



Usha Martin Education & Solutions Limited

Godrej Waterside, 12th Floor, Tower-II

Unit No: 1206, Block – DP, Sector – V

Salt Lake City, Kolkata – 700 091

Tel: +91 33 6810 3700

Website: www.umesl.co.in

CIN-L31300WB1997PLC085210

Dated: 11/09/2024

To,
The Secretary
National Stock Exchange of India Ltd
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

The Secretary
Bombay Stock Exchange Limited
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001

Dear Sir,

Re: Outcome of 27th Annual General Meeting of the Company

Kindly note that the 27th Annual General Meeting (AGM) of the Company has been duly convened and held on Wednesday, 11th September, 2024 at 3.00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with guidelines stipulated by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In this regard, please find enclosed the gist of proceedings of the AGM of the Company, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

This is for your information and records please.

Thanking you,

Yours truly,

For Usha Martin Education & Solutions Limited

Sumeet Kumar

CS & Compliance Officer



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GIST OF THE PROCEEDINGS OF THE 27th ANNUAL GENERAL MEETING OF USHA MARTIN EDUCATION & SOLUTIONS LIMITED HELD ON WEDNESDAY, 11TH SEPTEMBER, 2024

The 27th Annual General Meeting (“AGM”) of the Members of the Company was duly convened and held on Wednesday, 11th September, 2024 on and from 3.00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with General Circular Nos. 20/2020 dated 5th May, 2020 and other circulars, the latest being 09/2023 dated 25th September, 2023 and the Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated 7th October, 2023 and other applicable circulars issued by SEBI.

Mr. Sumeet Kumar, Company Secretary & Compliance Officer, welcomed the Members attending the AGM and informed that the said AGM was being conducted through VC as per the applicable Circulars issued by MCA and SEBI in this regard. Mr. Kumar also briefed the Members about the aspects pertaining to participation at the Meeting through VC/OAVM. He also informed that the statutory registers and other relevant documents, as mentioned in the Notice of the AGM (the “Notice”), have been made available electronically for inspection by the Members during the AGM.

A total of 32 Members attended the Meeting as per the records of attendance.

Mr. Vinay Kumar Gupta, Whole Time Director of the Company, chaired the proceedings of the Meeting. As the requisite quorum was present, the Chairman called the Meeting to order. Thereafter, he introduced the other Directors, Chief Financial Officer and Company Secretary of the Company. All the Directors attended the Meeting. The representatives of the Statutory Auditors as well as the Secretarial Auditors of the Company were also present through video conferencing.

Thereafter, the Notice convening the 27th AGM was taken as read with the consent of the Members present. The Whole Time Director mentioned that there were no qualifications, observations or any adverse remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) for the financial year ended 31st March, 2024. Hence, the Auditors’ Report on the Financial Statements was not required to be read at the AGM.

The Whole Time Director informed that in compliance with the provisions of the Companies Act, 2013 read with the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended remote e-voting facility to its



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Members, to transact the businesses set out in the Notice. The said remote e-voting facility was made available through NSDL from 8th September, 2024 (10:00 A.M. IST) to 10th September, 2024 (5:00 P.M. IST). The Chairman and Managing Director informed that CS Prateek Kohli, Partner of Prateek Kohli & Associates, Company Secretaries, (Membership No.: FCS-11511 and C.P. No. 16457), Kolkata was appointed as the Scrutinizer for the purpose of scrutinizing the voting process through remote e-voting and e-voting at the AGM in a fair and transparent manner. The Whole Time Director further informed that Members who had not casted their votes through remote e-voting facility and who were present in the meeting would have an opportunity to cast their votes through e-voting system at the end of the meeting. Thereafter the Whole Time Director gave an overview of the performance of the Company and future outlook.

In his speech, the Whole Time Director highlighted inter-alia the financial performance, key focus areas and future outlook of education industry. The Whole time Director thereafter invited the members to give their views and raise queries on the financials of the Company. Members gave their views and raised queries on various aspects, which were duly noted and responded by the Whole Time Director.

The Whole Time Director thereafter announced activation of the window for e-voting for those Members who were attending the AGM and who could not cast their vote through remote e-voting. He further informed that the window for electronic voting will remain open for 15 minutes to allow the Members to cast their votes. The Whole time director announced that the results shall be submitted to the Stock Exchanges within two working days of the conclusion of the meeting, in the prescribed format and the said results along with the Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM, shall also be placed on the Company's website and the website of NSDL as well. The Whole Time Director also thanked all the Members for their presence and involvement. Thereafter, the electronic voting through Insta Poll was conducted smoothly.

The voting results along with the Scrutinizer's report will be submitted separately.

The Meeting concluded at 04:05 P.M. with a vote of thanks to the Chair.