

Date: 21.08.2020

<p>To,</p> <p>BSE LIMITED, Phiroze Jeejeebhoy Towers, Dalal Street , Mumbai – 400001 Tel:022-22721233/34 Fax: 022-22722131/1072/2037/2061/41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com</p> <p>Scrip Code: 532172</p>	<p>To,</p> <p>THE NATIONAL STOCK EXCHANGE LIMITED, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: cmlist@nse.co.in</p> <p>Scrip Code: ADROITINFO</p>
--	--

Dear Sir/Madam,

Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)–Voting Results.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company have approved all the resolutions bearing item no. 1 to 5 contained in the Notice of 30th Annual General Meeting of the Company with requisite majority.

The Company had appointed Mr. Manoj Kumar Koyalkar, Practising Company Secretary of M/s. M&K Associates, Company Secretaries to act as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer has submitted his report on 21 August, 2020.

In this connection, we hereby enclose the consolidated results of the remote e-voting and e-voting at the meeting in the format prescribed together with the Scrutinizer’s Report.

On the basis of the report received from the Scrutinizer, the Company has declared that the Resolutions set out in the notice of 30th AGM were passed with requisite majority in favour of the Resolutions.

Request you to kindly take the same on record.

Thanking you,

For Adroit Infotech Limited

SHRADHA SOMANI Digitally signed by
SHRADHA SOMANI
Date: 2020.08.21
18:14:08 +05'30'

Shradha Somani
Company Secretary & Compliance Officer

Encl: As Above

In this connection we hereby enclose the consolidated voting results in the format prescribed under Regulation 44(3) together with the Scrutinizer's Report.

Date of the AGM/EGM	20.08.2020
Total number of shareholders on record date	9701
No. of shareholders present in the meeting either in person or	NIL
No. of Shareholders attended the meeting through Video Conferencing	48

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)			Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Board of Directors' and Auditor's thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95,30,264	95,30,264	100	95,30,264	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	95,30,264	95,30,264	100	95,30,264	Nil	100	Nil
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non	E-Voting	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
	Poll	--	--	--	--	--	--	--

Institutions	Postal	--	--	--	--	--	--	--
	Total	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
Total		1,11,48,818	1,11,48,818	100	1,11,48,818	Nil	100	Nil

Resolution required: (Ordinary)		Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Auditor's thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	95,30,264	95,30,264	100	95,30,264	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	95,30,264	95,30,264	100	95,30,264	Nil	100	Nil
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
Total		1,11,48,818	1,11,48,818	100	1,11,48,818	Nil	100	Nil

Resolution required: (Ordinary)	Reappointment of Mr. Sudhakaran Reddy Sunkerneni (DIN:01436242), who retires by rotation as a Director at this Annual General Meeting and being eligible, seeks reappointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes. Mr. Sudhakaran Reddy Sunkerneni is interest in this resolution*

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes infavour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
Total		1,00,99,349	1,00,99,349	100	1,00,99,349	Nil	100	Nil

*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party

Resolution required: (Special)		Conversion of credit balance of Promoter(s) Mr. Sudhakaran Reddy Sunkerneneni into Unsecured Loan						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes. Mr. Sudhakaran Reddy Sunkerneneni is interest in this resolution*						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes In favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
Public-	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--

Institutions	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
Institutions	Postal	--	--	--	--	--	--	--
	Total	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
Total		1,00,99,349	1,00,99,349	100	1,00,99,349	Nil	100	Nil

*10,49,469 promoter (i.e Mr. Sudhakiran Reddy Sunkernen) votes are not considered being interested party

Resolution required: (Special)		Allotment of Equity Shares on Preferential Basis						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes. Mr. Sudhakiran Reddy Sunkerneni is interest in this resolution*						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes infavour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	84,80,795	84,80,795	100	84,80,795	Nil	100	Nil
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institutions	E-Voting	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	16,18,554	16,18,554	100	16,18,554	Nil	100	Nil
Total		1,00,99,349	1,00,99,349	100	1,00,99,349	Nil	100	Nil

*10,49,469 promoter (i.e Mr. Sudhakiran Reddy Sunkernen) votes are not considered being interested party



**M&K Associates
Company Secretaries**

Suite #102, Pavani Plaza,
Khairatabad,
Hyderabad-500 004
Phone: 9948859300
E-mail: mail@mnklaws.com
Website: www.mnklaws.com

Consolidated Scrutinizer Report

[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To
The Chairman
Adroit Infotech Limited,
Plot No. 7A, MLA Colony, Road No. 12,
Banjara Hills,
Hyderabad – 500034,
Telangana.

Dear Sir,

I, Manoj Kumar Koyalkar, partner M&K Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors the Company vide resolution passed on 25 July, 2020 for the purpose of scrutinizing the process of voting through electronic means (“**e-voting**”) on the resolutions contained in the notice dated 25 July, 2020 (“**Notice**”) issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April, 2020, 13 April, 2020 and 5 May, 2020 respectively issued by the Ministry of Corporate Affairs (“**MCA**”), Government of India calling the 30th Annual General Meeting (“**AGM**”) of the shareholders through VC / OAVM. The AGM was convened on Thursday, 20 August, 2020 at 9.00 a.m. IST through VC / OAVM.

The said appointment as Scrutinizer is as per the provisions of Section 108 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (“**the Rules**”). As the scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using electronic voting system on the dates referred to in the notice calling the AGM (“**remote e-voting**”); and
- (ii) process of e-voting at the AGM through electronic voting system (“**e-voting**”)



**M&K Associates
Company Secretaries**

Suite #102, Pavani Plaza,
Khairatabad,
Hyderabad-500 004
Phone: 9948859300
E-mail: mail@mnklaws.com
Website: www.mnklaws.com

Management's Responsibility

The management of the company is responsible to ensure the compliance with the requirements of (i) the Act and Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (LODR) Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility

My responsibility as Scrutinizer for e-voting process (i.e remote e-voting and e-voting) is restricted in making a Consolidated Scrutinizer Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by the Venture Capital and Corporate Investments Private Limited ("VCCIPL"), the Registrar and Transfer Agent of the Company and Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and attendant documents / information furnished to me electronically by the Company and / or VCCIPL for my verification.

Cut-off date

The Shareholders of the Company as on the "cut-off" date as set out in the Notice i.e Wednesday, 12 August, 2020 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling AGM) and their voting rights were to their shares in the paid-up equity share capital of the Company as on the cut-off date.

Remote e-voting process

1. The remote e-voting period remained open from Monday, 17 August, 2020 (09:00 a.m. IST) to Wednesday, 19 August, 2020 (05:00 p.m. IST).



**M&K Associates
Company Secretaries**

Suite #102, Pavani Plaza,
Khairatabad,
Hyderabad-500 004
Phone: 9948859300
E-mail: mail@mnklaws.com
Website: www.mnklaws.com

2. The votes cast were unblocked on Thursday, 20 August, 2020 after the conclusion of AGM and was witnessed by two witnesses not in the employment of the Company / VCCIPL.
3. Thereafter, the details containing, *inter alia*, the list of shareholders who vote “in favour” or “against” on each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e., www.evotingindia.com. Based on the report generated and relied upon by me, data regarding the remote e-voting was scrutinized.

E-voting process at the AGM

1. After the time fixed for closing the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by VCCIPL under my instructions.
2. The e-voting was scrutinized. The e-votes were reconciled with the records maintained by the Company / VCCIPL and the authorizations lodged with the Company / VCCIPL.
3. The e-votes cast were unblocked on Thursday, 20 August, 2020 after the conclusion of AGM.

The Consolidated Scrutinizer’s Report on the result of the remote e-voting and e-voting, based on the reports generated and data provided by the Company / VCCIPL and relied upon by me, is given hereunder:

**Results of Remote e-voting conducted for the 30th Annual General Meeting of
Adroit Infotech Limited**

Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes/ Abstain from voting	
			Voting in Favour (Assent)			Voted Against (Dissent)			Number of members voting (in person)	No. of votes casted
			No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)	No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)		
1.	Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Board of Directors' and Auditor's thereon.	Ordinary	39	1,11,48,818	100	0	0	0	0	0
Voting Results: The Resolution is passed with requisite majority										
2.	Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year	Ordinary	39	1,11,48,818	100	0	0	0	0	0

	ended March 31, 2020 and the reports of the Auditor's thereon.									
Voting Results: The Resolution is passed with requisite majority										
3.	Reappointment of Mr. Sudhakaran Reddy Sunkerneni (DIN:01436242), who retires as a Director at this Annual General Meeting and being eligible, has offered himself for reappointment.	Ordinary	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority <i>*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party</i>										
4.	Conversion of credit balance of Promoter(s) into Unsecured Loan	Special	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority <i>*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party</i>										
5.	Allotment of Equity Shares on Preferential Basis	Special	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority										

**10,49,469 promoter (i.e Mr. Sudhakiran Reddy Sunkernen) votes are not considered being interested party*

Results of Poll conducted at 30th Annual General Meeting of Adroit Infotech Limited

Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes/ Abstain from voting	
			Voting in Favour (Assent)			Voted Against (Dissent)			Number of members voting (in person)	No. of votes casted
			No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)	No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)		
0	0	0	0	0	0	0	0	0	0	0

Consolidated Results of Remote e-voting and Poll conducted at 30th Annual General Meeting of Adroit Infotech Limited

Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes				Invalid Votes/ Abstain from voting	
			Voting in Favour (Assent)		Voted Against (Dissent)			

			No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)	No. of Members voting (in person)	No. of votes casted	% of votes casted (Favour and against)	Number of members voting (in person)	No. of votes casted
1.	Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Board of Directors' and Auditor's thereon.	Ordinary	39	1,11,48,818	100	0	0	0	0	0
Voting Results: The Resolution is passed with requisite majority										
2.	Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Auditor's thereon.	Ordinary	39	1,11,48,818	100	0	0	0	0	0
Voting Results: The Resolution is passed with requisite majority										

3.	Reappointment of Mr. Sudhakaran Reddy Sunkerneni (DIN:01436242), who retires as a Director at this Annual General Meeting and being eligible, has offered himself for reappointment.	Ordinary	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority <i>*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party</i>										
4.	Conversion of credit balance of Promoter(s) into Unsecured Loan	Special	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority <i>*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party</i>										
5.	Allotment of Equity Shares on Preferential Basis	Special	38	1,00,99,349	100	0	0	0	1	10,49,469*
Voting Results: The Resolution is passed with requisite majority <i>*10,49,469 promoter (i.e Mr. Sudhakaran Reddy Sunkernen) votes are not considered being interested party</i>										



**M&K Associates
Company Secretaries**

Suite #102, Pavani Plaza,
Khairatabad,
Hyderabad-500 004
Phone: 9948859300
E-mail: mail@mnklaws.com
Website: www.mnklaws.com

On the basis of the above results, I report that the members have approved the Item No. 1 to 5 of the AGM Notice dated 25 July, 2020.

Accordingly, you may declare the result of the voting by remote e-voting and e-voting.

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

The electronic data and all other relevant records relating to e-voting shall remain in our custody until the chairman considers, approves and signs the minutes and thereafter the same be returned to the Company.

This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of VCCIPL.

This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

for **M&K Associates
Company Secretaries**

Manoj Kumar Koyalkar

**Manoj Kumar Koyalkar
Membership No: 9298
CoP No: 10004**



Place: Hyderabad
Date: 21 August, 2020