



PRAMOD S. SHAH & ASSOCIATES
Practising Company Secretaries

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

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) 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 E-voting 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 Completion of E-voting period, the results were unblocked in presence of two witnesses not being in the employment of the company.
2. The result of the E-voting 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
16	20123712	99.9990%



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

Number of Members	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0010%

(iii) **Invalid** votes :

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

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
12	20120259	99.9818%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
5	3653	0.0182%

(iii) **Invalid** votes :

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



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
16	20123712	99.9990%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0010%

(iii) **Invalid** votes :

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

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
14	20121190	99.9865%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
3	2722	0.0135%



(iii) Invalid votes :

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

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
15	20122959	99.9953%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
2	953	0.0047%

(iii) Invalid votes :

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

Resolution no. 6: Appointment of Dr. Shrikant Navnitlal 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
13	20120429	99.9827%



(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
4	3483	0.0173%

(iii) Invalid votes :

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

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
14	20120459	99.9828%

(ii) Voted against the resolution:

Number of Members	Number of votes cast by them	% of total number of valid votes cast
3	3453	0.0172%

(iii) Invalid votes :

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



3. 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.

Thanking you.

Place: MUMBAI

Yours faithfully,



[Handwritten signature]

Dated: 22nd September, 2014

Pramod S. Shah