



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
Adtech Systems Limited
18, 3rd Floor R.M.S Apartments
12, Gopalakrishna Iyer Road,
T Nagar, Chennai- 600 017

Scrutinizer's Report on Postal Ballot including voting by electronic means in respect of passing of resolution contained in the notice dated 17th August, 2015 through postal ballot.

Dear Sir,

I, Krishna Prasad R.S, Practicing Company Secretary, having office at TC 12/1233, Law College Junction, Near PMG, Trivandrum-695035 have been appointed as the scrutinizer of Adtech Systems Limited ("the Company") for the purpose of scrutinizing the postal ballot including voting by electronic means in a fair and transparent manner and ascertaining the requisite majority on postal ballot carried out as per the provisions of Companies Act, 2013 and the rules made thereunder, as amended, on the resolution, as set out in the Notice dated 17th August, 2015 for voting through postal ballot .

The Management of the Company is responsible to ensure the Compliance with the requirements of the relevant provisions of: 1) Companies Act 2013 and the rules made there under 2) The Listing agreements with the stock exchanges relating to the postal ballot voting including 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 resolution contained in the notice dated 17th August 2015. Based on the reports generated from the e-voting system provided by NSDL (National Securities Depository Limited), the Authorised agency engaged by the company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e till 5 pm of 24th September 2015.

I submit my Report as under:

1. The Voting by electronic means remained open from 25th August 2015 at [10.00 a.m.) to 24th September, 2015 (5.00 p.m.).



2. The Shareholders holding shares as on the "cut off" date i.e. 24th September, 2015, were entitled to vote on the proposed resolution [item no. 1 as set out in the Notice dated 17th August, 2015).

3. The votes were unblocked on 28th September, 2015 around 5:30P.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 NSDL.

The result of Postal ballot including e-voting is as under:

Item No. 1 - As a Special Resolution: Alteration of Memorandum of Association by adding the following clauses as IIIA 6 and IIIA 7, after the existing clause IIIA 5 in the Memorandum of Association of the Company.

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

Postal ballot voting	Number of members voted	Number of votes casted in favour of resolution	% of total number of valid votes casted
Physical	31	1560145	65.54%
Electronics (E-voting)	1	1500	0.063%
Total	32	1561645	65.60%

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

Postal ballot voting	Number of members voted	Number of votes casted in favour of resolution	% of total number of valid votes casted
Physical	Nil	Nil	Nil
Electronics (E-voting)	Nil	Nil	Nil

(iii) **Invalid** votes:

Postal ballot voting	Number of members voted	Number of votes casted in favour of resolution	% of total number of valid votes casted
Physical	Nil	Nil	Nil
Electronics (E-voting)	Nil	Nil	Nil

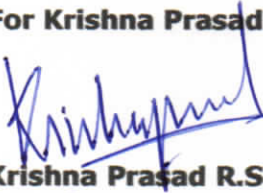


The Register, all other papers and relevant records relating to postal ballot including voting by electronic means shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the Chairman or 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: Chennai
Date: 28/09/2015