



ADC/2024-25/AGM/Summary Proceedings

August 9, 2024

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

Dear Sir/Madam,

Sub: 36th Annual General Meeting – Summary of Proceedings

Ref: Scrip Code: 523411

We wish to inform you that the 36th Annual General Meeting of the Company was held on Friday, August 9, 2024, through video conference and the business mentioned in the Notice dated May 29, 2024 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 36th 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 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

Email: support@adckcl.com Website: www.adckcl.com



Summary of Proceedings of the 36th Annual General Meeting of ADC India Communications Limited

The 36th Annual General Meeting (AGM) of the Members of ADC India Communications Limited ('the company') was held on Friday, August 9, 2024, 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 General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India (SEBI).

MEMBER'S PRESENT

37 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. Nagendra Venkaswamy	Chairman & Independent Director	Bangalore
2	Mr. J.N. Mylaraiah	Managing Director	Bangalore
3	Ms. Vijaya Latha Reddy	Independent Director	Bangalore
4	Mr. Harish Hassan Visweswara	Independent Director	Bangalore
5	Mr. Ravi Bosco Rebello	Non-Executive Director	Goa
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	MR. Pradeep B. Kulkarni	Partner, V Sreedharan and Associates, Company Secretaries – Secretarial Auditors & Scrutinizer	Bangalore

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The meeting commenced at 11.00 a.m. (IST) and concluded at 12.40 p.m. (IST) (including time allowed for e-voting at the AGM).

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.

Mr. Nagendra Venkaswamy chaired the meeting. The Chairman thanked the Members for taking time out to attend the virtual meeting and welcomed the Members to the 36th 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 36th AGM and the Annual Report for the financial year ended March 31, 2024, were taken as read.

The Chairman delivered his speech followed by speech by Mr. J.N. Mylaraiah, Managing Director. Thereafter, the following items of Ordinary Business, as per the Notice of AGM dated May 29, 2024, were tabled at the meeting:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend of Rs.5/- per Equity Share and One-time Special Dividend of Rs. 25/- per Equity Share of the face value of Rs. 10/- each for the financial year ended March 31, 2024.
3. Re-appointment of Ms. Yaman Roy as a Director liable to retire by rotation.

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, 2024.

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. Pradeep B. Kulkarni failing him, Mr. V. Sreedharan, Partners of M/s. V Sreedharan and Associates, 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 results of voting based on the scrutinizer's report, intimate BSE Limited and display the same on the website of the Company.

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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: August 9, 2024

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