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**August 09, 2024**

To,  
**The Corporate Relationship Department**  
**BSE Limited**  
P.J. Towers, Dalal Street,  
Fort,  
Mumbai – 400 001  
**Scrip Code: 532875**

To,  
**The Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G  
Block, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051  
**Scrip Symbol: ADSL**

Dear Sir/Madam,

**Subject: Proceedings of 30<sup>th</sup> Annual General Meeting ('AGM') held on Friday, August 09, 2024.**

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 30<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company held on Friday, August 09, 2024 at 03:07 p.m. (IST) at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chambers, IMC Marg, Churchgate, Mumbai-400020 and also conducted through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') and concluded at 04:43 p.m. (IST). You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For Allied Digital Services Limited**

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**Khyati Shah**  
**Company Secretary & Compliance Officer**  
**Membership No:A28073**

Encl.: As above

**Allied Digital Services Limited**

**Registered Office:** 808, 8th Floor, Plot No. 221/222, Mafatlal Centre, Vidhan Bhavan Marg, Nariman Point, Mumbai - 400 021.

Email: [cs@allieddigital.net](mailto:cs@allieddigital.net) | [www.allieddigital.net](http://www.allieddigital.net) | B: +91 22 6681 6400 | F: +91 22 2282 2030 | CIN - L72200MH1995PLC085488



**PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, AUGUST 09, 2024**

The 30<sup>th</sup> Annual General Meeting (“AGM”) of the Members of the Company was held on Friday, August 09, 2024 at 03:00 p.m. (IST) at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chambers, IMC Marg, Churchgate, Mumbai-400020. The shareholders also joined the meeting virtually in compliance with the guidelines issued by the Ministry of Corporate Affairs (‘MCA’) vide General circular No. 02/2021 dated 5th May, 2022 read with General Circulars No. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 (collectively referred to as “MCA Circulars”).

The meeting commenced at 03:07 p.m. (IST) and concluded at 04:43 p.m. (IST)

The following were present:

**Directors and KMP Present:**

1. Mr. Nitin Shah, Chairman & Managing Director of the Company;
2. Mr. Nehal Shah, Executive Director;
3. Mrs. Tejal Shah, Executive Director;
4. Mr. Sunil Bhatt, Executive Director (attending through VC/OAVM);
5. Mr. Shakti Leekha, Non-Executive, Independent Director;
6. Mr. Milind Kamat, Non-Executive, Independent Director and Chairman of Audit Committee;
7. Mrs. Swanubhuti Jain, Non-Executive, Independent Director and Chairperson of CSR Committee (attending through VC/OAVM);
8. Mr. Anup Kumar Mahapatra- Non-Executive, Independent Director, Chairman of Nomination and Remuneration Committee (attending through VC/OAVM);
9. Mr. Gopal Tiwari, Chief Financial Officer
10. Mr. Paresh Shah, Chief Executive Officer and
11. Mrs. Khyati Shah, Company Secretary & Compliance Officer;

**Other Representatives:**

- 1) Mr. Bharat Joshi- representative of M/s. Shah & Taparia, Chartered Accountants, Statutory Auditors of the Company;
- 2) Mr. Jayesh Shah of M/s. Rathi & Associates, Company Secretaries, Secretarial Auditors of the Company and Scrutinizer for the meeting.

**Quorum of the Meeting:**

Total 60 members, attended AGM through Video Conferencing (“VC”)/ Other Audit Visual Means (“OAVM”) and 137 members attended physically at the AGM Venue.

**Brief Proceedings:**

Mr. Nitin Shah, Chairman and Managing Director of the Company conducted the proceedings of the 30<sup>th</sup> AGM.



As the requisite quorum was present, Mr. P. K. Choudhary, Managing Director called the meeting to order.

He welcomed the Board Members, Key Managerial Personnel, Auditors and Members participating in the meeting,

He informed the members present that:

- I. The Notice convening the 30<sup>th</sup> AGM and the Annual Report containing the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 along with Board of Directors' Report and Auditors' Report thereon along with relevant annexures have been circulated to the members of the Company within the statutory time period;
- II. This meeting is being held in hybrid mode in accordance with the circulars issued by the MCA and the SEBI and the participation of members physically and through video conferencing system is reckoned for the purpose of ascertaining the quorum as per the circulars issued by the MCA and Section 103 of the Companies Act, 2013.
- III. The Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements as maintained under Sections 170 and 189 of the Companies Act, 2013 respectively and other documents were made available for inspection.
- IV. Since the Statutory Auditors' Report did not contain any qualifications, reservations or adverse remarks or disclaimer, it was not required to be read.
- V. The attention of the meeting was drawn to the observation and comment made by the Secretarial Auditors in their Report and to the explanation provided in the Board of Directors' Report on the same.

Mr. Nitin Shah Chairman and Managing Director, briefed the members present at the meeting about the progress & achievements of the Company during the financial year 2023-24. With the permission of the shareholders present, the notice of the AGM was taken as read.

Mr. Nitin Shah, Chairman and Managing Director informed the meeting that:

The Company had provided remote e-voting facilities under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") to vote on the resolutions as per the Notice dated June 25, 2024, which commenced from Monday, August 05, 2024 at 09:00 a.m. and ended on Thursday, August 08, 2024 at 05:00 p.m. The e-voting and Voting by ballot facility remained opened during the 30<sup>th</sup> AGM on Friday, August 09, 2024 to enable those Members who could not vote through remote e-voting to vote.

CS Jayesh Shah, Partner, M/s. Rathi & Associates, Company Secretaries, Mumbai was appointed as representative of Rathi & Associates, to act as Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

The following items of business, as per the Notice of 30<sup>th</sup> AGM dated June, 25, 2024 were transacted at the meeting:

<b>Item No.</b>	<b>Agenda Items</b>	<b>Type of Resolution</b>
<b>ORDINARY BUSINESS</b>		
<b>1.</b>	For adoption of-  a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Report of the Auditors thereon.	Ordinary
<b>2.</b>	For declaration a dividend on the Equity Shares of Rs. 5/- each for the financial year ended March 31, 2024.	Ordinary
<b>3.</b>	For appointment of Director in place of Mr. Sunil Bhatt, (DIN: 09243963), who retired by rotation and being eligible, offered himself for re-appointment as a Director of the Company.	Ordinary
<b>4.</b>	For appointment of M/s. Singhi & Co; Chartered Accountants, Mumbai (Firm Registration No. 302049E) as Statutory Auditors of the Company, in place of the retiring auditors viz. M/s. Shah & Taparia, Chartered Accountants as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of this 30 <sup>th</sup> Annual General Meeting until the conclusion of the 35 <sup>th</sup> Annual General Meeting of the Company	Ordinary
<b>SPECIAL BUSINESS</b>		
<b>5.</b>	For re-appointment of Mr. Nehal Shah (DIN:02766841) as Whole-Time Director designated as Executive Director of the Company for the period of 5 years effective from July 30, 2024 and approval of payment of remuneration.	Special
<b>6.</b>	For adoption of New Set of Articles of Association of the Company	Special
<b>7.</b>	For approval of material related party transaction(s) for sale, purchase or supply of any goods or materials and availing and rendering of any services between the	Ordinary



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	Company and Allied Digital Services LLC, USA for the year 2024-25	
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Mr. Nitin Shah, Chairman and Managing Director replied to the queries raised by the members.

Mr. Nitin Shah, Chairman and Managing Director thanked the Members and other attendees participating in the meeting and informed the members present that the consolidated results of the remote e-voting, e-voting and voting done during the 30<sup>th</sup> AGM will be declared within 2 working days from the conclusion of this AGM and will be displayed at the Registered Office of the Company situated at 808, 8<sup>th</sup> Floor, Plot No. 221/222, Mafatlal Centre, Vidhan Bhavan Marg, Nariman Point, Mumbai 400 021. The same will also be available on the Company's website [www.allieddigital.net](http://www.allieddigital.net) and on the website of NSDL viz; <https://www.evoting.nsd.com>. and will be communicated to the BSE Limited and the National Stock Exchanges of India Limited, where the shares of the Company are listed.

The meeting ended with a vote of thanks to the Chair.

**For Allied Digital Services Limited**

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**Khyati Shah**  
**Company Secretary & Compliance Officer**  
**Membership No:A28073**