



ADC/2024-25/AGM/Voting Results

August 10, 2024

**Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001**

Dear Sir/Madam,

Sub: 36th Annual General Meeting – Voting Results & Scrutinizers Report

Ref: Scrip Code: 523411

We wish to inform you that the 36th Annual General Meeting of the Company was held on Friday, August 9, 2024, through video conference and the business mentioned in the Notice dated May 29, 2024 was transacted.

Please note that all the resolutions mentioned in the Notice of the 36th AGM dated May 29, 2024, have been passed by the shareholders with requisite majority at the AGM.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) of the Companies (Management and Administration) Rules, 2014.

The voting results and the Scrutinizer's Report are also made available on the Company's website at www.adckcl.com.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For ADC India Communications Limited

**R. Ganesh
Company Secretary**

ADC India Communications Limited

CIN: L32209KA1988PLC009313

**Regd. Office & Factory: No.10C, 2nd Phase, 1st Main, P.B.No. 5812, Peenya Industrial Area
Bangalore – 560 058. Tel +91 80 2839 6102 / 2839 6291**

Email: support@adckcl.com Website: www.adckcl.com

Name of the Company	ADC India Communications Limited
Date of the AGM/EGM	09-08-2024
Total number of shareholders on record date (as on August 2, 2024)	7429
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	35

Resolution No.	1							
Resolution required:(Ordinary/Special)	Ordinary - Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors 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 (3)	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100 (6)	% of votes against on votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting	3313037	3313037	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	3313037	100.00	3313037	0	100.00
Public - Institutions	E-Voting	70	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		70	0	-	0	-	0
Public -Non Institutions	E-Voting	1286893	29527	2.29	29527	0	100.00	0.00
	Poll		955	0.07	955	0	100.00	0.00
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		1286893	30482	2.37	30482	0	100.00
Total		4600000	3343519	72.69	3343519	0	100.00	0.00

Resolution No.	2							
Resolution required:(Ordinary/Special)	Ordinary - Declaration of Dividend (Dividend of Rs.5/- per Equity Share and One-time Special Dividend of Rs. 25/- per Equity Share of the face value of Rs.10/- each for the financial year ended March 31, 2024)							
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 (3)	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100 (6)	% of votes against on votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting	3313037	3313037	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	3313037	100.00	3313037	0	100.00
Public - Institutions	E-Voting	70	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		70	0	-	0	-	0
Public -Non Institutions	E-Voting	1286893	29527	2.29	29527	0	100.00	0.00
	Poll		955	0.07	955	0	100.00	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		1286893	30482	2.37	30482	0	100.00
Total		4600000	3343519	72.69	3343519	0	100.00	-

Resolution No.	3							
Resolution required:(Ordinary/Special)	Ordinary - Re-appointment of Ms. Yaman Roy as a Director liable to retire by rotation							
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 (3)	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100 (6)	% of votes against on votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting	3313037	3313037	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	3313037	100.00	3313037	0	100.00
Public - Institutions	E-Voting	70	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		70	0	-	0	-	0
Public -Non Institutions	E-Voting	1286893	29527	2.29	29524	3	99.99	0.01
	Poll		955	0.07	955	0	100.00	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		1286893	30482	2.37	30479	3	99.99
Total		4600000	3343519	72.69	3343516	3	100.00	0.00



Form No. MGT-13

REPORT OF SCRUTINIZER

*[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To

The Chairman of the Thirty-Sixth Annual General Meeting (AGM) of the Shareholders of **"ADC INDIA COMMUNICATIONS LIMITED"** held on Friday, August 09, 2024 at 11:00 A.M. (IST) through Video Conferencing (VC).

Sir,

I, Pradeep B Kulkarni, Partner of V Sreedharan and Associates, Company Secretaries, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in compliance with the General circulars issued by the Securities Exchange Board of India ("SEBI") for the purpose of:

- (i) Scrutinizing the remote e-voting process and
- (ii) Scrutinizing the voting done through electronic voting system ("Instapoll") at the AGM.



Both the above-mentioned voting is done under the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Thirty Sixth Annual General Meeting of the Shareholders dated May 29, 2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the Notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

I submit our report as under:

1. The remote E-Voting period remained open from 9:00 A.M. (IST) on Monday, August 5, 2024 and ends at 5:00 p.m. (IST) on Thursday, August 8, 2024.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those Members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 09/2023 dated September 25, 2023 and Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD /CMD2/CIR/P/2021/11 dated January 15, 2021



SEBI/HO/CFD/CMD2 /CIR/P/2022/62 dated May 13, 2022 SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India (Collectively referred to as “Circulars”).

3. The voting rights were reckoned as on Friday, August 2, 2024, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through e-voting were unblocked on August 09, 2024 at 12.39 P.M.
5. After declaration of voting by the Chairman, the Shareholders present at the AGM through VC voted through e-voting facility i.e., Instapoll provided by KFin Technologies Limited.
6. As per the information given by the Company / RTA, the names of the Shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited had been blocked and only those Members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by KFin Technologies Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



a) **RESOLUTION No.1:**

Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon- **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	25	2	27
Number of votes cast by them	33,42,564	955	33,43,519
% of total number of valid votes cast	100	100	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



b) **RESOLUTION No. 2:**

Declaration of Dividend - Ordinary Resolution

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	25	2	27
Number of votes cast by them	33,42,564	955	33,43,519
% of Total Number of valid votes cast	100	100	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of Total Number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



c) **RESOLUTION No.3:**

Re-appointment of Ms. Yaman Roy as a Director liable to retire by rotation.

- **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	24	2	26
Number of votes cast by them	33,42,561	955	33,43,516
% of total number of valid votes cast	99.99	100	100

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

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	1	0	1
Number of votes cast by them	3	0	3
% of total number of valid votes cast	0.01	100	100

(iii) Invalid Votes - NIL



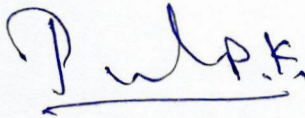
8. A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You

Yours faithfully

For V Sreedharan & Associates
Company Secretaries



(Pradeep B Kulkarni)
Partner
FCS. 7260; CP No. 7835

Date: 09.08.2024
Place: Bengaluru
UDIN: F007260F000941050
Peer Review Certificate no.: 5543/ 2024
