



ABM International Limited

REGD. OFFICE : 10 / 60, IND. AREA, KIRTI NAGAR, NEW DELHI-110015
PHONES : 25927878, 25927699, 41426055
E-mail : vkgandhi@abmintl.in | Website : www.abmintl.in
CIN No. : L51909DL1983PLC015585
NSE TRADING SYMBOL - ABMINTLLTD

The Manager
Listing Department
National Stock Exchange of India Ltd,
Exchange Plaza, C- 1, Block G
Bandra Kurla Complex,
Bandra (East), MUMBAI 400 051

21.02.2023

Symbol: ABMINTLLTD

Dear Sir(s),

Sub: Outcome of Postal Ballot (E-voting) Results as per Regulation 44 (3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is in continuation of our letter dated 16th January 2023, regarding the submission of the Postal Ballot Notice ("Notice") seeking approval of the Members of the Company by way of an Ordinary Resolutions for the business as set out in the Notice through Postal Ballot by electronic means only.

In this regard, we would like to inform you that the Members of the Company have approved, with the requisite majority, the Resolutions as set out in the above Notice; for the appointment of Mr. Rajneesh Gandhi (DIN: 00244906) as an Executive Director in the category of Managing Director (Key Managerial Personnel) of the Company for a further period of 3 (Three) year w.e.f. 9th December, 2022 till 8th December, 2025.

Mr. Rajneesh Gandhi is not related to any of the Directors/Key Managerial Personnel except Mrs. Sangeeta Gandhi, Whole Time Director of the Company. It is affirmed that Mr. Rajneesh Gandhi is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Monday, February 20, 2023.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure – I**.



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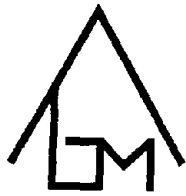
2. Scrutinizer's Report dated February 20, 2023, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure - II** Further, a brief profile of Mr. Rajneesh Gandhi, Managing Director is also enclosed herewith as **Annexure - III**

The above documents are also being hosted on the Company's website i.e. <https://www.abmintl.in> and on the website of CDSL i.e. <https://www.evotingindia.com/>.

We request you kindly take the same on your record.

For ABM INTERNATIONAL LIMITED

(Amit Kumar)
Company Secretary



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DETAILS OF VOTING RESULTS AS THE REQUIREMENTS OF REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

S.NO.	PARTICULARS	DETAILS
1.	Name of the Company	ABM International Limited
2.	Record Date for Postal Ballot	13 th January, 2023
3.	Total no shareholders on the record date	1397
4.	Date of Postal Ballot Notice	16 th January, 2023
5.	Date of Declaration of Results	21 st February, 2023
6.	No .of Shareholders voted through e-voting or through physical ballot:-	44
7.	Promoters and Promoter Group	NIL
	Public - Institution	NA
	Public - Non Institution	44

Resolution No 1: Appointment of Mr Rajneesh Gandhi (DIN: 00244906) as a Director.								
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 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	7027392	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	7027392	-	-	-	-	-	-
Public-Institutions	E- voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions ##	E- voting	2380608	1666251	69.99	1666166	85	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2380608	1666251	69.99	1666166	85	99.99	0.01
Total		94,08,0000	1666251	17.71	1666166	85	99.99	0.01



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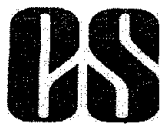
CIN No. : L51909DL1983PLC015585

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Resolution No 2: Appointment of Mr. Rajneesh Gandhi (DIN: 00244906) as Managing Director for the period of three years.								
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 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	7027392	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	7027392	-	-	-	-	-	-
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions ##	E-voting	2380608	1666251	69.99	1666241	10	100	0.0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2380608	1666251	69.99	1666241	10	100	0.0
Total		94,08,0000	1666251	17.71	1666241	10	100	0.0

(Amit Kumar)
Company Secretary

(Sangeeta Gandhi)
Whole Time Director

**Form No. MGT-13**
Scrutinizer's Report**[Pursuant to Section 110 of the Companies Act 2013 and Rule 22 of the Companies**
(Management and Administration) Rules, 2014]

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

Subject: Scrutinizer's Report on Resolutions passed by Postal Ballot through E-voting Process

Pursuant to the resolution passed by the Board of Directors of M/s ABM International Limited on 16th January, 2023, I, Alok Jain, Practicing Company Secretary from M/s Jain Alok & Associates, have been appointed as Scrutinizer for the purpose of scrutinizing the business transacted through Postal Ballot.

In terms of General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022 and 11/2022 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2021, 5th May, 2022, and 28th December, 2022 respectively, as issued by the Ministry of Corporate Affairs, the Company has duly provided facility to its shareholders to cast their votes through remote e-voting process only. Therefore, no physical ballots were dispatched to the shareholders.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the Listing Agreements entered with the Stock Exchanges, relating to postal ballot voting through electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated 16th January, 2023, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. till 5 p.m. on 20th February, 2023.

As stated in sub rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, advertisements were published by the Company one in English language newspaper i.e. "Financial Express" and other in Vernacular language (Hindi) newspaper i.e. "Jansatta", on 18th January, 2023, informing about the completion of dispatch of the Postal Ballot Notices in electronic form to all the shareholders, who have registered their e-mail addresses with the Company/ Registrar and Share Transfer Agent ('RTA') and Depository Participant(s) and whose names were appearing in the Register of Members and Record of the depositories on the cutoff/record date of Friday, 13th January, 2023.

The details of e-voting results for the items placed for consideration by the members are given below:



Item No.1: Appointment of Mr. Rajneesh Gandhi (DIN: 00244906) as a Director.

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) ("the Act") read with Article 161 of the Articles of Association of the Company, Mr. Rajneesh Gandhi (DIN : 00244906), who was appointed as an Additional Director of the Company by the Board of Directors effective December 9, 2022 in terms of the provisions of Section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company."

I. Voted in favour of the Resolution:

	Number of Members who voted	Number of votes cast (shares)	% of total number of valid votes cast (Favour & Against)
Remote E-voting	41	1666166	99.99

II. Voted against the Resolution:

	Number of Members who voted	Number of votes cast (shares)	% of total number of valid votes cast (Favour & Against)
Remote E-voting	3	85	0.01

III. Invalid Votes:

	Number of Members who voted	Number of votes cast (shares)	% of total number of votes cast by them
Remote E-voting	-	-	-

Percentage of votes casted in favour: 99.99%

Percentage of votes casted against: 0.01%

Results:

As the number of votes casted in favour of resolution is more than the number of votes casted against, I report that the Ordinary Resolution as contained in Item No. 1 of the Notice dated 16th January, 2023 is passed with requisite majority. The resolution is deemed to be passed on the last date specified for e-voting i.e. Monday, 20th February 2023.



Item No. 2: Appointment of Mr. Rajneesh Gandhi (DIN: 00244906) as Managing Director

Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“the Act”), read with Article 191 of the Articles of Association of the Company, consent of the Company be and is hereby accorded to the appointment of Mr. Rajneesh Gandhi (DIN: 00244906) as the Managing Director, for a period of 3 (Three) years effective December 9, 2022 upto December 8, 2025, not liable to retire by rotation, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

I. Voted in favour of the Resolution:

	Number of Members who voted	Number of votes cast (shares)	% of total number of valid votes cast (Favour & Against)
Remote E-voting	42	1666241	100.00

II. Voted against the Resolution:

	Number of Members who voted	Number of votes cast (shares)	% of total number of valid votes cast (Favour & Against)
Remote E-voting	2	10	0.00

III. Invalid Votes:

	Number of Members who voted	Number of votes cast (shares)	% of total number of votes cast by them
Remote E-voting	-	-	-

Percentage of votes casted in favour: 100.00%

Percentage of votes casted against: 0.00%

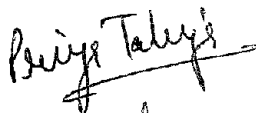


Results:

As the number of votes casted in favour of resolution is more than the number of votes casted against, I report that the Ordinary Resolution as contained in Item No. 2 of the Notice dated 16th January, 2023 is passed with requisite majority. The resolution is deemed to be passed on the last date specified for e-voting i.e. Monday, 20th February 2023.

At the end of the voting period, I have unblocked e-voting results on 20th February, 2023 at 05:15 p.m. in the presence of two witnesses not in the employment of the Company, namely:

Witness 1: Ms. Priya Taluja



Witness 2: Mr. Nikhil Kanojia



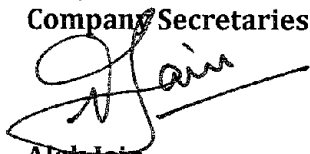
I further report that Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, has been duly complied with. I further report that as per the said rule, the records maintained by me, including the data as obtained from CDSL (the System Provider for the e-Voting facility), which contains all the particulars of the shareholders such as name, folio number/ DP ID/Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related papers are in safe custody which will be handed over to the Chairman of the Company when he approves and signs the minutes of the Meeting.

I further report that as per the Postal Ballot Notice dated 16th January, 2023 and the Board Resolution dated 16th January, 2023, the Chairman or any other person as authorized may declare and confirm the above results of voting in respect of the resolutions referred herein by 22nd February, 2023. The result of the Postal Ballot together with the Scrutinizer's Report would be displayed on the Company's website <https://www.abmintlin>, on the website of CDSL at www.evotingindia.com and shall also be displayed at the Registered Office of the Company while simultaneously being communicated to National Stock Exchange of India Limited where the equity shares of the Company are listed.

I thank you for the opportunity given to act as the Scrutinizer for the above Postal Ballot.

Thanking You.
Yours faithfully,

**For Jain Alok and Associates
Company Secretaries**



Alok Jain

(Scrutinizer)

COP No. 14828

Peer Review No.: 2438/2022

UDIN: A030369D003175830



Date: 20th February, 2023

Place: New Delhi



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Annexure-III

Brief profile of Mr. Rajneesh Gandhi

Reason for change viz., appointment, resignation, removal, death, or otherwise	Appointment of Mr. Rajneesh Gandhi as Executive Director in the category of Managing Director.
Date of appointment cessation (as applicable)	09.12.2022
Term of appointment	3 (Three) Years effective from 9th December 2022.
Brief Profile	<p>Mr. Rajneesh Gandhi has more than 32 years of experience in the field of export of leather garments. He is a proud recipient of annual awards continuously for 5 years from 2012-13 from the Council for Leather Exports. In addition to running a successful export unit with Monthly production of over 100,000 garments and employing over 400 managerial, skilled, and unskilled staff, Mr. Rajneesh Gandhi is also Director and Partner in group companies. He possesses the wide and rich experience to step into the shoes of his illustrious father as Managing Director of ABM International Limited.</p> <p>He holds 1731840 Equity Shares of ABM International Limited.</p>
Disclosure of relationships between directors (in case of appointment of director)	He is a relative of Mrs. Sangeeta Gandhi, Whole Time Director