesses transacted at the AGM and the Members who have cast their votes by remote e-Voting may attend the AGM, but shall neither be allowed to change their votes subsequently nor cast votes again during the AGM.
4. The remote e-Voting period commenced on Tuesday 26th September, 2023 at 09:00 A.M. (IST) and ends on Thursday 28th September, 2023 at 05:00 P.M.(IST).
5. The Members of the Company holding shares as on "Cut-off Date" i.e. Friday, 22nd September 2023, were entitled to vote, through remote e-Voting system as well as voting at the AGM through electronic voting system on the proposed Resolutions for item Nos. 1 to 9 as set out in Notice dated 29th August, 2023.
6. The requisite advertisement pursuant to the MCA Circular No. 20/2020 dated May 5, 2020, was published on 30th August, 2023 in the "Financial Express" (English) (All Editions) and "Prathakal" (Marathi) (Mumbai Edition), both also having electronic editions.
7. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013, read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended) and the MCA Circular No. 17 /2020 dated April 13, 2020, was published on 05th September, 2023 in the "Financial Express" (English) (All Editions) and "Prathakal" (Marathi) (Mumbai Edition), both also having electronic editions.
8. The Votes cast through e-Voting at the AGM and through remote e-Voting were unlocked after conclusion of the AGM at 3.45 P.M. on 29th September, 2023, in the presence of 2 {two} witnesses Mr. Santosh Jogle and Mr. Nitin Sawant who are not in the employment of the Company.

9. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and RTA with respect to number of shares held on Friday, 22nd September, 2023, and authentication, wherever required, lodged for the purpose.
10. My liability, if any, for this Report shall be limited to the extent of the professional fees received for the same.
11. Based on details containing list of Members who have cast their votes on remote e-Voting platform and votes cast at the AGM, through e-Voting system, as downloaded from the e-Voting website of CDSL (www.evotinindia.com), the consolidated results on the Resolutions transacted at the AGM held on Friday, 29th September, 2023 are given below:

Summary of total votes casted (aggregate of remote e-Voting) is as follows:

Name of the Company	DSJ Keep Learning Limited
Meeting	33 rd Annual General Meeting
Day, Date and Time	Friday, September 29 th , 2023 at 3.00 P.M.
Deemed Venue	Registered Office situated at 419-A, Arun Chambers, 4th Floor, Next to AC Market, Tardeo, Mumbai - 400034 India
Mode	Video Conferencing (:VC")/ Other Audio-Visual Means ("OAVM")
Total number of Shareholders on Cut-off date	21967
Number of Shareholders attended the meeting through Video Conferencing	68

ORDINARY BUSINESS:

Resolution at Item No. 1- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon.

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	29828313	29823295	99.9832	5018	0.0168	NIL	NIL

Item No. 1 of Notice stands passed with the requisite majority.

Resolution at Item No.2: To appoint a Director in place of Mrs. Kalpana Padode, Director (DIN: 02390915), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re- appointment.

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	772015	766997	99.3500	5018	0.6500	NIL	NIL

Item No. 2 of Notice stands passed with the requisite majority.

SPECIAL BUSINESS:

Resolution at Item No.3: - To approve re-appointment of Mr. Sanjay Padode (DIN: 00338514) as Managing Director of the Company for further term of 5 years designated as “Managing Director and Chairman” of the Company.

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	772015	766997	99.3500	5018	0.6500	NIL	NIL

Item No. 3 of Notice stands passed with the requisite majority.

Resolution at Item No. 4: -To approve appointment of Mr. Anurup Doshi (DIN: 10235591) as a Director of the Company, liable to retire by rotation..

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	29828313	29823295	99.9832	5018	0.0168	NIL	NIL

Item No. 4 of Notice stands passed with the requisite majority.

Resolution at Item No. 5 - To approve appointment of Mr. Anurup Doshi (DIN: 10235591) as a Whole-Time Director of the Company and fixing his remuneration.

Type: **Special Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	29828313	29823228	99.9830	5085	0.0170	NIL	NIL

Item No. 5 of Notice stands passed with number of votes cast in favour of the aforesaid Special Resolution is more than three times the number of votes casts against.

Resolution at Item No. 6: To approve re-appointment of Mr. Pranav Sanjay Padode (DIN:08658387) as Whole Time Director Designated as “Whole Time Director and Chief Executive Officer” of the Company.

Type of Resolution: Ordinary

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	772015	766997	99.3500	5018	0.6500	NIL	NIL

Item No. 6 of Notice stands passed with the requisite majority.

Resolution at Item No. 7 - To approve revision of remuneration of Mr. Pranav Sanjay Padode (DIN: 08658387) as Whole Time Director designated as “Whole Time Director and Chief Executive Officer” of the Company.

Type: **Special Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	772015	766997	99.3500	5018	0.6500	NIL	NIL

Item No. 7 of Notice stands passed with number of votes cast in favour of the aforesaid Special Resolution is more than three times the number of votes casts against.

Resolution at Item No. 8: To approve Material Related Party transactions with Centre for Developmental Education, Vijaybhoomi Education Foundation, Vijaybhoomi University, New Bonanza Impex Private Limited, Get Ahead Education Limited, Mr. Sanjay Padode, Sphere Agrotech Limited, Nine Media and Information Services Limited and Sankalp Family Trust.

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	772015	766997	99.3500	5018	0.6500	NIL	NIL

Item No. 8 of Notice stands passed with the requisite majority.

Resolution at Item No. 9 - To approve Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company.

Type: **Ordinary Resolution**

Manner of Voting	Number of Members voted	Number of votes cast in favour of Resolution		% of total number of valid votes cast		Abstained / less Voted	Invalid Votes
		Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	29828313	29823295	99.9832	5018	0.0168	NIL	NIL

Item No. 9 of Notice stands passed with the requisite majority.

All the Resolutions mentioned in the AGM Notice dated 29th August, 2023, as per the details above stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to Remote E-voting and Electronic voting is under my safe custody and will be handed over to the Chairman or Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you,

For Anshul Bhatt & Associates
Company Secretaries

ANSHUL
BHATT

Digitally signed by ANSHUL
BHATT
Date: 2023.10.03 10:18:49
+05'30'

CS Anshul Bhatt
(Prop.)

Mem. No. 23502

C.P.No. 8589

Date: October 3, 2023

Place: Mumbai

UDIN: A023502E001155567

