



PRAMOD S. SHAH & ASSOCIATES
Practising Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

Pursuant to rule 20 of the Companies (Management and Administration) Rules, 2014
amended from time to time

To,
Allied Digital Services Limited
Premises No. 13A, 13th Floor,
Earnest House,
Backbay Reclamation,
NCPA Road, Block III,
Nariman Point,
Mumbai – 400021

21st Annual General Meeting of the Equity Shareholders of Allied Digital Services Limited
scheduled was held on 24th September, 2015 at 03:00 p.m at IMC Building, IMC Marg,
Churchgate, Mumbai – 400020.

Dear Sir,

We, Pramod S. Shah, Practising Company Secretary, appointed as Scrutinizer for the purpose
of:

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies(Management and Administration)Rule, 2014, as amended from time to time and
- (ii) Poll under the provisions of Section 109 of the Companies Act, 2013 Act read with Rule 21 of the Companies (Management and Administration) Rule, 2014, as amended (Rules) on the Resolutions contained in the notice to the 21st Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 24th September, 2015 at 03:00 P.M at IMC Building, IMC Marg, Churchgate, Mumbai – 400020.

(iii) We hereby submit our Scrutinizers report as follows :-

- The notice convening the meeting was placed on the website of the Company and that of the Agency Central Depository Services Limited (CDSL);
- The members of the Company were given an option to vote electronically on e-voting system, provided by CDSL;



- The e-voting period commenced from 09.00 a.m. on Monday 21st September, 2015 and ended at 5.00 p.m. on Wednesday 23rd September, 2015;
- Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 22nd September, 2015, the CDSL portal was blocked for voting.
- The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio no., or client ID of the shareholders, no of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights

Note: After the Completion of Voting period, the results were unblocked in presence of two witnesses not being in the employment of the Company.

The result of the Voting is as under:

Resolution no. 1: To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	17	402515	99.966
Physically	20	1195999	98.68801

(ii) Voted **against** the resolution:

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Electronically	4	137	0.034
Physically	0	0	0



(iii) **Invalid** votes :

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	1	15900

*One of the Shareholder whose votes were declared as Invalid because he had not signed the Poll Paper.

Resolution no. 2: To appoint a Director in place of Mr. Prakash Shah who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	15	388445	96.472
Physically	20	1195999	98.68801

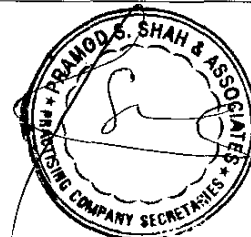
(ii) Voted **against** the resolution:

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Electronically	6	14207	3.5284
Physically	0	0	0

(iii) **Invalid** votes :

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	1	15900

*One of the Shareholder whose votes were declared as Invalid because he had not signed the Poll Paper.



Resolution no. 3: To re-appoint the Statutory Auditors.

i) Voted **in favour** of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	15	388445	96.472
Physically	20	1195999	98.68801

(ii) Voted **against** the resolution:

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Electronically	6	14207	3.5284
Physically	0	0	0

(iii) **Invalid** votes :

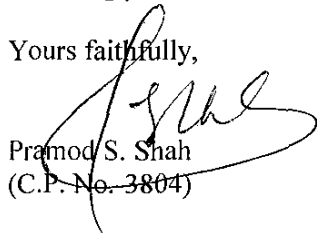
Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	1	15900

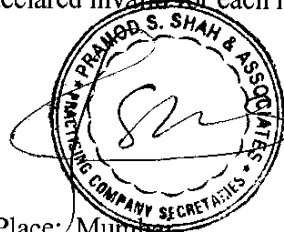
*One of the Shareholder whose votes were declared as Invalid because he had not signed the Poll Paper.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you.

Yours faithfully,


Pramod S. Shah
(C.P. No. 3804)



Place: Mumbai
Dated: 25th September, 2015