

#### ADC/2022-23/AGM/Voting Results

August 1, 2023

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

Dear Sir/Madam,

### Sub: 35th Annual General Meeting – Voting Results & Scrutinizers Report 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.

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 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: <u>support@adckcl.com</u> Website: <u>www.adckcl.com</u>

Nameof the Company	ADC India Communications L	mited						
Date of the AGM/BGM	31-07-2023							
Total number of shareholders on record date	5034							
No. of Shareholderspresentinthe meeting either in personor throughproxy:								
Promoters and Promoter Group:	0							
Public:	0							
No. of Shareholders attended the meeting through Video Conferencing	1							
Promoters and Promoter Group:	2							
Public:	34							
Resolution No.	1							
Resolution required:(Ordinary/Special)	Ordinary - Adoption of Audite	financial Statements	of the Company for the	Financial Year ended Marc	h 31, 2023 and the reports o	f the Board of Directors a	and Auditors thereon	
Whether promoter/promoter group are	No							
interested in the agenda/resolution?								
Categ ory	Mode of Voting	No.of shares held	No.of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No, of votes - in favour	No. of votes - against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% ofvotes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting		3313037	100.00	3313037		0 100.00	
	Poll	1	G	) . c	0			
	Postal Ballot(if applicable)	1	0	0 0	0		o .	
	Total	3313037	3313037	100.00	3313037		0 100.00	
Public - Institutions	E-Voting		0		0			
	Poll	1	0		0		0 .	
	Postal Ballot(if applicable)	1	C		0		0 -	
	Total	170	0		0		0 -	
Public - Non Institutions	E-Voting	1	2408	0.19	2408		0 100.00	0.0
	Poll	1	5	0.00	5		0 100.00	0.0
	Postal Ballot(if applicable)	1	0		0		0 .	
	Total	1286793	2413	0.19	2413			0.0
	Total	4600000			3315450		0 100.00	0.0
							100.00	
Resolution No.	2							
Resolutionrequired:(Ordinary/Special)	Ordinary - Declaration of divi	dend of Rs. 4.00per Ea	uity Share for the fina	ancial year ended March 31	, 2023			
Whether promoter/promoter group are	No		,	,				
interested in the agenda/resolution?	[···							
Category	Mode of Voting	No.of shares					1.	
		held	No.of votes polled	% ofvotes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% ofvotes against on votes polled
			polled (2)	outstanding shares (3)=[(2)/(1)]*100 (3)	in favour (4)		votes polled (6)=[(4)/(2)]*100 (6)	
Promoter and Promoter group	E-Voting	held	polled	outstanding shares (3)=[(2)/(1)]*100 (3)	in favour	against (5)	votes polled (6)=[(4)/(2)]*100 (6) 0 100.00	votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting Poll	held	polled (2)	outstanding shares (3)=[(2)/(1)]*100 (3)	in favour (4) 3313037	against (5)	votes polled (6)=[(4)/(2)]*100 (6)	votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting	held	polled (2)	outstanding shares (3)=[(2)/(1)]*100 (3) 100.00 0 0	in favour (4) 3313037 0	against (5)	votes polled (6)=[(4)/(2)]*100 (6) 0 100.00	votes polled (7)={(5)/(2)]*100 (7)
Promoter and Promoter group	E-Voting Poll	held	polled (2) 3313037 0	outstanding shares (3)=[(2)/(1)]*100 (3) 100.00 0 0 0 0	in favour (4) 3313037 0	against (5)	votes polled (6)=[(4)/(2)]*100 (6) 0 100.00 0 -	votes polled (7)=[(5)/(2)]*100 (7)
Promoter and Promoter group Public - Institutions	E-Voting Poll Postal Ballot(if applicable)	held (1)	polled (2) 3313037 0 0	outstanding shares (3)=[(2)/(1)]*100 (3) (3) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	in favour (4) 3313037 0 0	against (5)	votes polled (6)=[(4)/(2)]*100 (6) 0 100.00 0 - 0 -	votes polled (7)=[(5)/(2)]*100 (7)
	E-Voting Poll Postal Ballot(if applicable) Total	held (1)	polled (2) 0 0 3313037 0 3313037	outstanding shares (3)=[(2)/(1)]*100 (3) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	in favour (4) 3313037 0 0	against (5)	votes polled (6)=[(4)/(2)]*100 (6) 0 100.00 0 - 0 - 100.00	votes polled (7)=((5)/(2))*100 (7)
	E-Voting Poil Postal Ballot(if applicable) Total E-Voting Poll	held (1)	polled (2) 0 0 3313037 0 0 3313037 0 0 0 0 0 0	outstanding shares (3)=[(2)/(1)]*100 (3) 100.00 0 100.00	in favour (4) 3313037 0 0	against (5)	votes polled (6)=[(4)/(2)]*100 0 (6) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	votes polled (7)={(5)/(2)}*100 (7)
	E-Voting Poll Postal Ballot(if applicable) Total E-Voting	held (1)	polled (2) 0 0 3313037 0 0 3313037 0 3313037 0 0 0 0	outstanding shares (3)=[(2)/(1))*100 (3) 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	In favour (4) 0 0 0 3313037 0 3313037 0 0 0	against (5) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	votes polled (6)=[(4)/(2)]*100 0 (6) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	votes polled (7)=((5)/(2))*100 (7)
Public - Institutions	E-Voting Poll Postal Ballot(if applicable) Total E-Voting Postal Ballot(if applicable) Total	held (1) 3313037	polled (2) 3313037 0 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)={(2)/(1) *100 (3) 100.00 0 100.00 - - - - - - - -	(4) (4) 3313037 0 3313037 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (5) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	votes polled (6)={(4)/(2)}*100 0 (100,000) 0 (100,000)	votes polled (7)=((5)/(2))*100 (7) 
	E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable)	held (1) 3313037	polled (2) 3313037 0 0 3313037 0	outstanding shares (3)=((2)(1))*100 (3) 100.00 0 100.00 	(4) (4) 3313037 0 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (0) (0) (0) (0) (0) (0) (0) (0) (0) (0	votes polled (6)=[(4)/(2) <sup>1</sup> 100 (6) 0	votes polled (7)=((5)/(2))*100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
Public - Institutions	E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll E-Voting Total E-Voting Poll	held (1) 3313037	polled (2) 3313037 0 3313037 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=[(2)/(1)]100 (3) 0000 0000 0000 0000 0000 0000 000	(4) (4) 3313037 0 3313037 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	votes polled (6)=[(4)/(2)]*100 0	votes polied (?)={(\$)/(2)}*100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
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Public - Institutions Public - Non Institutions Public - Non Institutions  Resolution No. Resolution No. Resolutionrequired.(Ordinary/Special) Whether promoted/promoter group are intersted in the agends/resolution? Categ ory  Promoterand Promotergroup	E-Voting Poil Poil South Salid(if applicable) Total E-Voting Poil Postal Salid(if applicable) Total Total Total Cotal Salid(if applicable) Total Cotal Salid(if applicable) Total B Mode of Voting Poil Postal Salid(if applicable) Total E-Voting Poil Postal Salid(if applicable) Total E-Voting Poil Poil	held (1) 3313037 170 1286793 4600000 Ravi Bosco Rebelloar No.of shares held (1)	polled (2) (3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=(12)(13)**00 (3) (0,000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	in favour (4) 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	votes polled (6)=(4)/(2)1:00 (6) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	votes polled (?)=((5)/(2))*100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
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Public - Institutions Public - Institutions  Resolution No. Resolution No. Resolution required(Ordinary/Special) Whether promoter/promoter group are intersted in the agends/resolution? Categ ory  Promoterand Promotergroup Public - Institutions	E-Voting Poll Poll Total E-Voting Postal Fallot(if applicable) Total Total Total Total Total Cordinary - Appointment of Mr Ho Mode of Voting Poll Bostal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total Continent Poll Postal Ballot(if applicable) Total Postal Ballot(if applicable) Postal Ballot(if applicable) Postal Ballot(if applicable) Postal Ballot(if applicable)	held (1) 3313037 170 1286793 1286793 4600000 Ravi Bosco Rebelloar held (1) 3313037	polled (2) (3313037 0 0 0 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	in favour (4) 3313037 0 0 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	votes polled (6)=((4)/(2))*100 (6)           0         100.00           0	votes polled (7)=(3)/(2))100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
Public - Institutions Public - Non Institutions Public - Non Institutions  Resolution No. Resolution No. Resolutionrequired.(Ordinary/Special) Whether promoted/promoter group are intersted in the agends/resolution? Categ ory  Promoterand Promotergroup	E-Voting Poil Poil allo(if applicable) Total E-Voting Poil Postal Ballo(if applicable) Total E-Voting Postal Ballo(if applicable) Total Total Ballo(if applicable) Total Hode of Voting E-Voting Poil Postal Ballo(if applicable) Total E-Voting Poil Postal Ballo(if applicable) Total E-Voting Poil Postal Ballo(if applicable) Total E-Voting Poil Postal Ballo(if applicable) Total	held (1) 3313037 170 1286793 1286793 4600000 Ravi Bosco Rebelloar held (1) 3313037	polled (2) (3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	in favour  (4)  3313037  0  0  0  0  0  0  0  0  0  0  0  0  0	against (5) (0) (0) (0) (0) (0) (0) (0) (0) (0) (0	votes polled (6)=(1)/(2)1*00 (6) 0	votes polled (7)=(5)/(2))100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
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Public - Institutions Public - Institutions  Resolution No. Resolution No. Resolution Regence (Ordinary/Special) Whether promote/promoter group are interested in the agench/resolution? Categ ory Promoterand Promotergroup Public - Institutions	E-Voting Poil Poil allo(if applicable) Total E-Voting Poil Poil allo(if applicable) Total E-Voting Poil allo(if applicable) Total B- Ordinary - Appointment of Hr Ho Hode of Voting Poil Poil B- Boli (applicable) Total E-Voting Poil Poil applicable) Total E-Voting Poil Poil B- Poil B- B- Poil B- Poil B-	held (1) 3313037 170 1286793 1286793 4600000 Ravi Bosco Rebelloar held (1) 3313037	polled (2) (3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	in favour (4) 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	votes polled (6)=(4)/(2)1*100 (6) 0	votes against on votes solided (7)=((3)/(2))100 (7) (7) (7) (7) (7) (7) (7) (7) (7) (7)
Public - Institutions Public - Institutions Public - Institutions Resolution No. Resolution required(Ordinary/Special) Vhether promoter/promoter group are interested in the agends/resolution? Categ ory Promoterand Promotergroup Public - Institutions	E-Voting Poll Poll Total E-Voting Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total Total Total Cordinary - Appointment of Mr No Mode of Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Total E-Voting Poll Postal Ballot(if applicable) Postal Ballot(if applicable) Postal Ballot(if applicable)	held (1) 3313037 170 1286793 4600000 Ravi Bosco Rebelloas held (1) 3313037 170 170	polled (2) (3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	outstanding shares (3)=(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(1)(	in favour (4) 3313037 0 0 0 3313037 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) (0) (0) (0) (0) (0) (0) (0) (0) (0) (0	votes polled (6)=((4)/(2))*100 (6)           0         100.00           0	votes polled (?)=((s)/(2))100 (?) (?) (?) (?) (?) (?) (?) (?) (?) (?)



Resolution No.	4							
Resolution No. Resolution required:(Ordinary/Special)	Ordinary - Appointment of Mr	Rakesh Kishore Bhacushali	as a Non-Executive Dir	ector of the Company				
Whether promoter/promoter group are interested in the agenda/resolution?	No		es e NOIPEXecutive DIF	ector of the company				
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			0
	Poll	1	c	0	(	o c		0
	Postal Ballot(if applicable)	]	C					0
	Total	3313037	3313037		3313037			0
Public - Institutions	E-Voting	1	C		0			0
	Poll	-	C		0			0
	Postal Ballot(if applicable) Total	170						0
Public -Non Institutions	E-Voting	1/0	2408		2408			0.00
	Poll	-	5		2400			0.00
	Postal Ballot(if applicable)	-	0		0			0.00
	Total	1286793	2413	0.19	2413			0.00
	Total	4600000	3315450	72.08	3315450	C	100.00	
Resolution No.	5							
Resolution required:(Ordinary/Special)	Ordinary - Approval of Materia	al Related Party Transactions	with CommScope Indi	a Private Limited				
Whether promoter/promoter group are interested in the agenda/resolution?	Yes					1		
Category	Mode of Voting	No.of shares held	No.of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	-	0		c			0
	Poll	-	0					0
	Postal Ballot(if applicable) Total	3313037	0		C			0
Public - Institutions	E-Voting	5515057	0					0
Public - Institutions	Poll	-	0		C			0
	Postal Ballot(if applicable)	1	0		c			0
	Total	170	0		C	0	-	0
Public -Non Institutions	E-Voting		2408		2408			0.00
	Poll		5		5			0.00
	Postal Ballot(if applicable)	-	0		c			0
	Total	1286793	2413		2413			0.00
	Total	4600000	2413	0.05	2413	0	100.00	0.00
Resolution No.	6	1						
Resolution required:(Ordinary/Special)	Ordinary - Approval of Materia	in Related Party Transactions	with CommScope Czer	ch Kepublic S K O				
Whether promoter/promoter group are interested in the agenda/resolution?	Yes							
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	N=7	0		(·// c			0
	Poll	1	0	0				0
	Postal Ballot(if applicable)	]	0				-	0
	Total	3313037	0		C			0
Public - Institutions	E-Voting	-	0		C			0
	Poll	4	0		0			0
	Postal Ballot(if applicable)		0	-	0			0
Public -Non Institutions	Total E-Voting	170	2408	0.19	2408			0.00
rubiic rivon Institutions	E-Voting Poll	1	2408	0.00	2408	0		0.00
	Postal Ballot(if applicable)	1	0			0		0.00
	Total	1286793	2413	0.19	2413	0		0.00
	Total	4600000	2413	0.05	2413	0		0.00



# V SREEDHARAN AND ASSOCIATES Company Secretaries

Plot No. 293, # 201, 2nd Floor, 10th Main Road, 3rd Block, Jayanagar, Bengaluru - 560 011 (+ 91 80 49594533) Servedharancs.com



### 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]

То

The Chairman of the Thirty Fifth Annual General Meeting (AGM) of the Equity Shareholders of "ADC INDIA COMMUNICATIONS LIMITED" held on Monday, July 31, 2023 at 11:00 A.M. (IST) through Video Conferencing (VC).

#### Sir

I, Devika Sathyanarayana, 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 Fifth Annual General Meeting of the Equity Shareholders dated June 16, 2023. 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").

#### We submit our report as under:

- 1. The remote E-Voting period remained open from 9:00 A.M. (IST) on Friday, July 28, 2023 up to 5:00 P.M on Sunday, July 30, 2023.
- 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 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 2021 15, SEBI/HO/CFD/CMD2 /CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4

dated January 5, 2023 issued by the Securities and Exchange Board of India (Collectively referred to as "Circulars").

- 3. The voting rights were reckoned as on Monday, July 24, 2023, 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 evoting were unblocked on July 31, 2023 at **12.14 P.M.**
- 5. After declaration of voting by the Chairman, the Shareholders present at the AGM through VC voted through e-voting facility 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**:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 including Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	14	1	15
Number of votes cast by them	33,15,445	5	33,15,450
% of total number of valid votes cast	100	100	100

### (i) Voted in favour of Resolution:

#### (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



### b) RESOLUTION No. 2:

To declare a Dividend of Rs. 4.00 per Equity Share for the financial year ended March 31, 2023.

## (i) Voted **in favour** of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	14	1	15
Number of votes cast by them	33,15,445	5	33,15,450
% 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



### c) **RESOLUTION No.3**:

To appoint a Director in place of Mr. Ravi Bosco Rebello (DIN:07868872), who retires by rotation and being eligible, offers himself for reappointment.

### (i) Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	14	1	15
Number of votes cast by them	33,15,445	5	33,15,450
% 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



#### **RESOLUTION No. 4:**

Appointment of Mr. Rakesh Kishore Bhanushali, as a Non-Executive Director of the Company.

### (i) Voted **in favour** of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	14	1	15
Number of votes cast by them	33,15,445	5	33,15,450
% 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



#### Page **7** of **10**

## d) RESOLUTION No.5:

Material Related Party Transaction(s) with CommScope India Private Limited

(i) Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	12	1	13
Number of votes cast by them	2,408	5	2,413
% 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



## e) RESOLUTION No. 6:

Material Related Party Transaction(s) with CommScope Czech Republic S R O.

Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	12	1	13
Number of votes cast by them	2,408	5	2,413
% of total number of valid votes cast	100	100	100

## (i) 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

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- 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 & Assogiates

when hart

(Devika Sathyanarayana) Partner FCS 11323; CP No. 17024

Date: 01/08/2023 Place: Bengaluru UDIN: F011323E000714289

Peer review Certificate No: 589/2019.

