



ADC/2022-23/AGM/Summary Proceedings

August 1, 2022

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

Dear Sir/Madam,

Sub: 34th Annual General Meeting – Summary of Proceedings

Ref: Scrip Code: 523411

We wish to inform you that the 34th Annual General Meeting of the Company was held on Friday, July 29, 2022 through video conferencing and the business mentioned in the Notice dated May 27, 2022 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 34th 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**



Summary of Proceedings of the 34th Annual General Meeting of ADC India Communications Limited

The 34th Annual General Meeting (AGM) of the Members of ADC India Communications Limited ('the company') was held on Friday, July 29, 2022 at 11.00 a.m. (IST) through video conferencing ('VC') and other audio-visual means (OAVM). The meeting was held in compliance with the applicable provisions of the Companies Act, 2013, General Circulars No. 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI).

MEMBER'S PRESENT

29 Members were present in the meeting through video conferencing or other audio-visual means.

DIRECTORS/KMP PRESENT IN THE MEETING

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	Non-Executive Director	Goa
5	Ms. Vijaya Latha Reddy	Independent Director	Bangalore
6	Ms. Yaman Roy	Non-Executive Director	New Delhi
7	Mr. Rakesh Bhanushali	Chief Financial Officer	Goa
8	Mr. R.Ganesh	Company Secretary	Bangalore

OTHER REPRESENTATIVES PRESENT IN THE MEETING

Sl.No.	Name of the Officials	Designation	Location for VC
1	Ms. Lakshmi Suresh	Senior Manager, Deloitte, Haskins & Sells, Chartered Accountants - Statutory Auditors	Bangalore
2	Ms. Devika Sathyanarayana	Partner, V Sreedharan and Associates, Company Secretaries - Secretarial Auditors & Scrutinizer	Bangalore

The meeting commenced at 11.00 a.m. and concluded at 12.18 p.m.

R. Ganesh, Company Secretary briefed the Members regarding the arrangements made for the AGM and shared the general instructions regarding participation in the meeting. He informed that the Annual General Meeting is being held through Video Conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. He further informed that there would be no voting by show of hands.

The meeting was chaired by Mr.S.Devarajan, Chairman. The Chairman thanked the Members for taking time out to attend the virtual meeting and welcomed the Members to the 34th Annual General Meeting of the Company. He introduced the Directors and Key

ADC India Communications Limited

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Managerial Personnel present at the meeting. The requisite quorum being present, the Chairman called the meeting to order. With the consent of the Members present, the Notice of the 34th AGM and the Annual Report for the financial year ended March 31, 2022 were taken as read.

The Chairman delivered his speech followed by speech by Mr.J.N.Mylaraiah, Managing Director. Thereafter, the following items of business, as per the Notice of AGM dated May 27, 2022 were tabled at the meeting:

Ordinary Business:

1. Adoption of the Audited Financial Statements for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.
2. Declaration of Final Dividend of Rs.4.00 per Equity Share and one-time Special Dividend of Rs.10.00 per Equity Share for the financial year ended March 31, 2022.
3. Appointment of Ms. Yaman Roy as a Director.
4. Appointment of M/s. SRBC & CO LLP, Chartered Accountants as the Statutory Auditors of the Company.

Special Business:

5. Payment of remuneration to Mr.J.N.Mylaraiah, Managing Director.

The chairman informed that the company has taken all necessary steps to provide the Members the facility to cast their vote electronically on the items of business being considered at the AGM.

R. Ganesh, Company Secretary, provided the summary of the statutory auditors' report and the secretarial audit report for the financial year ended March 31, 2022.

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 Board of Directors has appointed Mr.V.Sreedharan, Practicing Company Secretary and in his absence Mr.Pradeep B. Kulkarni, Practicing Company Secretary or Ms.Devika Sathyanarayana, Practicing Company Secretary Senior as the scrutinizer to supervise the e-voting process. The Chairman authorised the Company Secretary to declare the voting results based on the scrutinizer's report, intimate BSE Limited and display the same on the website of the Company.

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

R. Ganesh

R. Ganesh
Company Secretary