



ADC/2025-26/37th AGM/6

August 11, 2025

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

Dear Sir/Madam,

Sub: 37th Annual General Meeting – Voting Results & Scrutinizers Report

Ref: Scrip Code: 523411

We wish to inform you that the 37th Annual General Meeting of the Company was held on Friday, August 8, 2025 through Video conference/Other Audio-Visual Means and the business mentioned in the Notice dated May 27, 2025 was transacted.

Please note that all the resolutions mentioned in the Notice of the 37th AGM dated May 27, 2025, have been passed by the shareholders with requisite majority at the AGM.

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 will also be 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

Name of the Company	ADC India Communications Limited							
Date of the AGM/EGM	08-08-2025							
Total number of shareholders on record date (as on August 1, 2025)	9054							
No. of Shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:	0							
Public:	0							
No. of Shareholders attended the meeting through Video Conferencing:								
Promoters and Promoter Group:	2							
Public:	33							
Resolution No.	1							
Resolution required (Ordinary/Special)	Ordinary - To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	100.00	3313037	0	100.00	0
Public - Institutions	E-Voting	15953	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		0	-	0	0	-	0
Public - Non Institutions	E-Voting	1271010	4504	0.35	4474	30	99.33	0.67
	Poll		201	0.02	200	1	99.50	0.50
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		4705	0.37	4674	31	99.34	0.66
	Total	4600000	3317742	72.12	3317711	31	100.00	0.00
Resolution No.	2							
Resolution required (Ordinary/Special)	Ordinary - To confirm Interim Dividend of Rs.25/- per equity share and to declare a final dividend of Rs.5/- per equity share of the face value of Rs.10/- each for the Financial Year 2024-25							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	100.00	3313037	0	100.00	0
Public - Institutions	E-Voting	15953	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		0	-	0	0	-	0
Public - Non Institutions	E-Voting	1271010	4504	0.35	4474	30	99.33	0.67
	Poll		201	0.02	200	1	99.50	0.50
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		4705	0.37	4674	31	99.34	0.66
	Total	4600000	3317742	72.12	3317711	31	100.00	0.00
Resolution No.	3							
Resolution required (Ordinary/Special)	Ordinary - To appoint a Director in place of Mr. Rakesh Kishore Bhanushali (DIN:07220290), who retires by rotation and being eligible, offers himself for re-appointment							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	100.00	3313037	0	100.00	0
	Poll		0	0	0	0	-	0
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	100.00	3313037	0	100.00	0
Public - Institutions	E-Voting	15953	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		0	-	0	0	-	0
Public - Non Institutions	E-Voting	1271010	4504	0.35	4474	30	99.33	0.67
	Poll		201	0.02	200	1	99.50	0.50
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		4705	0.37	4674	31	99.34	0.66
	Total	4600000	3317742	72.12	3317711	31	100.00	0.00



Resolution No.	4							
Resolution required:(Ordinary/Special)	Special- Re-appointment of Ms. Vijaya Latha Reddy (DIN:06778078) as an independent Director of the Company for a second term of five (5) years commencing from September 16, 2025 up to September 15, 2030							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	3313037	3313037	100.00	3313037	0	100.00	0
	Poll		0	0	0	-	0	
	Postal Ballot(if applicable)		0	0	0	0	-	0
	Total		3313037	100.00	3313037	0	100.00	0
Public - Institutions	E-Voting	15953	0	-	0	0	-	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		0	-	0	0	-	0
Public-Non Institutions	E-Voting	1271010	4504	0.35	4452	52	98.85	1.15
	Poll		201	0.02	200	1	99.50	0.50
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		4705	0.37	4652	53	98.87	1.13
Total		4800000	3317742	72.12	3317689	53	100.00	0.00

Resolution No.	5							
Resolution required:(Ordinary/Special)	Ordinary - Appointment of M/s. V Sreedharan and Associates as the Secretarial Auditors of the Company for a period of five (5) years							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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	100.00	3313037	0	100.00	0
	Poll		0	0	0	-	0	
	Postal Ballot(if applicable)		0	0	0	-	0	
	Total		3313037	100.00	3313037	0	100.00	0
Public - Institutions	E-Voting	15953	0	-	0	0	-	0
	Poll		0	-	0	-	0	
	Postal Ballot(if applicable)		0	-	0	-	0	
	Total		0	-	0	-	0	
Public-Non Institutions	E-Voting	1271010	4504	0.35	4474	30	99.33	0.67
	Poll		201	0.02	200	1	99.50	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		4705	0.37	4674	31	99.34	0.66
Total		4600000	3317742	72.12	3317711	31	100.00	0.00



**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]

To,

The Chairman of the Thirty-Seventh Annual General Meeting (AGM) of the Shareholders of “**ADC INDIA COMMUNICATIONS LIMITED**” held on Friday, August 08, 2025 at 11:00 a.m.(IST) through Video Conferencing (VC) / Other Audio-Visual Means (“OAVM”).

Sir,

I, Pradeep B Kulkarni, 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-Seventh Annual General Meeting of the Shareholders dated May 27, 2025. 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 resolutions 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").

I submit our report as under:

1. The remote E-Voting period remained open from 9:00 a.m. (IST) on Monday, August 04, 2025 and ended at 5:00 p.m. (IST) on Thursday, August 07, 2025.
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 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 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 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (Collectively referred to as "Circulars").

3. The voting rights were reckoned as on Friday, August 01, 2025, 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 e-voting were unblocked on August 08, 2025 at 12.15 p.m. (IST)
5. After declaration of voting by the Chairman, the Shareholders present at the AGM through VC voted through e-voting facility i.e., Instapoll 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 i.e., remote e-voting and e-voting at the AGM 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 consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and the Auditors thereon - **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	24	1	25
Number of votes cast by them	33,17,511	200	33,17,711
% of total number of valid votes cast	100	99.50	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	1	1	2
Number of votes cast by them	30	1	31
% of total number of valid votes cast	0	0.50	0

(iii) Invalid Votes - Nil

b) RESOLUTION No. 2:

To confirm Interim Dividend of Rs. 25/- per equity share and to declare a final dividend of Rs. 5/- per equity share of face value of Rs. 10/- each for the Financial Year 2024-25 - **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	24	1	25
Number of votes cast by them	33,17,511	200	33,17,711
% of Total Number of valid votes cast	100	99.50	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	1	1	2
Number of votes cast by them	30	1	31
% of Total Number of valid votes cast	0	0.50	0

(iii) Invalid Votes -Nil

c) RESOLUTION No.3:

To appoint a Director in place of Mr. Rakesh Kishore Bhanushali (DIN:07220290) who retires by rotation and being eligible, offers himself for reappointment - **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	24	1	25
Number of votes cast by them	33,17,511	200	33,17,711
% of total number of valid votes cast	100	99.50	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	1	1	2
Number of votes cast by them	30	1	31
% of total number of valid votes cast	0	0.50	0

(iii) Invalid Votes - Nil

d) RESOLUTION No.4:

Re-appointment of Ms. Vijaya Latha Reddy (DIN: 06778078) as an Independent Director of the Company for a second term of five (5) years commencing from September 16, 2025 up to September 15, 2030 - **Special Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	23	1	24
Number of votes cast by them	33,17,489	200	33,17,689
% of total number of valid votes cast	100	99.50	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	2	1	3
Number of votes cast by them	52	1	53
% of total number of valid votes cast	0	0.50	0

(iii) Invalid Votes - Nil

e) RESOLUTION No. 5:

Appointment of M/s. V Sreedharan and Associates as the Secretarial Auditors of the Company for a period of five (5) years - **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	24	1	25
Number of votes cast by them	33,17,511	200	33,17,711
% of Total Number of valid votes cast	100	99.50	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	1	1	2
Number of votes cast by them	30	1	31
% of Total Number of valid votes cast	0	0.50	0

(iii) Invalid Votes - Nil

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 & Associates

(Pradeep B Kulkarni)
Partner
FCS. 7260; CP No. 7835
Date: August 11, 2025
Place: Bengaluru
UDIN: F007260G000972576
Peer Review Certificate no.: 5543/ 2024
