



**ALLIED DIGITAL SERVICES LIMITED**

(CIN: L72200MH1995PLC085488)

Premises No.13A, 13th Floor, Earnest House, NCPA Road, Block III,  
Nariman Point Mumbai – 400 021;

**Tel:** +91 22 6681 6400 **Fax:** +91 22 2282 2030

**Website:** [www.allieddigital.net](http://www.allieddigital.net)

**Email ID:** [investors@allieddigital.net](mailto:investors@allieddigital.net) / [cs@allieddigital.net](mailto:cs@allieddigital.net)

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**POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

**NOTICE** is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 along with such other applicable circulars issued by MCA (hereinafter referred to as “MCA Circulars”) and any other applicable laws and regulations, to transact the below mentioned proposed special business by the Members of the Allied Digital Services Limited (the “Company”) by passing resolutions through postal ballot only through remote e-voting.

In view of the strict measures been continued by the government due to the COVID-19 pandemic requiring social distancing, the Ministry of Corporate Affairs, Government of India (the “MCA”) in terms of the MCA Circulars, has advised the companies to take all decisions requiring Members’ approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of Members at a common venue. Further, the Company will send postal ballot notice by email to all those Members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the Members will only take place through the remote e-voting system. This postal ballot is accordingly being initiated in compliance with the MCA Circulars.

Accordingly, in compliance with the requirements of the MCA Circulars, hard copy of the postal ballot notice along with postal ballot forms and a pre-paid business reply envelope will not be sent to the Members for this postal ballot and Members are required to communicate their assent or dissent on resolutions through the remote e-voting system only.

The Board of Directors ("Board") of the Company proposes to obtain the consent of the Members by way of postal ballot for the matters as considered in the resolutions appended below. The explanatory statement pursuant to Section 102 of the Act pertaining to the said resolutions setting out material facts and the reasons for the resolution is also annexed to this Notice.

The Board has vide its circular resolution passed on December 13, 2021, appointed Mr. Himanshu S. Kamdar (Membership No. FCS 5171), Partner of M/s. Rathi & Associates, Practicing Company Secretaries, Mumbai, as the scrutinizer ("Scrutinizer") for ensuring the e-voting process be carried out in a fair and transparent manner.

You are requested to peruse the proposed resolutions along with the explanatory statement and thereafter record your assent or dissent to the said resolutions by means of remote e-voting facility provided by the Company.

For the purpose of e-voting, the Company has availed the electronic voting platform of National Securities Depository Limited (NSDL). The instructions for e-voting are provided herein the Postal Ballot Notice. Members are entitled to cast their votes from 09.00 a.m. IST on Wednesday, December 22, 2021 onwards till 05.00 p.m. IST on Thursday, January 20, 2022.

This notice has also been placed on the website of the Company [www.allieddigital.net](http://www.allieddigital.net) and on the website of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the equity shares of the Company are listed.

The Scrutinizer, after completion of scrutiny of the votes cast, will submit his report to the Chairman of the Board or any other authorized officer of the Company. The results of the said voting will be announced on or before Saturday, January 22, 2022, at the registered office of the Company, i.e. within 48 hours from the conclusion of the e-voting and will be displayed on the Company's website i.e. [www.allieddigital.net](http://www.allieddigital.net) and will be communicated to BSE and NSE, where the equity shares of the Company are listed.

## PROPOSED RESOLUTIONS

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (**'the Act'**), the Companies (Appointment & Qualification of Directors) Rules, 2014, read with Schedule IV to the said Act, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(‘SEBI Listing Regulations, 2015’) and the Articles of Association of the Company, as amended from time to time, and as per the recommendation of the Board of Directors and Nomination and Remuneration Committee, Mr. Shakti Kumar Leekha (DIN: 03246804), who meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable provisions of SEBI Listing Regulations, 2015, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years, commencing from 20.01.2022

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and is hereby authorized to all such acts and deeds as may be necessary or incidental in this regard to give effect to the aforesaid resolution including filing of all the necessary e-Forms with the office of the Registrar of Companies, Mumbai.”

**By Order of the Board of Directors  
of Allied Digital Services Limited**

**CS Neha Sunil Bagla**  
**Company Secretary**  
**Membership No: A43254**  
**CIN: L72200MH1995PLC085488**

**Registered Office:**

Premises No.13A,13th Floor,  
Earnest House, NCPA Road, Block III,  
Nariman Point Mumbai – 400 021  
Tel No.: 022 6681 6400 Fax No.: 022 2282 2030  
Website: [www.allieddigital.net](http://www.allieddigital.net)  
Email Id: [investors@allieddigital.net](mailto:investors@allieddigital.net) / [cs@allieddigital.net](mailto:cs@allieddigital.net)

Place : Mumbai

Date : December 21, 2021

## NOTES:

1. The explanatory statement setting out the material facts pursuant to Section 102(1) of the Act and the other applicable provisions of the Act for the proposed Resolutions are annexed hereto. The approval of the Members of the Company is being sought through the remote e-voting facility only.
2. This postal ballot notice is being sent by email to all the Members, whose names appear on the register of Members/list of beneficial owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Friday, December 10, 2021 (the “**Cut-Off Date**”) and who have registered their email addresses in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company’s registrar and share transfer agent, Link Intime India Private Limited (“RTA”).
3. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the Cut-Off Date. Any recipient of the postal ballot notice who was not a Member of the Company as on the Cut-Off Date should treat this postal ballot notice for information purpose only.
4. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the depository participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the RTA on [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) . Members holding shares in demat form are requested to register their e-mail addresses with their depository participant(s) only. Post successful registration of the email, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable remote e-voting for this postal ballot. In case of any queries, Member may write to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
5. Voting Period will commence from 09:00 a.m. IST on December 22, 2021 and will end at 05:00 p.m. IST on January 20, 2022. Voting shall not be allowed beyond the said date and time.
6. Resolution, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the remote e-voting i.e. Thursday, January 20, 2022 in terms of Secretarial Standard – 2 on general meetings issued by the Institute of Company Secretaries of India.
7. A Member cannot exercise his vote by proxy on postal ballot.
8. Relevant documents in respect of the proposed resolutions referred to in the accompanying Notice and the Statement is open for inspection by the Members at the

Registered Office of the Company on all working days, during business hours up to the last day of the Postal Ballot.

9. Resolutions passed by the shareholders through Postal Ballot are deemed to have been passed as if the same has been passed in the General Meeting of the Shareholders of the Company.
10. The Board of Directors vide Circular resolution No. 02/2021-22 passed on December 13, 2021, has appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, Mumbai as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman or any other authorized officer of the Company. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/ Company Secretary on or before January 22, 2022.
11. Shareholders are requested to carefully read the instructions printed in the Postal Ballot Notice and either cast their votes in Assent (For) and/or Dissent (Against) the resolution on or before 05:00 p.m. of January 20, 2022, being the last date for remote e-voting.
12. The result of the Postal Ballot will be announced on or before January 22, 2022 at the Registered Office of the Company and will also be informed to the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and will be posted on the Company's website i.e. [www.allieddigital.net](http://www.allieddigital.net).
13. As required by Rule 20 and Rule 22 of the Rules read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this postal ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in the State of Maharashtra (in vernacular language, i.e. Marathi).
14. In case of any query/grievance in connection with the postal ballot including e-voting, Members may contact the RTA by e-mail at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
15. The postal ballot notice is also placed on the website of the Company [www.allieddigital.net](http://www.allieddigital.net) and shall also be available on the websites of the stock exchanges where the shares of the Company are listed i.e. BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

## INSTRUCTIONS FOR VOTING

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.</li><li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as</li></ol>

	<p>shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.**

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual Shareholder are given below:



- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [hsk@rathiandassociates.com](mailto:hsk@rathiandassociates.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to o Ms. Pallavi Mhatre, Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@allieddigital.net](mailto:cs@allieddigital.net)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@allieddigital.net](mailto:cs@allieddigital.net) . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

**In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.**

## **EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED TO AND FORMING PART OF POSTAL BALLOT NOTICE**

Mr. Shakti Kumar Leekha (DIN: 03246804) is proposed to be appointed as Independent Directors of the Company, pursuant to the provisions of Section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), for the period of five years commencing from 20.01.2022 based on his skills, experience and knowledge.

Mr. Shakti Kumar Leekha has given declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act and the provisions of the Listing Regulations. Further, the Company has also received consent from Mr. Shakti Kumar Leekha to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. Also, in terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing the candidature of Mr. Shakti Kumar Leekha to be appointed as an Independent Director.

In the opinion of the Board, each of these Directors fulfil the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and Listing Regulations for appointment as Independent Director and that he is independent of the management of the Company.

Accordingly, based on the recommendation of Nomination & Remuneration Committee through Circular Resolution passed on Thursday, December 09, 2021, recommended the appointment of the aforesaid Independent Director and the Board of Directors of the Company through Circular Resolution passed on Monday, December 13, 2021 have approved and recommended the appointment of the aforesaid Independent Director, for a term for a period of five years.

The draft letter of appointment of Mr. Shakti Kumar Leekha setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to [cs@allieddigital.net](mailto:cs@allieddigital.net)

Also, brief resume, the nature of their expertise in specific functional areas, names of Companies in which he holds Directorships, Committee memberships/chairmanships, his shareholding etc., is separately annexed hereto. The terms and conditions of appointment of the above Director shall be open for inspection for the Members at the Registered Office of the Company during normal business hours on any working day during 09:00 a.m. to 06:00 p.m.

The Board of Directors recommends the Special Resolution set out in item nos. 1 for your approval. Apart from Mr. Shakti Kumar Leekha or his relatives to the extent of their shareholding interest in the Company, if any, none of the Directors, Key Managerial

Personnel of the Company or their relatives are considered to be interested in the resolutions.

By Order of the Board of Directors  
of **Allied Digital Services Limited**

**CS Neha Sunil Bagla**

**Company Secretary**

Membership No: 43254

CIN: L72200MH1995PLC085488

**Registered Office:**

Premises No.13A,13th Floor,

Earnest House, NCPA Road, Block III,

Nariman Point Mumbai – 400 021

Tel No.: 022 6681 6400 Fax No.: 022 2282 2030

Website: [www.allieddigital.net](http://www.allieddigital.net)

Email Id: [investors@allieddigital.net](mailto:investors@allieddigital.net) / [cs@allieddigital.net](mailto:cs@allieddigital.net)

Place : Mumbai

Date : December 21, 2021

**BRIEF PROFILE OF THE DIRECTOR PROPOSED TO BE APPOINTED IN ACCORDANCE WITH THE REGULATION 36(3) OF THE LISTING REGULATIONS**

Name	Mr. Shakti Kumar Leekha (DIN: 03246804)
Proposed Designation	Independent Director
Date of Birth (Age)	September 30, 1973
Nature of expertise in specific functional area	Leadership in Smart & Sustainable Infra, Business Management and Author of Amazon best selling book Reimagine high value sales.
Qualification	BE (Etx) & PGDMM
Experience & Justification for choosing the appointee as Independent Director	Leadership quality and expertise in marketing and business management along with the rich experience of 25 years.
No. of shares held in the Company	950 shares
Terms & Conditions of Appointment	During his tenure with the Company he shall not disclose directly or indirectly any information/documents about the Company.
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel.
No. of Meeting attended during the year & Date of first appointment on the Board	NA
Name of the other Companies in which he/she holds Directorship, Membership/Chairmanship of Committee	Metaphors Ecogenics LLP
Last drawn Remuneration	NA
Details of Remuneration sought to be paid	He shall be paid sitting fees for attending the Board or Committee Meetings as may be determined by the Board of Directors in accordance with the provision of the Act and Listing Regulations.