

September 25th, 2015

To
Corporate Relationship Department,
The Bombay Stock Exchange,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub.: Outcome of 21st Annual General Meeting held on September 24th, 2015

The Shareholders of the Company at its 21st Annual General Meeting held on September 24th, 2015, have approved the following:

1. Adoption of audited Balance Sheet as at 31st March, 2015 and audited Profit and Loss Account for the year ended as on that date and the Reports of the Auditors and the Directors thereon;
2. Re-appointment of Mr. Prakash Dhanji Shah as Director of the Company;
3. Re-appointment of Shah & Taparia, Chartered Accountants as Statutory Auditors of the Company for the financial year ending 31st March, 2016;

In view of the above and in compliance with clause 35B of the Listing Agreement read with Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company offered e-voting facility to its shareholders which commenced on September 21st, 2015 (09.00 a.m.) onwards and ended on September 23rd, 2015 (05.00 p.m.) Further, a poll was undertaken at the meeting to facilitate the shareholders present at the meeting to cast their vote equivalent to the number of shares held by them (provided they have not already exercised their rights to vote through e-voting facility).

The results of the votes cast through electronic means and that through poll along with the Scrutinizer's report thereat will be placed on the website of the Company and the agency, i.e. Central Depository Services (India) Limited (CDSL) and also submitted to the Bombay Stock Exchange (BSE) within two days.



A Global IT Transformation Architect.™

Kindly take the same on record & oblige.

Thanking you

Yours faithfully,

For Allied Digital Services Limited


Ravindra Joshi (Membership No.:- F1419)

Company Secretary

Date: September 25, 2015

Address:- 10B/301 Alica Nagar, Lokhandwala Complex, Kandivli (E), Opp Mahindra
Tractor, Mumbai - 400101

Encl. : a/a



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September 25, 2015

To
Corporate Relationship Department,
The Bombay Stock Exchange,
Dalal Street,
Mumbai – 400 001

Dear Sir/ Madam,

Sub.: Proceedings of the 21st Annual General Meeting held on 24th September, 2015

With reference to the captioned subject, enclosed herewith please find the Proceedings of the 21st Annual General Meeting of the Company held on Thursday, September 24, 2015 for your kind record.

Kindly acknowledge the receipt of the same.

Thanking you.

Yours faithfully,

For Allied Digital Services Limited


Ravindra Joshi (Membership No.:- F1419)

Company Secretary

Date: September 25, 2015

Address:- 10B/301 Alica Nagar, Lokhandwala Complex, Kandivli (E), Opp Mahindra Tractor, Mumbai - 400101

Encl.: a/a.

PROCEEDINGS OF THE 21ST ANNUAL GENERAL MEETING OF ALLIED DIGITAL SERVICES LIMITED HELD ON THURSDAY, SEPTEMBER 24th, 2015 AT 3:00 P.M. AT IMC BUILDING, IMC MARG, CHURCHGATE, MUMBAI - 400020

Present:

Mr. Nitin D. Shah	- Chairman, Managing Director
Mr. Prakash D. Shah	- Executive Director – Commercial
Mr. Gopal Tiwari	- Chief Financial Officer
Dr. Shrikant Parikh	- Independent Director
Prof. Venugopal Iyengar	- Independent Director

In attendance:

Mr. Jawahar Ali	- Chief Executive Officer – Integrated Solutions Group
M/s. Shah & Taparia & Co	- Statutory Auditors

33 Members were personally present.

Mr. Nitin Shah chaired the Meeting and announced that since the requisite quorum for the Meeting was there, the formal proceedings of the Meeting could commence. He then extended a warm welcome to the members present.

The Chairman announced that the Company has not received any proxies. He further stated that Register of Proxies and the Register of Directors' Shareholding were open for inspection of the members during the Meeting. He then introduced his colleagues on the Board to the members.

With the consent of the members present, the notice convening the Meeting along with the Audited Accounts and the Directors' Report were taken as read.



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1. The first resolution was an Ordinary resolution:

The following resolution was proposed by Ms. Chetna Parekh and seconded by Mr. Anil Parekh.

“RESOLVED THAT the Audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date and the Directors’ Report and the Auditor’s Report thereon, be and are hereby approved and adopted.”

The Chairperson invited the queries from the Shareholders. The Chairman of the Company suitably and satisfactorily clarified / replied to the queries. The resolution was then put to vote after addressing to the queries of the Shareholders.

2. The Second resolution was an Ordinary resolution:

The following resolution was proposed by Ms. Homa Pouredehi and seconded by Mr. Vinod Aggarwal.

“RESOLVED THAT Mr. Prakash Dhanji Shah, Executive Director of the Company who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company and that the period of office of the Director shall be liable to determination by retirement by rotation.”

3. The third resolution was an Ordinary Resolution.

The following resolution was proposed by Mr. Devang Shah and seconded by Mr. Tapan Bhatia.

“RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and read with Companies (Audit and Auditors) Rules, 2014 including any statutory modification, re-enactment and amendments made from time to time, consent of members be and is hereby accorded to re-appoint M/s. Shah & Taparia Chartered Accountants, Mumbai, bearing Membership Number 033594, as Statutory Auditors to hold the office for a period of five years i.e. from conclusion of this Annual General Meeting until conclusion of Twenty-



Fifth Annual General Meeting of the Company subject to ratification of their appointment in every Annual General Meeting at such remuneration plus service tax, out of pocket and travelling expenses, etc; as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Further, chairman drew attention of all the members present to clause 35B of the Listing Agreement read with Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 pursuant to which the Company had offered e-voting facility to its shareholders which had commenced on September 21st, 2015 (09.00 a.m.) onwards and ended on September 23rd, 2015 (05.00 p.m.)

Thereafter, at the Annual General Meeting, a poll was undertaken (after the resolutions were proposed and seconded by the members present at the meeting) in order to facilitate the shareholders present at the meeting to cast their vote equivalent to the number of shares held by them (provided they had not already exercised their rights to vote through e-voting facility).

Further chairman informed that the results of the votes cast through electronic means and that through poll along with the Scrutinizer's report thereat will be placed on the website of the Company and the agency, i.e. Central Depository Services (India) Limited (CDSL) and the same will also be submitted to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) within two days.

The Chairman declared the Meeting closed.

The Meeting terminated with a vote of thanks to the Chair.

Ravindra Joshi (Membership No.:- F1419)

Company Secretary

Date: September 25, 2015

Address:- 10B/301 Alica Nagar, Lokhandwala Complex, Kandivli (E), Opp Mahindra Tractor, Mumbai - 400101