



ADC/2022-23/AGM/Summary Proceedings

July 31, 2023

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

Dear Sir/Madam,

Sub: 35th Annual General Meeting – Summary of Proceedings

Ref: Scrip Code: 523411

We wish to inform you that the 35th Annual General Meeting of the Company was held on Monday, July 31, 2023 through video conferencing and the business mentioned in the Notice dated June 16, 2023 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 35th 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
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**



Summary of Proceedings of the 35th Annual General Meeting of ADC India Communications Limited

The 35th Annual General Meeting (AGM) of the Members of ADC India Communications Limited ('the company') was held on Monday, July 31, 2023 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 read with the Rules made thereunder, General Circular No. 20/2020 dated May 5, 2020 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (SEBI).

MEMBER'S PRESENT

36 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 of joining 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	Non-Executive Director	Goa
8	Mr. Anandu Vithal Nayak	Chief Financial Officer	Goa
9	Mr. R.Ganesh	Company Secretary	Bangalore

OTHER REPRESENTATIVES PRESENT IN THE MEETING

Sl.No.	Name of the Officials	Designation	Location of joining VC
1	Mr. Suresh Yadav	Partner - Assurance Services, S R B C & CO LLP, Chartered Accountants -Statutory Auditors	Mumbai
2	Mr. Pushkar Sakhalkar	Director - Assurance Services, S R B C & CO LLP, Chartered Accountants -Statutory Auditors	Mumbai
3	Ms. Devika Sathyanarayana	Partner, V Sreedharan and Associates, Company Secretaries - Secretarial Auditors & Scrutinizer	Bangalore

The meeting commenced at 11.00 a.m. (IST) and concluded at 11.58 a.m. (IST)

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.

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Mr.S.Devarajan chaired the meeting. The Chairman thanked the Members for taking time out to attend the virtual meeting and welcomed the Members to the 35th Annual General Meeting of the Company. He introduced the Directors and Key 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 35th AGM and the Annual Report for the financial year ended March 31, 2023 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 June 16, 2023 were tabled at the meeting:

Ordinary Business:

1. Adoption of Audited Financial Statements for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend of Rs.4.00 per Equity Share and for the financial year ended March 31, 2023.
3. Appointment of Mr. Ravi Bosco Rebello as a Director.

Special Business:

4. Appointment of Mr. Rakesh Kishore Bhanushali as a Non-Executive Director of the Company.
5. Approval of Material Related Party Transactions with CommScope India Private Limited.
6. Approval of Material Related Party Transactions with CommScope Czech Republic S R O.

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, 2023.

Members were provided a facility to ask questions or express their views on the aforesaid items of business. Questions raised by the Members were adequately answered by the Management of the Company.

The Board of Directors of the Company had appointed Mr.V.Sreedharan or failing him, Mr. Pradeep B. Kulkarni or failing him, Ms. Devika Sathyanarayana, Partners of M/s. V Sreedharan and Associates, Practicing Company Secretaries as the scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner. 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
Company Secretary

Place: Bangalore
Date: July 31, 2023

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