

03rd October, 2022

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort, Mumbai – 400 001
Scrip 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 32nd 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 32nd AGM of the Company held on Friday, the 30th day of September, 2022 at 2:00 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.

The Report of the Scrutinizer including consolidated e-voting result, will be hosted on the website of the Company – dsjkeeplearning.com and on the website of NSDL-<https://www.evoting.nsdl.com>.

Kindly take the same on record.

Thanking you

Yours faithfully

For DSJ Keep Learning Limited
(Formerly Known as DSJ Communications Limited)

Jaiprakash

Jaiprakash Gangwani
Company Secretary & Compliance Officer
ACS No: 55760



Encl.: As above

32nd AGM of DSJ Keep Learning Limited

Date of AGM : 30th September, 2022

Total number of shareholders on record date i.e. 23-09-2022 : 20911

No. of shareholders present in the meeting either in person or through proxy: Not Applicable

Promoters and Promoter Group:

Public:

No. of shareholders attended the meeting through video conferencing:

Promoters and Promoter Group: 6

Public: 56



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Ordinary)			To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.					
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 – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900961	17200	98.1267	1.8733
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900961	17200	98.1267	1.8733
Total		83226162	25613274	30.7755	25596074	17200	99.9328	0.0672



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Ordinary)			To appoint a Director in place of Mr. Pranav Padode, Whole Time Director & CEO (DIN: 08658387), who retires by rotation and being eligible, offers himself for appointment.					
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 – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900445	17716	98.0705	1.9295
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900445	17716	98.0705	1.9295
Total		83226162	25613274	30.7755	25595558	17716	99.9308	0.0692



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Ordinary)		To appoint M/s. Jayesh Dadia & Associates LLP, Chartered Accountants, (Firm Registration No.: 121142W/W100122) as the Statutory Auditors of the Company and to fix their remuneration.						
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 – Against	% of Votes in favour on votes	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	903147	15014	98.3648	1.6352
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	903147	15014	98.3648	1.6352
Total		83226162	25613274	30.7755	25598260	15014	99.9414	0.0586



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Ordinary)			Approval for appointment of Mr. Atish Kumar Chattopadhyayas an independent director of the company.					
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 – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900961	17200	98.1267	1.8733
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900961	17200	98.1267	1.8733
Total		83226162	25613274	30.7755	25596074	17200	99.9328	0.0672



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Ordinary)			To Approve related party transaction with Sankalp Family Trust.					
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 – 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	33284663	19313213	58.0244	19313213	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19313213	58.0244	19313213	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900711	17450	98.0995	1.9005
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900711	17450	98.0995	1.9005
Total		83226162	20231374	24.3089	20213924	17450	99.9137	0.0863



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Special)			Authority to make investments, give loans, guarantees and provide securities under section 186 of the companies act, 2013.					
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 – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900959	17202	98.1265	1.8735
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900959	17202	98.1265	1.8735
Total		83226162	25613274	30.7755	25596072	17202	99.9328	0.0672



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Special)			Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013.					
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 – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900961	17200	98.1267	1.8733
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900961	17200	98.1267	1.8733
Total		83226162	25613274	30.7755	25596074	17200	99.9328	0.0672



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Special)			Authority to borrow money.					
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 – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	899496	18665	97.9671	2.0329
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	899496	18665	97.9671	2.0329
Total		83226162	25613274	30.7755	25594609	18665	99.9271	0.0729



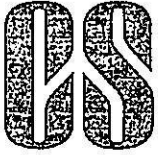
Resolution Required : (Special)			Authority to create mortgages/charges/hypothecation on assets of the company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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	33284663	24695113	74.1937	24695113	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24695113	74.1937	24695113	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	899746	18415	97.9944	2.0056
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	899746	18415	97.9944	2.0056
Total		83226162	25613274	30.7755	25594859	18415	99.9281	0.0719



32nd AGM of DSJ Keep Learning Limited

Resolution Required : (Special)			Issue of equity shares to the promoters on preferential basis by way of conversion of unsecured loan.					
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 – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	33284663	19313213	58.0244	19313213	0	100.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19313213	58.0244	19313213	0	100.0000	0.0000
Public Institutions	E-Voting	1239000	0	0.0000	0	0	0.0000	0.0000
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	48702499	918161	1.8852	900695	17466	98.0977	1.9023
	Poll (NA)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		918161	1.8852	900695	17466	98.0977	1.9023
Total		83226162	20231374	24.3089	20213908	17466	99.9137	0.0863





Anshul Bhatt & Associates
Company Secretaries
57, Popular Arcade, Tata Rd. No.1,
Opera House, Girgaon, Mumbai - 400004

Tel & Fax : 022-40049470
Mob: +91 9920778890
mail@anshulbhattandassociates.com

CONSOLIDATED SCRUTINIZE RREPORT
[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman/Company Secretary
32nd Annual General Meeting of the Equity Shareholders of
DSJ Keep Learning Limited
(Formerly known as DSJ Communication Limited)
419-A, Arun Chambers,
4th Floor, Next to AC Market,
Tardeo, Mumbai - 400034.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Passing of Resolution(s) through remote e-voting and voting electronically at the 32nd Annual General Meeting ("AGM") of *DSJ Keep Learning Limited* held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on 30th day of September, 2022, at 2.00 p.m. (IST), 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 General Circular No.02/2021 dated 13th January 2021, 21/2021 dated 14th December, 2021 and 2/2022 dated 05th May, 2022 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 read with circular dated 15th January, 2021 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of *DSJ Keep Learning Limited* (hereinafter referred to as the "Company") at its meeting held on 30th August, 2022 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the



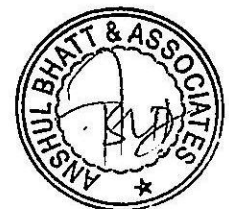
Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") as amended by the "MCA & SEBI CIRCULARS" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI Circulars.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility to the shareholders present at the AGM through VC/OAVM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 30th August, 2022, through Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM

As mentioned in the Notice the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

Report on Scrutiny:

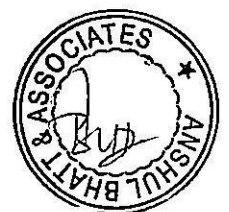
- After the time fixed for E-voting facility to the shareholders present at the AGM through VC / OAVM by the Chairman, electronic voting system for Voting was started.
- The Company had appointed National Securities Depository Limited ('NSDL') as the **Service Provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the AGM.



- Link Intime India Private Limited is the Registrar and Transfer Agent of the Company.
- The Service Provider had provided a system for recording the *votes* of the Members electronically through remote e-voting as well as at the AGM on all the items of the business forming part of the Notice and sought to be transacted in the AGM, which was held on Friday 30th September 2022.
- The Service Provider had set up electronic voting facility on its <https://www.Evoting.nsdl.com>.
- The Company uploaded all the items of business to be transacted at the AGM on its website and also that of the Service Provider and also on the websites of stock exchanges viz BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed to facilitate their Members to cast their vote through remote e-Voting.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process, was restricted to scrutinize the Evoting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by NSDL the service provider.
- As provided in the MCA & SEBI CIRCULARS, the Company had advertised in the newspapers, asking Members who have not registered their email ids with the Company or Link Intime India Private Limited or with the respective Depository Participant(s) viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so, and to the extent, details were provided by the shareholders which were considered for sending the Notice of the AGM and Annual Report 2021-22.



- The NSDL had sent the Notice of the AGM along with Annual Report for financial year 2021-22 and E-voting details by email to 5966 Members, whose email Ids were made available by the Depositories or were registered with the Company/ Link Intime India Private Limited. For those Members whose email ids were not available/registered, the Notice of the AGM along with Annual Report 2021-22 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility provided by Listed Entities'.
- The Company completed the dispatch of Notice of AGM and Annual Report for the financial year 2021-22 by email to the Members on 05th September, 2022.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Friday 23rd September 2022. As prescribed in the aforesaid provisions, the Remote E-Voting facility was kept open for three days from Tuesday, 27th September 2022, (9.00 a.m. IST) to Thursday, 29th September 2022 (5:00 p.m. IST).
- As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending the Notice of the AGM to the Members which was published on the 31st August, 2022 edition of 'Financial Express' an English language newspaper having country wide circulation; and on 02nd September, 2022 in 'Pratahkal', a regional language Marathi newspaper. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM on the 06th September, 2022, edition of 'Financial Express' an english language newspaper having country-wide circulation; and in 'Pratahkal' a regional language Marathi



newspaper. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.

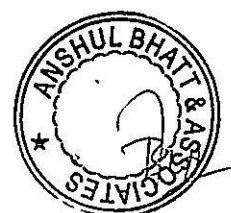
- At the end of the-voting period on 29th September, 2022, at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.

NSDL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting. At the AGM held through VC / OAVM, on Friday 30th September 2022, , after considering all the items of business, the facility to vote electronically through NSDL-e-Voting System was provided to facilitate those Members who were attending the meeting through VC / OAVM but could not participate in the Remote E-voting to cast their votes.

- On 30th September, 2022, after tabulating the votes cast electronically by the system provided by NSDL-e-Voting System, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Santosh Jogle and Mr. Naresh Koli who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- Thereafter, I as Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at the AGM by way of Electronic means are as under:

Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder
Abstained / less voted	As mentioned under each of the Resolution
Invalid Votes	As mentioned under each of the Resolution



Notes:

1. Percentage of the votes casts in favour or against the resolutions is calculated based on the Valid Votes casts through Remote E-Voting and through electronic voting at the AGM.
2. The votes are considered invalid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut off date.

ORDINARY BUSINESS:

1) Item No. 1 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt

the Audited Financial Statements for the financial year ended 31stMarch, 2022, the Reports of Directors' and Auditors' thereon.

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25596074	99.93	17200	0.0672	NIL	NIL

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

2) Item No. 2 of the Notice (as an Ordinary Resolution);

Appointment of Director: a Director in place of Mr. Pranav Sanjay Padode, Whole Time Director & CEO (DIN: 08658387), who retires by rotation and being eligible, offers himself for re-appointment.



Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25595558	99.93	17716	0.0692	NIL	NIL

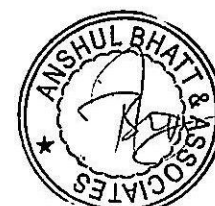
Item No. 2 of Notice stands passed with the requisite majority.

3) Item No. 3 of the Notice (as an Ordinary Resolution);

Appointment of Auditor: appointment of M/s. Jayesh Dadia & Associates LLP, Chartered Accountants as statutory auditors of the company for the term of 5 (Five Years)

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25598260	99.94	15014	0.0586	NIL	NIL

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



SPECIAL BUSINESS:

4) **Item No. 4 of the Notice (as an Ordinary Resolution);**

Appointment of Director: appointment of Mr. Atish Kumar Chattopadhyay, as an independent director of the company.

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25596074	99.93	17200	0.0672	NIL	NIL

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

5) **Item No. 5 of the Notice (as an Ordinary Resolution);**

Related Party Transaction: APPROVE RELATED PARTY TRANSACTION TO BE ENTERED WITH SANKALP FAMILY TRUST

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	20213924	99.91	17450	0.0863	NIL	NIL

Item No. 5 of Notice stands passed with the requisite majority.



6) Item No. 6 of the Notice (as Special Resolution);

AUTHORITY TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND PROVIDE SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25596072	99.93	17202	0.0672	NIL	NIL

Item No. 6 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.

7) Item No. 7 of the Notice (as Special Resolution);

APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	25596074	99.93	17200	0.0672	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.

8) Item No. 8 of the Notice (as a Special Resolution);

AUTHORITY TO BORROW MONEY:

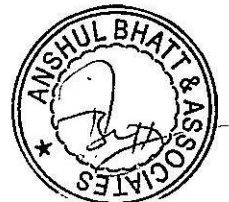
Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	25594609	99.93	18665	0.0729	NIL	NIL

Item No. 8 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.

9) Item No. 9 of the Notice (as a Special Resolution);

AUTHORITY TO CREATE MORTGAGES/CHARGES/HYPOTHECATION ON ASSETS OF THE COMPANY:

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age		
Total votes through Remote e-voting and voting by electronic means at the meeting	25594859	99.93	18415	0.0719	NIL	NIL



Item No. 9 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.

10) Item No. 10 of the Notice (as a Special Resolution);

ISSUE OF EQUITY SHARES TO THE PROMOTER ON PREFERENTIAL BASIS BY WAY OF CONVERSION OF UNSECURED LOAN:

Manner of voting	Votes in favour of Resolution		Votes against of Resolution		Abstained / less Voted	Invalid Votes
	Nos.	% age	Nos.	% age	Nos.	Nos.
Total votes through Remote e-voting and voting by electronic means at the meeting	20213908	99.91	17466	0.0863	NIL	NIL

Item No. 10 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.

All the Resolutions mentioned in the AGM Notice dated 30th August, 2022, 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

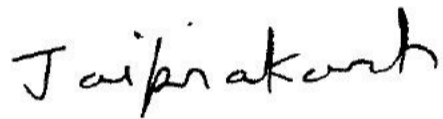


CS Anshul Bhatt
(Prop.)

Mem. No. 23502
C.P.No. 8589

Date: October 03, 2022
Place: Mumbai
UDIN: A023502D001126219

Counter Signed by



Chairman/Company Secretary
DSJ Keep Learning Limited
(Formerly known as DSJ Communications Limited)

Place: Mumbai
Date: October 03, 2022