

January 21, 2022

To
BSE Limited
Phiroze Jeejee bhoy Towers,
Dalal Street,
Mumbai-400 001

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East)
Mumbai-400 051

Scrip Code- 532875

Symbol- ADSL

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

Dear Sir /Madam,

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 appoint Mr. Shakti Kumar Leekha as an Independent Director of the Company for the term of 5 years to hold office commencing from January 20, 2022 as specified in the postal ballot notice dated December 21, 2021.

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.

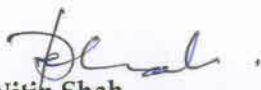
We enclose herewith the results of the voting by Postal Ballot exercise along with Scrutinizer's report for your information and records.

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 National Securities Depository Limited- www.evoting.nsdl.com.

Kindly take the above on your record & oblige.

Thanking you,

Yours faithfully,
For Allied Digital Services Limited


Nitin Shah
Chairman & Managing Director
DIN: 00189903



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 December 21, 2021 by 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 through e-voting was December 21, 2021. 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 January 20, 2022 and basis the report of the scrutinizer on the voting done through e-voting by the members, it is hereby declared that the resolutions as set out in the Postal Ballot Notice dated December 21,2021 has been duly passed by the members of the Company with the requisite majority.

- **Special Resolution: Appointment of Mr. Shakti Kumar Leekha (DIN: 03246804) as an Independent Director of the Company for continuous period of five years commencing from January 20, 2022**

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

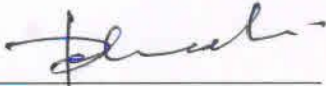
| | | |
|----|--|---|
| 1. | Date: | |
| | a) Date of Postal Ballot Notice | December 21, 2021 |
| | b) Date of Declaration of results of Postal Ballot | January 22, 2022 |
| 2. | Last date of receipt of postal ballot (evoting) | January 20, 2022 |
| 3. | Total Number of Shareholders as on cut- off date 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) | 34958 equity shareholders (as on December 10, 2021) |
| 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 present in the meeting through Video conferencing | Not Applicable |
| | Promoter and Promoter Group | |
| | Public | |

Accordingly I, Nitin Shah, Chairman & Managing 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 records.

For Allied Digital Services Limited



Nitin Shah
Chairman & Managing Director
DIN: 00189903



Encl: As above

Allied Digital Services Limited

Resolution Required : (Special)

1 - Appointment of Mr. Shakti Kumar Leekha (DIN: 03246804) as a Non-Executive 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 28842786 | 28714846 | 99.5564 | 28714846 | 0 | 100.0000 | 0.0000 | 127440 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 28714846 | 99.5564 | 28714846 | 0 | 100.0000 | 0.0000 | 127440 |
| Public Institutions | E-Voting | 213330 | 72728 | 34.0918 | 72728 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 72728 | 34.0918 | 72728 | 0 | 100.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 25149412 | 230537 | 0.9167 | 227339 | 3198 | 98.6128 | 1.3872 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 230537 | 0.9167 | 227339 | 3198 | 98.6128 | 1.3872 | 0 |
| Total | | 54205528 | 29018111 | 53.5335 | 29014913 | 3198 | 99.9890 | 0.0110 | 127440 |



[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

20th January, 2022

To,
The Chairman
Allied Digital Services Limited
Premises No. 13A, 13th Floor,
Earnest House, NCPA Road,
Block III, Nariman Point
Mumbai -400021, Maharashtra, India.

Dear Sir,

Sub: SCRUTINIZER'S REPORT ON POSTAL BALLOT CONDUCTED AS PER SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

Allied Digital Services Limited (CIN: L72200MH1995PLC085488) ('the Company') has vide a circular resolution passed by its Board of Directors on 13th December, 2021 appointed the undersigned as the Scrutinizer to ensure that the process of voting by way of Postal Ballot vide Notice of Postal Ballot dated 21st December, 2021 is conducted in the manner prescribed under Section 108 & Section 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 ('the Rules of Chapter VII') and other applicable provisions of the Act and the Rules made thereunder including General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 read with other relevant circulars issued by the Ministry of Corporate Affairs, Secretarial Standard on General Meeting (SS-2) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable Regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

As required under Section 110 read with Rule 22 of the Rules of Chapter VII of the Act, a Notice of Postal Ballot dated 21st December, 2021 along with the Explanatory Statement under Section 102 of the Companies Act, 2013 was sent to the shareholders through electronic means to vote through the mechanism of remote e-voting in accordance with the provisions of the Act and Rules made thereunder on the following resolution:

Resolution No. 1 as a Special Resolution for appointment of Mr. Shakti Kumar Leekha (DIN: 03246804) as an Independent Director of the Company for a period of five years commencing from 20th January, 2022.

The Company has availed the electronic voting platform of the National Securities Depository Limited ('NSDL') for providing remote e-voting facility to the members of the Company to vote on the resolutions proposed vide Postal Ballot Notice dated 21st December, 2021 thereto. The Notice was sent to the Members of the Company whose email addresses were registered with their respective



Depository Participant/RTA or the Company and whose names appeared in the Register of Members as on Friday, 10th December, 2021. The Company also made arrangements for shareholders who have not registered their email addresses, to register/update their email addresses with the Company's Registrar and Transfer Agents by visiting their website.

The Shareholders were required to vote electronically during the voting period commencing from 09:00 a.m. IST of Wednesday, 22nd December, 2021 upto 5.00 P.M. IST of Thursday, 20th January, 2022. Accordingly, the members who cast their votes upto 5.00 P.M. IST of Thursday, 20th January, 2022 have been considered for my scrutiny.

A summary of voting through remote e-voting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by shareholders through remote e-voting in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any person authorized by him.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
M. NO.: FCS 5171
COP NO.: 3030
UDIN: F005171C002237742



Countersigned By
For Allied Digital Services Limited



Nitin Dhanji Shah
Chairperson and Managing Director
DIN:00189903



Annexure

Resolution No. 1 as a Special Resolution for appointment of Mr. Shakti Kumar Leekha (DIN: 03246804) as an Independent Director of the Company for a period of five years commencing from 20th January, 2022.

| Sr. No. | Particulars | No. of Remote e-voting confirmations | No. of Shares voted |
|----------------------------------|--|--------------------------------------|---------------------|
| a. | Remote e-voting confirmations received | 267 | 2,91,45,551 |
| b. | Less: Invalid Remote e-voting confirmations | 1 | 1,27,440 |
| c. | Valid Remote e-voting confirmations | 266 | 2,90,18,111 |
| (i) | Remote e-voting confirmations with assent for the Resolution | 252 | 2,90,14,913 |
| Percentage (%) of Assent | | | 99.99* |
| (ii) | Remote e-voting confirmation with dissent for the Resolution | 14 | 3,198 |
| Percentage (%) of Dissent | | | 0.01* |

* Rounded Off

