



ADC/2023-24/Postal Ballot/3

April 24, 2024

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

Dear Sir/Madam

Sub: Results of the Postal Ballot – Voting Results and Scrutinizer Report

Ref: Scrip Code: 523411

In continuation to our letter dated March 20, 2024 regarding Postal Ballot Notice, we wish to inform you that the following Resolutions as set out in the Postal Ballot Notice dated March 15, 2024 have been passed by the Members of the Company by remote e-voting process with requisite majority.

1. Re-appointment of Mr. J.N.Mylaraiah (DIN:066752560) as the Managing Director of the Company.
2. Appointment of Mr.Nagendra Venkaswamy (DIN:0240453) as an Independent Director of the Company.
3. Appointment of Mr.Harish Hassan Visweswara (DIN:08742808) as an Independent Director of the Company.
4. Approval of Material Related Party Transactions with CommScope India Private Limited for the Financial Year 2024-25.
5. Approval of Material Related Party Transactions with CommScope Japan K.K. for the Financial Year 2024-25.

The remote e-voting commenced at 9.00 a.m. (IST) on Monday, March 25, 2024 and concluded at 5.00 p.m. (IST) on Tuesday, April 23, 2024.

In this regard, we enclose herewith:

- a. Voting results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. Scrutinizers Report dated April 24, 2024.

The Voting Results along-with the Scrutinizer's Report are being made available on the website of the Company at www.adckcl.com and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>.

This is for your information and 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,
E-mail : support@adckcl.com, Website : www.adckcl.com

Voting results

Particulars

Date of the Postal Ballot	23-04-2024
Cut-off Date	15-03-2024
Total number of shareholders on Cut-off Date	5055
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not Applicable
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not Applicable
b) Public	
No. of resolution passed in the meeting	5



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. J.N. Mylraiah (DIN:06675260) as the Managing Director of the Company				
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	3313037	3313037	100.0000	3313037	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3313037	3313037	100.0000	3313037	0	100.0000
Public- Institutions	E-Voting	70	0	0.0000	0	0	0	0
	Poll			0	0.0000	0	0	0
	Postal Ballot (if applicable)			0	0.0000	0	0	0
	Total		70	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1286893	12855	0.9989	12831	24	99.8133	0.1867
	Poll			0	0.0000	0	0	0
	Postal Ballot (if applicable)			0	0.0000	0	0	0
	Total		1286893	12855	0.9989	12831	24	99.8133
Total		4600000	3325892	72.3020	3325868	24	99.9993	0.0007



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Nagendra Venkaswamy (DIN:02404533) as an Independent Director of the Company				
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		3313037	100.0000	3313037	0	100.0000	0.0000
	Poll	3313037	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3313037	3313037	100.0000	3313037	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	70	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	70	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		12855	0.9989	12831	24	99.8133	0.1867
	Poll	1286893	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1286893	12855	0.9989	12831	24	99.8133	0.1867
Total		4600000	3325892	72.3020	3325868	24	99.9993	0.0007



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Harish Hassan Visweswara (DIN:08742808) as an Independent Director of the Company				
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	3313037	3313037	100.0000	3313037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3313037	3313037	100.0000	3313037	0	100.0000
Public- Institutions	E-Voting	70	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		70	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1286893	12855	0.9989	12831	24	99.8133	0.1867
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1286893	12855	0.9989	12831	24	99.8133
Total		4600000	3325892	72.3020	3325868	24	99.9993	0.0007



Resolution (4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval of Material Related Party Transactions with CommScope India Private Limited for the Financial Year 2024-25					
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	3313037	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3313037	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	70	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		70	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1286893	12855	0.9989	12826	29	99.7744	0.2256
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1286893	12855	0.9989	12826	29	99.7744
Total		4600000	12855	0.2795	12826	29	99.7744	0.2256



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with CommScope Japan K.K. for the Financial Year 2024-25				
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	3313037	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3313037	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	70	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		70	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1286893	12855	0.9989	12826	29	99.7744	0.2256
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1286893	12855	0.9989	12826	29	99.7744
Total		4600000	12855	0.2795	12826	29	99.7744	0.2256





SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

ADC India Communications Limited

10C, 2nd Phase, 1st Main, Peenya Industrial Area

Bengaluru- 560 058

Dear Sir,

1. The Board of Directors of the Company vide resolution passed on March 15, 2024 appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.
2. I submit my report as under:
As per General Circular Nos. 14/2020 dated April 8, 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, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated March 15, 2024 on March 20, 2024 by email to the members whose email IDs were available with the Company / Registrar and Share Transfer Agent (RTA).



The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, March 15, 2024.

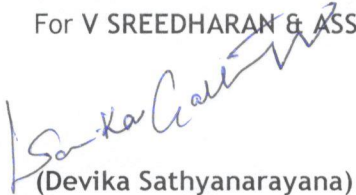
- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on Tuesday April 23, 2024 at 5:00 PM.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on March 15, 2024.
- 2.5 Votes cast through electronic means up to 5.00 PM of April 23, 2024, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.



- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.
- 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
3. A summary of votes cast through electronic means is given in **Annexure-I**.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the results of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated March 15, 2024.

Thanking you,

For V SREEDHARAN & ASSOCIATES


(Devika Sathyanarayana)

Partner

FCS: 11323; CP No.17024

Address: Plot No.293, #201, 2nd Floor, 10th Main Road
3rd Block, Jayanagar, Bengaluru-560011



Date: 24.04.2024

UDIN: F011323F000226824

Peer Review Certificate No. 5543/2024

Annexure I
ADC India Communications Limited

Registered Office: 10C, 2nd Phase, 1st Main, Peenya Industrial Area Bengaluru-560 058

Summary of votes cast through electronic means for the resolution mentioned
in the Postal Ballot Notice dated March 15, 2024.

1. Re-Appointment of Mr.J.N.Mylaraiah (DIN: 06675260) as the Managing Director of the Company.

Ordinary Resolution:

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 15.03.2024) (4,60,00,000) Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
a) Total e-votes received.	26	33,25,992	7.2304
b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	1	100	0.0002
c) Net valid e-votes (as per register)	25	33,25,892	7.2302
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	23	33,25,868	99.9993
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	2	24	0.0007



2. Appointment of Mr. Nagendra Venkaswamy (DIN: 02404533) as an Independent Director of the Company.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 15.03.2024) (4,60,00,000) Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
a) Total e-votes received.	26	33,25,992	7.2304
b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	1	100	0.0002
c) Net valid e-votes (as per register)	25	33,25,892	7.2302
d) e-votes with assent for the Resolution as a percentage of net valid e-votes	23	33,25,868	99.9993
(d) e-votes with dissent for the Resolution as a percentage of net valid e-votes	2	24	0.0007



3. Appointment of Mr. Harish Hassan Visweswara (DIN:08742808) as an Independent Director of the Company.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 15.03.2024) (4,60,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
a) Total e-votes received.	26	33,25,992	7.2304
b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	1	100	0.0002
c) Net valid e-votes (as per register)	25	33,25,892	7.2302
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	23	33,25,868	99.9993
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	2	24	0.0007



4. Approval of Material Related Party Transactions with CommScope India Private Limited for the Financial Year 2024-25.

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 15.03.2024) (4,60,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
a) Total e-votes received.	26	33,25,992	7.2304
b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	3	33,13,137	7.2024
c) Net valid e-votes (as per register)	23	12,855	0.028
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	20	12,826	99.774
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	3	29	0.226



5. Approval of Material Related Party Transactions with CommScope Japan K.K. for the Financial Year 2024-25.

Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 15.03.2024) (4,60,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 10/- each)	
a) Total e-votes received.	26	33,25,992	7.2304
b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	3	33,13,137	7.2024
c) Net valid e-votes (as per register)	23	12,855	0.0279
d) e-votes with assent for the Resolution as a percentage of net valid e-votes	20	12,826	99.7744
e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	3	29	0.2256

