



PRAMOD S. SHAH & ASSOCIATES
Practising Company Secretaries

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

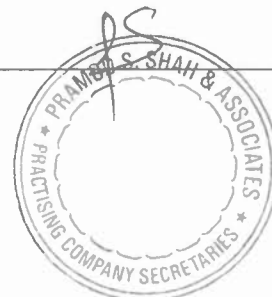
To,
Allied Digital Services Limited
Chairman

Twentieth Annual / ~~Extraordinary~~ General Meeting of the Equity Shareholders of Allied Digital Services Limited scheduled to be held on 25th September, 2014 at 03:00 p.m at IMC Building, IMC Marg, Churchgate, Mumbai – 400020.

Dear Sir,

I/We, Pramod S. Shah, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Twentieth Annual / General Meeting of the Equity Shareholders of Allied Digital Services Limited scheduled to be held on 25th September, 2014 at 03:00 p.m at IMC Building, IMC Marg, Churchgate, Mumbai – 400020, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, **1(One)** ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the ~~Company~~/Registrar and Transfer Agent of the Company ~~and the authorizations/ proxies lodged with the Company.~~
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
OR
I did not find any poll papers invalid
4. The result of the poll is as under:



Resolution no. 1: Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for year ended March 31st, 2014.

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%

(ii) Voted **against** the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.

Resolution no. 2: Re-appointment of Mr. Paresh Bipinchandra Shah as a Director of the Company.

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%



(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.

Resolution no. 3: Appointment of Auditors.

(i) Voted in favour of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.



Resolution no. 4: Appointment of Ms. Shubhada Jahgirdar as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

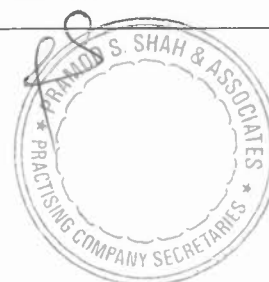
Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.

Resolution no. 5: Appointment of Prof. Venugopal Ramaswami Iyengar as an Independent Director

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%



(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.

Resolution no. 6: Appointment of Dr. Shrikant Navnital Parikh as an Independent Director

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%

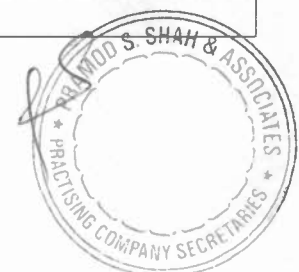
(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.



Resolution no. 7: Appointment of Dr. Roopkishan Sohanlal Dave as an Independent Director

(i) Voted **in favour** of the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
30	13426	99.93%

(ii) Voted **against** the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	1010

*One of the Shareholders whose votes were declared as Invalid because he had not casted his vote.

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you.

Place: MUMBAI

Yours faithfully,



Dated: 26th September, 2014

Pramod S. Shah