



ADC/2020-21/AGM/Summary Proceedings

August 28, 2020

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

Dear Sir/Madam,

Sub: 32nd Annual General Meeting – Summary of Proceedings

Ref: Scrip Code: 523411

We wish to inform you that the 32nd Annual General Meeting of the Company was held on Thursday, August 27, 2020 through video conferencing and the business mentioned in the Notice dated July 3, 2020 was transacted.

As required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of the 32nd Annual General Meeting of the Company.

The same is also made available on the Company's website at www.adckcl.com.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For ADC India Communications Limited

R. Ganesh

**R. Ganesh
Company Secretary**

ADC India Communications Limited
CIN : L32209KA1988PLC009313

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Bangalore - 560 058. Tel : + 91 80 2839 6102 / 2839 6291,
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Summary of Proceedings of the 32nd Annual General Meeting of ADC India Communications Limited

The 32nd Annual General Meeting (AGM) of the Members of ADC India Communications Limited ('the company') was held on Thursday, August 27, 2020 at 11.00 a.m. (IST) through video conferencing ('VC') or other audio visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India.

MEMBER'S PRESENT

33 Members were present at the meeting through video conferencing or other audio visual means.

DIRECTORS/KPRESENT THROUGH VIDEO CONFERENCING

Sl.No.	Name of Director/KMP	Designation	Location for VC
1	Mr.S.Devarajan	Chairman & Independent Director	Bangalore
2	Mr. J.N.Mylaraiah	Managing Director	Bangalore
3	Ms. Revathy Ashok	Independent Director	Bangalore
4	Mr.Ravi Bosco Rebello	Nominee Director	Goa
5	Mr. Rakesh Bhanushali	Chief Financial Officer	Goa
6	Mr. R.Ganesh	Company Secretary	Bangalore

OTHER REPRESENTATIVES

Sl.No.	Name of the Officials	Designation	Location for VC
1	Mr.Sathya P Koushik	Partner, Deloitte, Haskins & Sells, Chartered Accountants -Statutory Auditors	Bangalore
2	Mr. V.Sreedharan	Senior Partner, V Sreedharan & Associates, Company Secretaries - Scrutinizer	Bangalore
3	Mr. Pradeep B Kulkarni	Partner, V Sreedharan & Associates, Company Secretaries - Secretarial Auditors	Bangalore

The meeting commenced at 11.00 a.m. and concluded at 11.55 a.m.

Mr.R.Ganesh, Company Secretary briefed the Members regarding the arrangements made for the AGM and shared the general instructions regarding participation in the meeting.

Company Secretary informed the Members that given the current situation, the Annual General Meeting is being held in virtual mode through video conference in accordance with the applicable provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. The video conferencing facility has been provided by KFin Technologies Private Limited. The Company Secretary further informed that facility for joining the meeting through video conference or other audio-visual means is made available for the Members on a first-come-first-served basis and adequate Video Conferencing facility and live webcast of the proceedings of this Annual General Meeting have also been provided by the Company.



Mr.S.Devarajan, Chairman of the Board of Directors of the Company chaired the meeting. The Chairman thanked the Members for taking time out to attend the virtual meeting and welcomed the Members to the 32nd Annual General Meeting of the Company. Before starting the proceedings of the meeting, the Chairman introduced the Directors and Key Managerial Personnel present at the meeting.

Participation of Members through video conferencing was reckoned for the purpose of quorum as per the circulars issued by MCA and section 103 of the Companies Act, 2013. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed that the company has taken all feasible and requisite steps under the current circumstances to ensure that the Members are provided an opportunity to participate in the Annual General Meeting and vote on the items of business being considered at this Annual General Meeting.

With the consent of the Members present, the Notice of the 32nd AGM and the Annual Report for the financial year ended March 31, 2020 were taken as read.

The Chairman delivered his speech followed by presentation by Mr.J.N.Mylaraiah, Managing Director.

The following items of business as set out in the Notice of AGM dated July 3, 2020 were transacted at the meeting:

Ordinary Business:

1. Adoption of the Audited Financial Statements for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend of Rs.2.00 per Equity Share for the financial year ended March 31, 2020.
3. Appointment of Mr. Ravi Bosco Rebello as a Director.

Special Business:

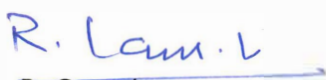
4. Approval of Material Related Party Transactions entered in Financial Year 2019-20.
5. Approval of Material Related Party Transactions in Financial Year 2020-21 and Subsequent Financial Years.

R.Ganesh, Company Secretary, provided the summary of the statutory auditors' report and the secretarial audit report for the financial year ended March 31, 2020.

Members were provided a facility to ask questions or express their views on the aforesaid items of business. Clarifications were provided to the queries raised by the Members. The resolutions were passed with the requisite majority.

The Board of Directors had appointed Mr.V.Sreedharan as the Scrutinizer to supervise the e-voting process. The Chairman authorised the Company Secretary to declare the results of the voting based on the scrutinizer's report and intimate the Stock Exchange and display the same on the website of the Company.

The Chairman thanked all the Members, colleagues on the Board, auditor's and the management team for attending the meeting and declared the proceedings of the Annual General Meeting as closed.


R. Ganesh
Company Secretary
August 28, 2020