

Date: July 29, 2022

To,  
The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai — 400 001  
**Symbol: ADSL**

To,  
Department of Corporate Service  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai — 400 051  
**Scrip Code: 532875**

Dear Sir/ Madam,

**Subject: Submission of the declaration of voting results along with scrutinizers report on resolutions as set out in notice of 28<sup>th</sup> Annual General Meeting of the Company held on Thursday, July 28, 2022.**

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 28<sup>th</sup> Annual General Meeting ('AGM') of the Company was convened on Thursday, July 28, 2022 through Video Conference (VC) /Other Audio Visual Means (OAVM) at 04:00 P.M. (IST) to seek the approval of members of the Company on the resolutions as set out in Notice dated May 18, 2022. The meeting was held in compliance with the General Circulars issued from time to time issued by the Ministry of Corporate Affairs and by the Securities and Exchange Board of India (SEBI). 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 May 18, 2022 which commenced from Monday, July 25, 2022 at 09:00 a.m. and ended on Wednesday, July 27, 2022 at 05:00 p.m. The e-voting facility remained opened during the 28<sup>th</sup> AGM on Thursday, July 28, 2022, to enable those Members who could not vote through remote e-voting to vote on the following resolutions on the subsequent resolutions and had appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting, a copy of which is attached hereto. The summary of the voting results is as under:

Sr. No	Particulars	Type of Resolution (Ordinary / Special)	% of shares voted 'in favour' of the resolution	% of shares voted 'in against' of the resolution
1	To consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Statutory Auditors thereon.	Ordinary Resolution	100*	0*

Registered office : Allied Digital Services Limited, Premises No, 13A, 13th Floor, Earnest House, Back bay/Reclamation, NCPA Road, Block III, Nariman Point, Mumbai-400021



2	To declare dividend on equity shares of the Company for the Financial Year 2021-22.	Ordinary Resolution	100*	0*
3	To appoint a Director in place of Mr. Prakash Shah (DIN: 00189842), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	99.80*	0.20*
4	To approve appointment of Mr. Anup Kumar Mahapatra (DIN: 08985605) as an Independent Director of the Company	Special Resolution	100*	0*
5	To approve appointment of Mr. Sunil Vasudev Bhatt (DIN: 09243963) as an Executive Director of the Company	Special Resolution	99.80*	0.20*
6	To approve material related party transaction(s) for sale, purchase or supply of any goods or materials and availing or rendering of any services between the Company and Allied Digital Services, LLC, USA for a period upto March 31, 2023	Ordinary Resolution	99.71*	0.29*
7	To approve material related party transaction(s) for sale, purchase or supply of any goods or materials and availing or rendering of any services between the Company and Allied Digital Services, LLC, USA for the Financial Year 2023-2024	Ordinary Resolution	49.39*	50.61*

\*Rounded off to nearest percentage

Accordingly, I, Nitin Shah, Chairman and Managing Director, declare that resolution no 1 to 6, as set out in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company, have been passed with requisite majority by the Members of the Company and resolution no. 7 was not passed due to lack of requisite majority.

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**

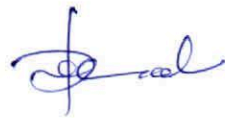


**Nitin Shah**  
Chairman & Managing Director  
DIN: 00189903





Allied Digital Services Limited								
Resolution Required : (Ordinary)			1 - To consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Statutory Auditors thereon.					
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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	28842786	28841786	99.9965	28841786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28841786</b>	<b>99.9965</b>	<b>28841786</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	57539	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>57539</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	25132835	361460	1.4382	360530	930	99.7427	0.2573
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361460</b>	<b>1.4382</b>	<b>360530</b>	<b>930</b>	<b>99.7427</b>	<b>0.2573</b>
<b>Total</b>		<b>54205528</b>	<b>29260785</b>	<b>53.9812</b>	<b>29259855</b>	<b>930</b>	<b>99.9968</b>	<b>0.0032</b>




Allied Digital Services Limited								
Resolution Required : (Ordinary)			2 - To declare dividend on equity shares of the Company for the Financial Year 2021-22.					
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	28842786	28841786	99.9965	28841786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28841786</b>	<b>99.9965</b>	<b>28841786</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	57539	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>57539</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	25132835	361460	1.4382	360810	650	99.8202	0.1798
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361460</b>	<b>1.4382</b>	<b>360810</b>	<b>650</b>	<b>99.8202</b>	<b>0.1798</b>
<b>Total</b>		<b>54205528</b>	<b>29260785</b>	<b>53.9812</b>	<b>29260135</b>	<b>650</b>	<b>99.9978</b>	<b>0.0022</b>

*J. S. J. S.*



Allied Digital Services Limited								
Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Prakash Shah (DIN: 00189842), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.					
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	28842786	28841786	99.9965	28841786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28841786</b>	<b>99.9965</b>	<b>28841786</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	0	57539		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>0</b>	<b>57539</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	25132835	361460	1.4382	360530	930	99.7427	0.2573
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361460</b>	<b>1.4382</b>	<b>360530</b>	<b>930</b>	<b>99.7427</b>	<b>0.2573</b>
<b>Total</b>		<b>54205528</b>	<b>29260785</b>	<b>53.9812</b>	<b>29202316</b>	<b>58469</b>	<b>99.8002</b>	<b>0.1998</b>

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Allied Digital Services Limited								
Resolution Required : (Special)			4 - To approve appointment of Mr. Anup Kumar Mahapatra (DIN: 08985605) 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	28842786	28841786	99.9965	28841786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28841786</b>	<b>99.9965</b>	<b>28841786</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	57539	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>57539</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	25132835	361460	1.4382	360410	1050	99.7095	0.2905
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361460</b>	<b>1.4382</b>	<b>360410</b>	<b>1050</b>	<b>99.7095</b>	<b>0.2905</b>
<b>Total</b>		<b>54205528</b>	<b>29260785</b>	<b>53.9812</b>	<b>29259735</b>	<b>1050</b>	<b>99.9964</b>	<b>0.0036</b>

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Allied Digital Services Limited								
Resolution Required : (Special)			5 - To approve appointment of Mr. Sunil Vasudev Bhatt (DIN: 09243963) as an Executive 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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	28842786	28841786	99.9965	28841786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28841786</b>	<b>99.9965</b>	<b>28841786</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	0	57539	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>0</b>	<b>57539</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	25132835	361460	1.4382	360460	1000	99.7233	0.2767
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361460</b>	<b>1.4382</b>	<b>360460</b>	<b>1000</b>	<b>99.7233</b>	<b>0.2767</b>
<b>Total</b>		<b>54205528</b>	<b>29260785</b>	<b>53.9812</b>	<b>29202246</b>	<b>58539</b>	<b>99.7999</b>	<b>0.2001</b>


Allied Digital Services Limited								
Resolution Required : (Ordinary)			6 - To approve material related party transaction(s) for sale, purchase or supply of any goods or materials and availing or rendering of any services between the Company and Allied Digital Services, LLC, USA for a period upto March 31, 2023					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	28842786	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	57539	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>57539</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	25132835	297446	1.1835	296421	1025	99.6554	0.3446
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>297446</b>	<b>1.1835</b>	<b>296421</b>	<b>1025</b>	<b>99.6554</b>	<b>0.3446</b>
<b>Total</b>		<b>54205528</b>	<b>354985</b>	<b>0.6549</b>	<b>353960</b>	<b>1025</b>	<b>99.7113</b>	<b>0.2887</b>

*J. S. J.*





Allied Digital Services Limited								
Resolution Required : (Ordinary)			7 - To approve material related party transaction(s) for sale, purchase or supply of any goods or materials and availing or rendering of any services between the Company and Allied Digital Services, LLC, USA for the Financial Year 2023-2024					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	28842786	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229907	57539	25.0271	57539	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>57539</b>	<b>25.0271</b>	<b>57539</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	25132835	297446	1.1835	117774	179672	39.5951	60.4049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>297446</b>	<b>1.1835</b>	<b>117774</b>	<b>179672</b>	<b>39.5951</b>	<b>60.4049</b>
<b>Total</b>		<b>54205528</b>	<b>354985</b>	<b>0.6549</b>	<b>175313</b>	<b>179672</b>	<b>49.3860</b>	<b>50.6140</b>

*[Handwritten Signature]*



# 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

29<sup>th</sup> July, 2022

To  
The Chairman  
**ALLIED DIGITAL SERVICES LIMITED**  
Premises No.13A,13<sup>th</sup> Floor, Earnest House,  
NCPA Road, Block III, Nariman Point,  
Mumbai- Maharashtra 400021.

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting prior to and e-voting at the 28<sup>th</sup> Annual General Meeting of the Members of Allied Digital Services Limited held on Thursday, 28<sup>th</sup> July, 2022

The Board of Directors of Allied Digital Services Limited ('the Company') at their meeting held on 18<sup>th</sup> May, 2022 appointed the undersigned as the Scrutinizer, to ensure that the process of remote e-voting prior to and e-voting during the 28<sup>th</sup> Annual General Meeting ('AGM') on the resolutions contained in the Notice dated 18<sup>th</sup> May, 2022 in the manner prescribed under Section 108 of the Companies Act, 2013 ('the Act') as amended from time to time read with the Companies (Management and Administration) Rules, 2014 ('the Rules') and other applicable provisions of the Act, Secretarial Standards on General Meeting (SS-2), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with the General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, the Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, the Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 and Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 along with other applicable circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and the Securities Exchange Board of India vide Circular dated 13<sup>th</sup> May, 2022 bearing Ref. No: SEBI/HO/CFD/CMD2/CIR/P/2022/62 read with Circular dated 12<sup>th</sup> May, 2020 bearing Ref. No.: SEBI/HO/CFD/CMD1/CIR/P/2020/79 and the Circular dated 15<sup>th</sup> January, 2021 bearing Ref. No SEBI/HO/CFD/CMD2/CIR/P/2021/11.





The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI Listing Regulations, relating to remote e-voting prior to and e-voting at the time of AGM on the resolutions contained in the aforesaid Notice convening the AGM. Our responsibility as a Scrutinizer is to ensure that the voting through remote e-voting prior to the AGM and e-voting at the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions, based on the reports generated from the system as per the facility provided by the National Securities Depository Limited, the agency engaged by the Company to provide e-voting facility.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA, Notice convening AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means to vote through the mechanism of remote e-voting prior to the AGM and e-voting at the time of AGM in accordance with the provisions of the Act and Rules made thereunder on the following resolutions:

1. **Resolution No. 1 as an Ordinary Resolution** for consideration and adoption of:
  - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and
  - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, together with the Report of the Statutory Auditors thereon.
2. **Resolution No. 2 as an Ordinary Resolution** for declaration of final dividend on Equity Shares of the Company for the Financial Year 2021-22.
3. **Resolution No. 3 as an Ordinary Resolution** for appointment of Mr. Prakash Dhanji Shah (DIN: 00189842), who retired by rotation at 28<sup>th</sup> Annual General Meeting and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4 as a Special Resolution** for appointment of Mr. Anup Kumar Mahapatra (DIN: 08985605) as an Independent Director of the Company for a period of five (5) consecutive years with effect from May 18, 2022 upto May 17, 2027.
5. **Resolution No. 5 as a Special Resolution** for appointment of Mr. Sunil Vasudev Bhatt (DIN: 09243963) as an Executive Director of the Company for a period of Five (5) years with effect from May 18, 2022, upto May 17, 2027.
6. **Resolution No. 6 as an Ordinary Resolution** for entering into material related party transaction(s) for sale, purchase or supply of goods or materials and availing or rendering of services between the Company and Allied Digital Services LLC, USA for the period upto 31<sup>st</sup> March, 2023.
7. **Resolution No. 7 as an Ordinary Resolution** for entering into material related party transaction(s) for sale, purchase or supply of goods or materials and availing or rendering of services between the Company and Allied Digital Services LLC, USA for the Financial Year 2023-2024.





The Company provided remote e-voting facility to the Members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the 28<sup>th</sup> AGM to those Members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to Members of the Company to cast their votes from 9.00 a.m. (IST) of Monday, 25<sup>th</sup> July, 2022 which ended at 5:00 p.m. (IST) of Wednesday, 27<sup>th</sup> July, 2022. Accordingly, votes casted through remote e-voting upto 5.00 p.m. (IST) of Wednesday, 27<sup>th</sup> July, 2022 and votes casted through e-voting during the 28<sup>th</sup> AGM, have been considered for my scrutiny.

After conclusion of the 28<sup>th</sup> Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting during the AGM, were unlocked. In case of Members who cast votes through remote e-voting prior to as well as e-voting during the AGM, the voting through remote e-voting of such Members was treated as valid. A summary of the votes cast by Members through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by Members through remote e-voting prior to AGM and e-voting during the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the 28<sup>th</sup> AGM or any person authorized by him in writing.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU SHANTILAL KAMDAR  
PARTNER  
M. No. FCS5171  
COP No. 3030  
UDIN: F005171D000709006  
P. R. CERTIFICATE NO. 668/2020



COUNTERSIGNED BY  
FOR ALLIED DIGITAL SERVICES LIMITED



NITIN DHANJI SHAH  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00189903





**ANNEXURE**

**Resolution No. 1 as an Ordinary Resolution** for consideration and adoption of:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, together with the Report of the Statutory Auditors thereon.

Sr. No.	Particulars	Resolution 1	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid e-voting</b>	<b>183</b>	<b>2,92,60,785</b>
	(i) Voting with assent for the Resolution	178	2,92,59,855
	<b>% of Assent</b>		<b>100%*</b>
	(ii) Voting with dissent for the Resolution	5	930
	<b>% of Dissent</b>		<b>0%*</b>

\* Rounded off to nearest percentage



**Resolution No. 2 as an Ordinary Resolution** for declaration of final dividend on Equity Shares of the Company for the Financial Year 2021-22.

Sr. No.	Particulars	Resolution 2	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid e-voting</b>	<b>183</b>	<b>2,92,60,785</b>
	(i) Voting with assent for the Resolution	182	2,92,60,135
	<b>% of Assent</b>		<b>100%*</b>
	(ii) Voting with dissent for the Resolution	1	650
	<b>% of Dissent</b>		<b>0%*</b>

\* Rounded off to nearest percentage





**Resolution No. 3 as an Ordinary Resolution** for appointment of Mr. Prakash Dhanji Shah (DIN: 00189842), who retired by rotation at 28<sup>th</sup> Annual General Meeting and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	Resolution 3	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid e-voting</b>	<b>183</b>	<b>2,92,60,785</b>
	(i) Voting with assent for the Resolution	176	2,92,02,316
	<b>% of Assent</b>		<b>99.80%*</b>
	(ii) Voting with dissent for the Resolution	7	58,469
	<b>% of Dissent</b>		<b>0.20%*</b>

\* Rounded off to nearest percentage



**Resolution No. 4 as a Special Resolution** for appointment of Mr. Anup Kumar Mahapatra (DIN: 08985605) as an Independent Director of the Company for a period of five (5) consecutive years with effect from May 18, 2022 upto May 17, 2027.

Sr. No.	Particulars	Resolution 4	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid e-voting</b>	<b>183</b>	<b>2,92,60,785</b>
	(i) Voting with assent for the Resolution	176	2,92,59,735
	<b>% of Assent</b>		<b>100%</b>
	(ii) Voting with dissent for the Resolution	7	1050
	<b>% of Dissent</b>		<b>0%</b>

*\*Rounded off to nearest percentage*

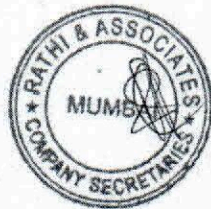




**Resolution No. 5 as a Special Resolution** for appointment of Mr. Sunil Vasudev Bhatt (DIN: 09243963) as an Executive Director of the Company for a period of five (5) consecutive years with effect from May 18, 2022 upto May 17, 2027.

Sr. No.	Particulars	Resolution 5	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid e-voting</b>	<b>183</b>	<b>2,92,60,785</b>
	(i) Voting with assent for the Resolution	175	2,92,02,246
	<b>% of Assent</b>		<b>99.80%*</b>
	(ii) Voting with dissent for the Resolution	8	58,539
	<b>% of Dissent</b>		<b>0.20%*</b>

*\*Rounded off to nearest percentage*

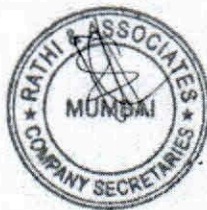


**Resolution No. 6 as an Ordinary Resolution** for entering into material related party transaction(s) for sale, purchase or supply of goods or materials and availing or rendering of services between the Company and Allied Digital Services LLC, USA for a period upto 31<sup>st</sup> March, 2023.

Sr. No.	Particulars	Resolution 6	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	9	2,89,05,800
d.	<b>Net Valid e-voting</b>	<b>174</b>	<b>3,54,985</b>
	(i) Voting with assent for the Resolution	167	3,53,960
	<b>% of Assent</b>		<b>99.71%*</b>
	(ii) Voting with dissent for the Resolution	7	1,025
	<b>% of Dissent</b>		<b>0.29*</b>

*\*Rounded off to nearest percentage*

*Note: Based on the information provided and considering the conditions specified under Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, votes cast by Related Parties have not been considered.*





**Resolution No. 7 as an Ordinary Resolution** for entering into material related party transaction(s) for sale, purchase or supply of any goods or materials and availing or rendering of any services between the Company and Allied Digital Services LLC, USA for the Financial Year 2023-2024.

Sr. No.	Particulars	Resolution 7	
		No. of Members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	11	10,696
b.	Votes cast through remote e-voting prior to the AGM	172	2,92,50,089
	<b>Total</b>	<b>183</b>	<b>2,92,60,785</b>
c.	Less: Invalid voting	9	2,89,05,800
d.	<b>Net Valid e-voting</b>	<b>174</b>	<b>3,54,985</b>
	(i) Voting with assent for the Resolution	166	1,75,313
	<b>% of Assent</b>		<b>49.39%</b>
	(ii) Voting with dissent for the Resolution	8	1,79,672
	<b>% of Dissent</b>		<b>50.61%</b>

*\*Rounded off to nearest percentage*

*Note: Based on the information provided and considering the conditions specified under Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, votes cast by Related Parties have not been considered.*

