

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra-Kurla Complex, Bandra (E)
Mumbai-400 051
Symbol - ADSL

To,
Corporate Relationship Department,
BSE Limited
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai-400 001
Scrip Code-532875

Dear Sir/Madam,

Subject: Declaration of voting result of the Postal Ballot as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provision of Section 110 of the Companies act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the process of Postal Ballot for seeking the approval of the members of the Company, by way of Special Resolution, to re-appoint the Independent Directors of the Company for the term of 5 years to hold office upto 31st March, 2024 as specified in the postal ballot notice dated March 22, 2019.

Further in accordance to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results in the prescribed format for your information and records.

We enclose herewith the results of the voting by Postal Ballot exercise along with Scrutinizer's report for your information and records.

The said Postal ballot is being displayed at the registered office of the Company. The said result will also be uploaded on the website of the Company www.allieddigital.net and on the website of Central Depository Services Limited- www.evotingindia.com.

Kindly take the above on your record & oblige.

For Allied Digital Services Limited


Prakash Dhanji Shah
Whole-time Director
DIN:00189842
End: As above



DECLARATION OF RESULT OF POSTAL BALLOT

Pursuant to Section 110 of the Companies act 2013 read with rule 22 of Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 consent of the members of the Company was sought by way of Special resolution as set out in the postal ballot notice dated March 22, 2019 by means of physical Postal ballot forms and voting through electronic means (e-voting).

Postal Ballot Notice containing the resolution together with the explanatory statement annexed to the Notice was sent to all the members of the Company and last of receipt of Postal Ballot forms, either through physical submission of Postal Ballot forms by the members of the company in postage pre-paid self-address envelop or through e-voting was April 30, 2019 Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries Mumbai was appointed as the scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted report dated April 30, 2019 and basis the report of the scrutinizer on the voting done through Postal Ballot forms as well as through e-voting by the members, it is hereby declared that the resolutions as set out in the Postal Ballot Notice dated March 22, 2019 has been duly passed by the members of the Company with the requisite majority.

1. Resolution No.1 as a Special Resolution for re-appointment of Dr. Shrikant Navnitlal Parikh (DIN:01735830) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March, 2024.
2. Resolution No.2 as a Special Resolution for re-appointment of Prof. Venugopal Ramaswami Iyengar (DIN:02591297) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March, 2024.
3. Resolution No.3 as a Special Resolution for re-appointment of Ms. Shubhada Keshav Jahagirdar (DIN:00895950) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March, 2024.

The details of the voting results of the resolution passed through postal ballot process (including e-voting):

1.	Date: (a) Date of Postal Ballot Notice (b) Date of Declaration of results of postal ballot	March 22, 2019 May 02, 2019
2.	Last date of receipt of postal ballots forms/e-voting	April 30, 2019



3.	Total Number of Shareholders as on cut- off date for ascertaining the list of shareholder to whom the notice of postal was sent and also for reckoning voting rights. (i.e. Cut-off date for Benpos-beneficiary position)	21794 equity shareholders (as on March 26, 2019)
4.	No of Shareholders present in the meeting either in person or through proxy:	Not Applicable
	Promoters and promoter group:	
	Public:	
5.	No of Shareholders attended the meeting through Video conferencing	Not Applicable
	Promoters and Promoter group:	
	Public:	

Allied Digital Services Limited								
Resolution Required :		1. Special Resolution for Re-appointment of Dr. Shrikant Navnitlal Parikh (DIN: 01735830) as 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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	246211	203807	82.7775	203807	0	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00



	t							
	Total		20380758	82.7775	20380758	0	100.00	0.00
Public Institutions	E-Voting	20000	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	25564407	46709	0.1827	45284	1425	96.9492	3.0508
	Poll		252	0.0010	252	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		46961	0.1837	45536	1425	96.9656	3.0344
Total		50205528	20427719	40.6882	20426294	1425	99.9930	0.0070

Allied Digital Services Limited								
Resolution Required :		2. Special Resolution for Re-appointment of Prof. Venugopal Ramaswami Iyengar (DIN: 02591297) as 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	No. of Votes in	No. of Votes	% of Votes in favour on votes polled	% of Votes against on votes polled



	ng			shares	favour	– Against		
		[1]	[2]	[3]={[2]/[1]}* 100	[4]	[5]	[6]={[4]/[2]}* 100	[7]={[5]/[2]}* 100
Promoter and Promoter Group	E-Voting	246211	203807	82.7775	203807	0	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		203807	82.7775	203807	0	100.00	0.00
Public Institutions	E-Voting	20000	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	255644	46709	0.1827	45214	1495	96.7993	3.2007
	Poll		252	0.0010	252	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		46961	0.1837	45466	1495	96.8165	3.1835
Total		502055	204277	40.6882	204262	1495	99.9927	0.0073
		28	19		24			



Allied Digital Services Limited								
Resolution Required :		3. Special Resolution for Re-appointment of Ms. Shubhada Keshav Jahagirdar (DIN: 00895950) as 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	246211	203807	82.7775	203807	0	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		203807	82.7775	203807	0	100.00	0.00
Public Institutions	E-Voting	20000	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public	E-	255644	46709	0.1827	44777	1932	95.8638	4.1362



Non Instituti ons	Votin g	07						
	Poll		252	0.0010	252	0.00	100.00	0.00
	Post al Ballo t		0.00	0.00	0.00	0.00	0.00	0.00
	Total		46961	0.1837	45029	1932	95.8859	4.1141
Total		502055 28	204277 19	40.6882	204257 87	1932	99.9905	0.0095

Accordingly I, Prakash Shah, Whole-time Director, declare that resolution as set out in the Notice of the Postal ballot of the Company, have been approved with requisite majority by the Members of the Company.

Further, in accordance with the provision of Regulation 44 of Listing Regulations, 2015, please find enclosed the details of the voting results in the prescribed format for your information and records.

Kindly take the above on record

For **ALLIED DIGITAL SERVICES LIMITED**

Prakash

Prakash Shah
Whole-time Director
DIN:00189842



End: As above

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

30th April, 2019

The Chairman
Allied Digital Services Limited
Premises No.13A, 13th Floor,
Earnest House, NCPA Road,
Block III, Nariman Point,
Mumbai - 400 021

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014

The Board of Directors of Allied Digital Services Limited ("the Company"), on 22nd March, 2019, vide circular resolution no. 02/2018-19 appointed Mr. Himanshu S. Kamdar, Partner of Rathi & Associates, Practicing Company Secretaries as the Scrutinizer to ensure that the process of the Postal Ballot in connection with voting on resolution vide the Postal Ballot Notice dated 22nd March, 2019 is conducted in the manner as prescribed under Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules of Chapter VII") and the said provisions are duly complied with, in a fair and transparent manner.

Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, the Scrutiniser has authorised Mr. Jayesh M. Shah, another Partner of M/s. Rathi & Associates, Practicing Company Secretaries to issue scrutinizer's report on his behalf.

As required under Section 110 of the Act read with Rule 22 of Chapter VII, a Postal Ballot Notice dated 22nd March, 2019 and Explanatory Statement thereto under Section 102 of the Companies Act, 2013, along with postal ballot form and pre-paid postal envelope returnable to the Scrutinizer were sent to the shareholders by speed post and through electronic means, for the consideration of the following resolutions:

1. **Resolution No. 1** as a Special Resolution for re-appointment of Dr. Shrikant Navnitlal Parikh (DIN: 01735830) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March 2024;



2. **Resolution No. 2** as a Special Resolution for re-appointment of Prof. Venugopal Ramaswami Iyengar (DIN: 02591297) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March 2024;
3. **Resolution No. 3** as a Special Resolution for re-appointment of Ms. Shubhada Keshav Jahagirdar (DIN: 00895950) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March 2024.

The Company had provided the remote e-voting facility to the Shareholders of the Company as offered by Central Depository Services (India) Limited ("CDSL") as required under Rule 20 of the Rules of Chapter VII. The remote e-voting facilities was remained open, for shareholders to cast their votes on the resolutions as proposed vide Postal Ballot Notice dated 22nd March 2019 from 1st April, 2019 from 09.00 a.m. to 30th April, 2019 upto 05.00 p.m.

The Shareholders were required to complete the postal ballot form and return the same in pre-paid envelope addressed to Scrutinizer so as to reach not later than 05.00 p.m. on Tuesday, 30th April, 2019 or cast their votes through remote e-Voting not later than 05.00 p.m. on Tuesday, 30th April, 2019. Accordingly, the Postal Ballot Forms received and e-votes cast upto 05.00 p.m. on Tuesday, 30th April, 2019 have been considered for my scrutiny. As required under Rule 22(10) of Chapter VII, Register was maintained and particulars of all postal ballot forms received from the shareholders have been recorded therein.

A summary of the postal ballot forms received and remote e-voting confirmations with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by shareholders through postal ballots and remote e-voting in respect of the above mentioned resolutions may accordingly be declared by the Chairman or such other person as may be authorized by the Board in this regard.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS No. 5171
COP No. 3030

Annexure

Resolution No. 1 as a Special Resolution for re-appointment of Dr. Shrikant Navnitlal Parikh (DIN: 01735830) as an Independent Director of the Company, for continuous period of five years to hold office upto 31st March 2024:

Sr. No.	Particulars	No. of Postal Ballot Forms (PBF)/ Remote e-voting confirmations	No. of equity shares voted
a.	Votes casted through PBF	15	258
b.	Remote e-voting confirmations received	53	20,428,467
	Total	68	20,428,725
c.	Less: Invalid PBF/ Remote e-voting confirmations	6	1,006
d.	Net Valid PBF/ Remote e-voting confirmations	62	20,427,719
	(i) PBF/ Remote e-voting confirmations with assent for the Resolution	59	20,426,294
	% of Assent		99.993*
	(ii) PBF/ Remote e-voting confirmations with dissent for the Resolution	3	1,425
	% of Dissent		0.007*

* rounded off to nearest decimal.



Resolution No. 2 as a Special Resolution for re-appointment of Prof. Venugopal Ramaswami Iyengar (DIN: 02591297) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March 2024.

Sr. No.	Particulars	No. of Postal Ballot Forms (PBF)/ Remote e-voting confirmations	No. of equity shares voted
a.	Votes casted through PBF	15	258
b.	Remote e-voting confirmations received	53	20,428,467
	Total	68	20,428,725
c.	Less: Invalid PBF/ Remote e-voting confirmations	6	1,006
d.	Net Valid PBF/ Remote e-voting confirmations	62	20,427,719
(i)	PBF/ Remote e-voting confirmations with assent for the Resolution	58	20,426,224
	% of Assent		99.993*
(ii)	PBF/ Remote e-voting confirmations with dissent for the Resolution	4	1,495
	% of Dissent		0.007*

* rounded off to nearest decimal.



Resolution No. 3 as a Special Resolution for re-appointment of Ms. Shubhada Keshav Jahagirdar (DIN: 00895950) as an Independent Director of the Company for continuous period of five years to hold office upto 31st March 2024.

Sr. No.	Particulars	No. of Postal Ballot Forms (PBF)/ Remote e-voting confirmations	No. of equity shares voted
a.	Votes casted through PBF	15	258
b.	Remote e-voting confirmations received	53	20,428,467
	Total	68	20,428,725
c.	Less: Invalid PBF/ Remote e-voting confirmations	6	1,006
d.	Net Valid PBF/ Remote e-voting confirmations	62	20,427,719
(i)	PBF/ Remote e-voting confirmations with assent for the Resolution	56	20,425,787
	% of Assent		99.99*
(ii)	PBF/ Remote e-voting confirmations with dissent for the Resolution	6	1,932
	% of Dissent		0.01*

* rounded off to nearest decimal.

