

September 30, 2018

Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor, Plot No C-62,  
Opp. Trident Hotel, Bandra Kurla Complex  
Bandra (E), Mumbai 400 098  
Trading Symbol: ADTECH

Dear Sir,

Sub: Proceedings of 27<sup>th</sup> Annual General Meeting of Adtech Systems Limited held on Saturday 29<sup>th</sup> September 2018

Pursuant to Regulation 30 read with Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, this is to inform you that the 27<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday 29<sup>th</sup> September 2018 at the Registered Office of the Company at 2/796, 2<sup>nd</sup> Floor, A Wing, Sakshi Towers, First Main Road, Kazura Gardens, Neelankarai, Chennai 600 041 at 3.00 PM.

The required quorum was present throughout the meeting and all items of business as mentioned in the Notice of AGM dated 14<sup>th</sup> August 2018 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by the requisite majority by remote e-voting and poll at the venue of the AGM.

The meeting considered the following items in the agenda :

**A . Ordinary Business:**

1. Adoption of the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March 2018, the Audited Balance Sheet as at 31<sup>st</sup> March 2018, together with the Cash Flow Statements for the financial year ended on that date, and the reports of the Board of Directors and the Independent Auditors thereon.
2. Declaration of Dividend on equity shares for the financial year 2017-18 at the rate of Rs. 0.50 per equity share of Rs. 10/- each (5 percent).
3. Re-appointment of Director retiring by rotation Shri. M.R.Narayanan (DIN :00044926),



For ADTECH SYSTEMS LIMITED  
*[Signature]*  
S. Palamurall, ACS  
CFO & Company Secretary

E-Voting facility was provided to the Members from 26<sup>th</sup> September, 2018 at 09.00 AM T E D to 28<sup>th</sup> September 2018 at 5.00 PM and voting by ballot was also provided to the Members who have not done E-Voting and were present at the meeting.

It may please be noted that the voting results were submitted to the Stock Exchanges in the format specified under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

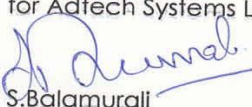
A copy of the combined Scrutinizer's Report on remote e-voting and poll at the venue of the 27<sup>th</sup> AGM is also attached herewith.

We request you to kindly take the same on your records.

Thanking You,

Yours faithfully,

for Adtech Systems Limited

  
S. Balamurali  
Company Secretary



September 30, 2018

Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor, Plot No C-62,  
Opp. Trident Hotel, Bandra Kurla Complex  
Bandra (E), Mumbai 400 098  
Trading Symbol ADTECH

Dear Sir,

Sub: Voting results under Regulation 44(3) of SEBI (LODR) Regulations, 2015

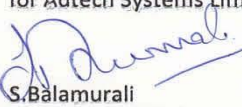
Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the consolidated voting results at the 27<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday 29<sup>th</sup> September 2018 at the Registered Office of the Company at 2/796, 2<sup>nd</sup> Floor, A Wing, Sakshi Towers, First Main Road, Kazura Gardens, Neelankarai, Chennai 600 041 at 3.00 PM is enclosed herewith as **Annexure 1** to this letter in the prescribed format.

We request you to kindly take the same on your records.

Thanking You,

Yours faithfully,

for Adtech Systems Limited

  
S. Balamurali  
Company Secretary



Encl.a.a.



## VOTING RESULTS

Sl No	Particulars	Details
1.	Date of the Annual General Meeting	29 <sup>th</sup> September 2018
2	Total Number of Shareholders on cut off-date ie, 21 <sup>st</sup> September 2017	324
3	No. of Shareholders present in the meeting either in person or through proxy  (a) Promoters and Promoter Group  (b) Public  (i) Members :  (ii) Proxy :	  5  11  Nil
4	No. of Shareholders attended the meeting through Video Conferencing  (a) Promoters and Promoter Group  (b) Public :  (i) Members : Nil  (ii) Proxy : Nil	  Nil  Nil



For ADTECH SYSTEMS LIMITED

*S. Balamurali*  
S. Balamurali, ACS  
CFO & Company Secretary

**AGENDA-WISE DISCLOSURE**

**Resolution No.1:** Adoption of the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March 2018, the Audited Balance Sheet as at 31<sup>st</sup> March 2018, together with the Cash Flow Statements for the financial year ended on that date, and the reports of the Board of Directors and the Independent Auditors thereon. **Passed with requisite majority as an Ordinary Resolution.**

Resolution Required				Ordinary Resolution				
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	No. of votes in favour	No. of votes against	%of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters & Promoter Group	E-Voting	8112125	Nil	0.00	0.00	Nil	0.00	0.00
	Poll		7752725	95.57	7752725	Nil	100.00	0.00
	<b>Sub Total</b>		7752725	95.57	7752725	Nil	100.00	0.00
Public	E-Voting	3801625	900	0.02	900	Nil	0.00	0.00
Poll	150875		3.97	150875	Nil	100.00	0.00	
<b>Sub Total</b>	151775		3.99	151775	Nil	100.00	0.00	
Total			7904500	66.35	1547845	Nil	100.00	0.00



For ADTECH SYSTEMS LIMITED  
  
 S. Sathumurali, ACS  
 CFO & Company Secretary

**AGENDA-WISE DISCLOSURE**

**Resolution No.2:** Declaration of Dividend on equity shares for the financial year 2017-18 at the rate of Rs. 0.50 per equity share of Rs. 10/- each (5 percent). **Passed with requisite majority as an Ordinary Resolution.**

Resolution Required		Ordinary Resolution						
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	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters & Promoter Group	E-Voting		Nil	0.00	0.00	Nil	0.00	0.00
	Poll	8112125	7752725	95.57	1527545	Nil	100.00	0.00
	<b>Sub Total</b>		7752725	95.57	1527545	Nil	100.00	0.00
Public	E-Voting		900	0.02	Nil	Nil	0.00	0.00
	Poll	3801625	150875	3.97	20300	Nil	100.00	0.00
	<b>Sub Total</b>		151775	3.99	20300	Nil	100.00	0.00
<b>Total</b>		11913750	7904500	66.35	1547845	Nil	100.00	0.00



For ADTECH SYSTEMS LIMITED  
*(Signature)*  
 A. Balamurethi, ACS  
 CFO & Company Secretary



**Resolution No.3:** Re-appointment of Director retiring by rotation Shri. M.R.Narayanan (DIN :00044926), **Passed with requisite majority as an Ordinary Resolution**

Resolution Required			Ordinary Resolution					
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	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoters & Promoter Group		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	E-Voting		Nil	0.00	0.00	Nil	0.00	0.00
	Poll	8112125	7752725	95.57	1527545	Nil	100.00	0.00
	<b>Sub Total</b>		7752725	95.57	1527545	Nil	100.00	0.00
Public	E-Voting		900	0.02	Nil	Nil	0.00	0.00
	Poll	3801625	150875	3.97	20300	Nil	100.00	0.00
	<b>Sub Total</b>		151775	3.99	20300	Nil	100.00	0.00
<b>Total</b>		11913750	7904500	66.35	1547845	Nil	100.00	0.00



For ADTECH SYSTEMS LIMITED  
*(Signature)*  
 Sr. Manager / ACS  
 CFO & Company Secretary



# KRISHNA PRASAD R.S. & CO.

## COMPANY SECRETARIES

### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
27<sup>th</sup> Annual General Meeting of  
Adtech Systems Limited  
2/796, Kazura Gardens, First Main Road, Second Floor,  
Sakshi Towers, Neelankarai Chennai 600041

**Scrutinizer's Report on e-voting in respect of passing of resolutions contained in the notice for the 27<sup>th</sup> Annual General Meeting dated 14th August, 2018.**

Dear Sir,

I, Krishna Prasad R.S, Practicing Company Secretary, having place of business at TC 12/1233, Law College Junction, Near PMG, Trivandrum-695035 have been appointed as the scrutinizer of M/s Adtech Systems Limited ("the Company") for the purpose of scrutinizing the voting by electronic means in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rules made there under, as amended, on the resolutions, as set out in the Notice dated 14th August, 2018.

The Management of the Company is responsible to ensure the Compliance with the requirements of the relevant provisions of Companies Act 2013 and the rules made there under relating to voting by electronics means. My responsibility as a scrutinizer is restricted to making a scrutinizers' report of the votes cast by the members for the resolutions contained in the notice dated 14th August 2018. Based on the reports generated from the e-voting system provided by CDSL(Central Depository Services Limited), the Authorised agency engaged by the company to provide e-voting facilities for e-voting till the time fixed for closing of the voting process i.e., till 5.00 pm of 28th September 2018.

I submit my report as under:

1. The Voting by electronic means remained open from 26<sup>th</sup> September 2018 at (09.00 a.m.) to 28<sup>th</sup> September, 2018 (5.00 p.m.).
2. The Shareholders holding shares as on the "cut off" date i.e. 19<sup>th</sup> September, 2018, were entitled to vote on the proposed resolutions [item no. 1,2and 3 as set out in the Notice dated 14th August, 2018).
3. The votes were unblocked on 29<sup>th</sup> September, 2018 at 05.52 P.M





4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of CDSL.

The result of e-voting is as under:

**Item No. 1 - As an Ordinary Resolution:** To consider and adopt the Audited Balance Sheet as at 31st March 2018, the Audited Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date, and the reports of the Auditors and the Board of Directors thereon.

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

Number of members voted through electronic voting system	Number of votes casted in favour of resolution	% of total number of valid votes casted
1	900	100%

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

Number of members voted through electronic voting system	Number of votes casted	% of total number of valid votes casted
Nil	Nil	Nil

(iii) **Invalid** votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by Them
Nil	Nil

**Item No. 2 - As an Ordinary Resolution:** To declare a dividend of Rs.0.50/- per share on fully paid equity shares for the financial year 2017-18.

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

Number of members voted through electronic voting system	Number of votes casted in favour of resolution	% of total number of valid votes casted
1	900	100%

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

Number of members voted through electronic voting system	Number of votes casted	% of total number of valid votes casted
Nil	Nil	Nil

(iii) **Invalid** votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by Them
Nil	Nil



**Item No. 3 - As an Ordinary Resolution:** To appoint a Director in place of Shri. M.R.Narayanan (DIN:00044926), who retires by rotation in accordance to the Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

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

Number of members voted through electronic voting system	Number of votes casted in favour of resolution	% of total number of valid votes casted
1	900	100%

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

Number of members voted through electronic voting system	Number of votes casted	% of total number of valid votes casted
Nil	Nil	Nil

(iii) **Invalid** votes:


Total numbers of members whose votes were declared invalid	Total number of votes casted by Them
Nil	Nil

The Register, all other paper and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**For Krishna Prasad RS & Co**

  
**Krishna Prasad R.S**  
**Proprietor**  
**M.No: FCS 7080, C.P.No: 7379**



Place: Trivandrum  
Date: 29/09/2018