

Date: - 31/08/2017

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) - 400051

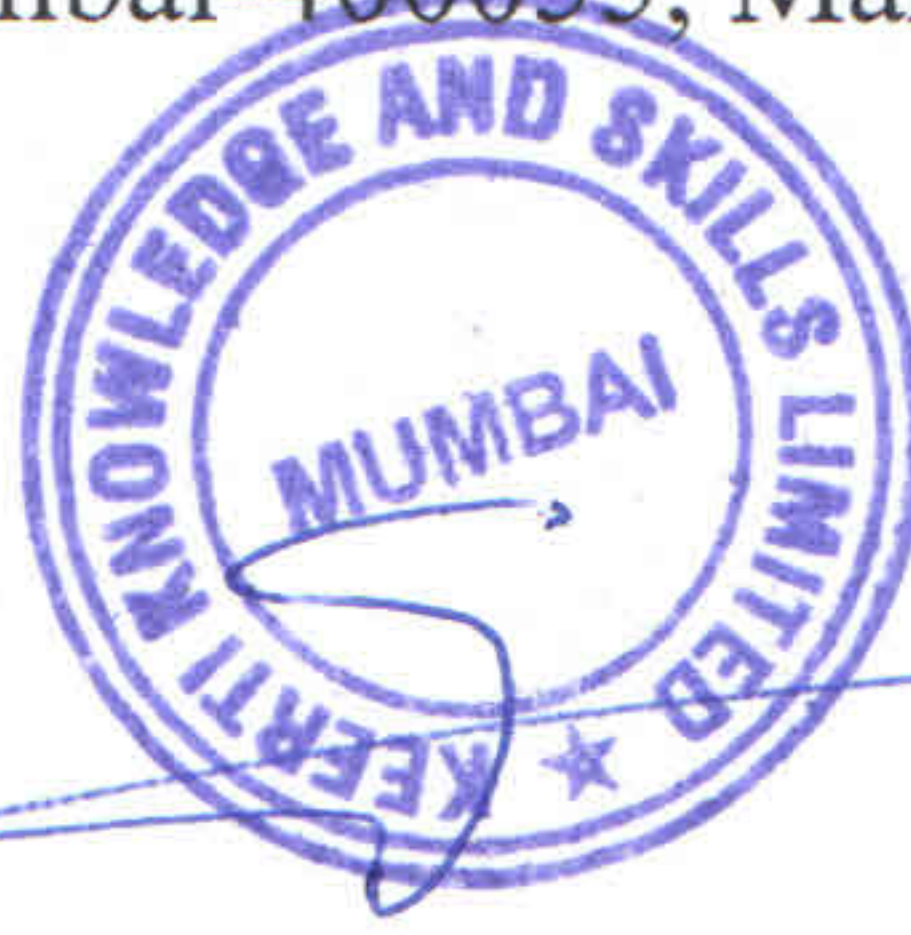
NSE Symbol : - KEERTI
Series : - SM

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on August 31st, 2017.

In the reference of the captioned subject and Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, it is hereby inform that the Meeting of Board of Directors of Keerti Knowledge & Skills Limited held on Thursday, the 31st August, 2017 at 11:00 A.M at the Registered Office of the company i.e. 65/2823, Ashadeep CHS, Near MIG Cricket Club, Bandra East, Mumbai-400051 and the same was concluded on 05:00 PM, inter-alia the following matters were approved.

- a) Approved the Draft Director's Report including all annexure thereof, for the financial year ended on 31st March 2017;
- b) Approved the Draft Notice for calling the 18th Annual General Meeting of the Company to be held on Monday, 25th September, 2017 at 10:00 AM at 26/202, Anand Nagar, Nehru Road, Vakola Bridge, Santacruz (E), Mumbai-400055, Maharashtra, India.



(Formally known as 'Keerti Knowledge and Skills Private Limited' & 'Keerti Software and Hardware Infotech Private Limited')

65/2823, Ashadeep CHS Ltd., Gandhi Nagar Near MIG Cricket Club Bandra (E), Mumbai- 400051, Maharashtra, India.

T: (022) - 26550480/26552016 E: - info@keerti.org W: - www.keerti.org

CIN: U72200MH1999PLC119661

- c) Recommendation of appointment of M/s. N K Mittal & Associates, Chartered Accountants, (Firm Registration No.: 113281W) as Statutory Auditors of the Company for a period of five years from the conclusion of 18th AGM till the conclusion of 23rd AGM subject to the approval of the shareholders at the ensuing AGM.
- d) Approved the Book Closure Dates from Monday, 18th September, 2017 to Monday, 25th September, 2017 for Annual General Meeting.

Please take the mention information on your records.

Thank you.

For Keerti Knowledge & Skills Limited


Sudhakar P Sonawane

Managing Director

DIN: - 01689700



Place: Mumbai

Annexure: Notice for AGM, Attendance Slip and Proxy Form.

NOTICE

NOTICE is hereby given that the 18th Annual General Meeting of the members of Keerti Knowledge & Skills Limited [Formerly known as “Keerti Knowledge & Skills Private Limited and Keerti Software & Hardware Infotech Private Limited”], will be held on Monday, September 25, 2017, at 10:00 am (IST), at 26/202, Anand Nagar, Nehru Road, Vakola Bridge, Santacruz (E), Mumbai-400055, Maharashtra, India., to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the audited Standalone & Consolidated Financial Statement of the Company including the audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss and Cash flow statement for the year ended together with the reports of the Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Sudhakar Sonawane, Managing Director (DIN: 01689700), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint Statutory Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, *if any*, of the Companies Act, 2013 (*“the Act”*) and the Companies (Audit and Auditors) Rules, 2014 (*“the Rules”*) (including any statutory modification(s) or amendment(s) thereto, or any substitution(s) or any re-enactment(s) thereof, for the time being in force), M/s. N K Mittal & Associates, Chartered Accountants, (Firm Registration No.: 113281W), who have confirmed their eligibility to be appointed as Auditors in terms of Section 141 of the Companies Act, 2013 and Rule 4 of the Companies (Audit & Auditors) Rules, 2014, be and is hereby appointed Statutory Auditors of the Company in place of M/s. Nayak & Rane, Chartered Accountants (Firm Registration No.: 117249W), who has completed their terms as per Section 139(2) of the Act, to hold office from the conclusion of 18th Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company, subject to ratification by the Members at every Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix such remuneration as may be determined in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis to be agreed upon between the auditors and the Board of Directors.”

For and on behalf of the Board of Directors

Place: Mumbai
Date: 31/08/2017

Pandurang N Patekar
Wholetime Director
DIN: - 01689762

Notes:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 18th ANNUAL GENERAL MEETING ("the Meeting") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON SHALL ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.

2. If a Person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.
3. A proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on poll.
4. Proxy holder shall prove his identity at the time of attending the Meeting. A Proxy Form which does not state the name of the Proxy shall be considered invalid.
5. Members who hold shares in electronic form are requested to write their Client ID and DP ID number and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting to facilitate identification of membership at the AGM.
6. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
7. Proxy Form(s) and certified copy of Board resolution(s) authorising representative(s) to attend and vote at the Meeting shall be sent to the registered office of the Company and addressed to the "Secretarial Department".

8. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 18, 2017 to Monday, September 25, 2017 (*both days inclusive*).
9. a) Members are requested to notify immediately any change of address:
 - i. to their Depository Participants ("DPs") in respect of the shares held in electronic form, and
 - ii. to the Company or its RTA, in respect of the shares held in physical form together with a proof of address viz. Electricity Bill, Telephone Bill, Ration Card, Voter ID Card, Passport etc.

b) In case the mailing address mentioned on this Annual Report is without the PIN CODE, Members are requested to kindly inform their PIN CODE immediately.
10. Non-resident Indian Members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately:
 - a) the change in the residential status on return to India for permanent settlement.
 - b) the particulars of the NRE Account with a Bank in India, if not furnished earlier.
11. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DP ID number, as the case may be.
12. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificates will be returned to the Members after making requisite changes thereon.
13. The Annual Report 2016-17, the Notice of the 18th AGM, along with the Attendance slip and Proxy form are being sent by electronic mode to all the members whose email address are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same, is available on the Company's website viz. www.keerti.org. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by permitted mode. The annual accounts of the Company's subsidiary companies and the related detailed information shall be made available to shareholders of the holding and subsidiary companies seeking such information at any point of time.
14. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all days except Sunday & public holidays between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.
15. In terms of the Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. transfer of shares, deletion of name, transmission of shares and transposition of shares.

16. For convenience of members, an attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto. The prominent landmark for the venue is, it is near to "Ola Vakola Hotel, Santacruz (E)". Members are requested to affix their signature at the space provided and hand over the attendance slips at the place of meeting. The proxy of a member should mark on the attendance slip as 'proxy'.
17. IF THE MEMBERS HAVE ANY QUERIES ON THE AUDITED ACCOUNTS, BOARD'S REPORT & AUDITOR'S REPORT, THE SAME SHOULD BE FORWARDED TO THE COMPANY IN WRITING AT ITS REGISTERED OFFICE AT LEAST 10 DAYS BEFORE THE MEETING SO THAT THE SAME CAN BE REPLIED AT THE TIME OF ANNUAL GENERAL MEETING TO THE MEMBERS' SATISFACTION.
18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by members at the AGM.
19. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
20. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
21. The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut off date i.e. August 25, 2017.
22. In order to exercise strict control over the transfer documents, members are requested to send the transfer documents/ correspondence, if any, directly to:

LINK INTIME INDIA PRIVATE LIMITED

Registrar & Share Transfer Agent
Unit: Keerti Knowledge & Skills Limited
Address: C-101, 247 Park, L.B.S Marg,
Vikhroli (West), Mumbai -400083,
Maharashtra, India.
Tel. No. : 022 49186000/022-25963838
Fax No. : 022-2594 6969

Disclosure relating to Directors pursuant to Regulation 26(4) of Listing Regulations and Secretarial Standards on General Meetings:

Name of Director	Mr. Sudhakar P Sonawane
Date of Birth/Age	11/03/1973
Date of Appointment	29/04/1999
Expertise in Specific functional area	Business Administration
Qualification	BA, MBA
Board Membership of Companies as on March 31, 2017	1. Keerti Knowledge And Skills Limited 2. Keerti Institute India Private Limited 3. Keerti Tutorials India Private Limited
Chairman/Member of the Committee of the Board of directors as on March 31, 2017	NA
Number of Shares held in the Company as on March 31, 2017.	18,55,900

Attendance Slip

18th Annual General Meeting
Keerti Knowledge and Skills Limited

(Formerly known as 'Keerti Knowledge & Skills Private Limited and
Keerti Software & Hardware Infotech Private Limited')

[CIN: U72200MH1999PLC119661]

Registered office: 65/2823, Ashadeep CHS LTD., Gandhi Nagar, Near MIG Cricket Club, Bandra (East),
Mumbai – 400051, Maharashtra, India.

Phone: +91-22-26550480/26552016 | Website www.keerti.org | email: info@keerti.org.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Date	Venue	Time
September 25, 2017	26/202, Anand Nagar, Nehru Road, Vakola Bridge, Santacruz (E), Mumbai-400055, Maharashtra, India.,	10.00 AM (IST)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING
VENUE.

Folio No. _____ *DP ID No. _____ *Client ID No. _____

Name of the Member Mr./Mrs. _____ Signature _____

Name of the Proxyholder Mr./Mrs. _____ Signature _____

** Applicable for investors holding shares in electronic form.*

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Annual General Meeting of the Company held on Monday, September 25, 2017, at 10.00 AM (IST), at 26/202, Anand Nagar, Nehru Road, Vakola Bridge, Santacruz (E), Mumbai-400055, Maharashtra, India.,

Signature of the Member/ Proxy

Note: Electronic copy of the Notice of the 18th Annual General Meeting with the Attendance slip and Proxy form is being sent to all the members whose email id is registered with the Company/ Depository Participant unless any meeting has been requested for a hard copy of the same. Shareholders receiving electronic copy and attending the 18th Annual General Meeting can print copy of this Attendance Slip.

Physical copy of the Notice of the 18th Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email Id is not registered or has requested for hard copy.

18th Annual General Meeting
Keerti Knowledge and Skills Limited

(Formerly known as 'Keerti Knowledge & Skills Private Limited and
Keerti Software & Hardware Infotech Private Limited')

[CIN: U72200MH1999PLC119661]

Registered office: 65/2823, Ashadeep CHS LTD., Gandhi Nagar, Near MIG Cricket Club, Bandra (East),
Mumbai – 400051, Maharashtra, India.

Phone: +91-22-26550480/26552016 | Website www.keerti.org | email: info@keerti.org.

Form No. MGT-11

FORM OF PROXY

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and
Administration) Rules, 2014]*

Name of Member(s) :	Email Id :
Registered Address :	Folio No. :
No. of Shares held :	*DP Id. :
	*Client Id. :

* Applicable for investors holding shares in electronic form.

I/We, being a member(s) of _____ shares of **Keerti Knowledge & Skills Limited** (Formerly known as 'Keerti Knowledge & Skills Private Limited and Keerti Software & Hardware Infotech Private Limited') hereby appoint:

1. Mr./Mrs. _____
Address : _____

Email Id: _____

Signature: _____

2. Mr./Mrs. _____
Address : _____

Email Id: _____

Signature: _____

3. Mr./Mrs. _____
Address : _____

Email Id: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18th Annual General Meeting of the Company held on Monday, September 25, 2017, at 10.00 AM (IST), at 26/202, Anand Nagar,

Nehru Road, Vakola Bridge, Santacruz (E), Mumbai-400055, Maharashtra, India., and at any adjournment thereof in respect of such resolutions as are indicated below:

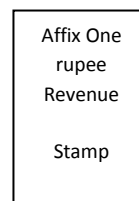
*** I wish my above Proxy to vote in the manner as indicated in the box below:*

SI. No.	Resolutions	Number of Shares held	For	Against
Special Business				
1.	Receive, consider, approve and adopt the audited Standalone & Consolidated Financial Statement of the Company including the audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss and Cash flow statement for the year ended together with the reports of the Directors and the Auditors thereon.			
2.	Re-appointment of Mr. Sudhakar P Sonawane, who retires by rotation and being eligible offers himself for reappointment			
3.	Appointment of M/s. N K Mittal & Associates(Firm Registration No.: 113281W), Chartered Accountants, as Auditors			

*** This is optional. Please put a tick mark (✓) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all of the Resolutions, the proxy will be entitled to vote in the manner he/ she thinks appropriate. If a member wishes to abstain from voting on particular resolution, he/she should write "Abstain" across the boxes against the Resolution.*

Signature(s) of the Member(s)

1. _____
2. _____
3. _____



Signed this _____ day of _____ 2017

Notes:

1. The Proxy to be effective should be deposited at the registered office of the company not less than Forty Eight (48) Hours before commencement of the meeting.
2. A proxy need not be a member of the company.
3. In the case of the Joint holders, the vote of the senior who tenders vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of the Members.
4. The form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.

Route map and land mark details for the venue of general meeting are as below:

