



A Global IT Transformation Architect.™



September 10, 2025

To,
The Corporate Relationship Department
BSE Limited
P. J. Towers, 25th Floor,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 532875

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol: ADSL

Dear Sir/Madam,

Subject: Proceedings of the 31st Annual General Meeting ('AGM') of the Company held on Wednesday, September 10, 2025

Reg: Compliance under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"]

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 31st Annual General Meeting ('AGM') of the Members of the Company held on Wednesday, September 10, 2025 at 03:00 p.m. (IST) at Babubhai Chinai Committee Room, 2nd Floor, Indian Merchant Chambers, IMC Marg, Churchgate, Mumbai-400020 and also conducted through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') and concluded at 05:30 p.m. (IST). You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Allied Digital Services Limited**



Khyati Shah
Company Secretary & Compliance Officer
Membership No: A28073

Encl.: As above

Allied Digital Services Limited

Registered Office: 808, 8th Floor, Plot No. 221/222, Mafatlal Centre, Vidhan Bhavan Marg, Nariman Point, Mumbai - 400 021.

Email: cs@allieddigital.net | www.allieddigital.net | B: +91 22 6681 6400 | F: +91 22 2282 2030 | CIN - L72200MH1995PLC085488

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PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, SEPTEMBER 10, 2025

The 31st Annual General Meeting (“AGM”) of the Members of the Company was held on Wednesday, September 10, 2025 at 03:00 p.m. (IST) at Babubhai Chinai Committee Room, 2nd Floor, Indian Merchant Chambers, IMC Marg, Churchgate, Mumbai-400020. The shareholders also joined the meeting virtually in accordance with the circulars issued by the Ministry of Corporate Affairs and the SEBI.

The meeting commenced at 03:00 p.m. (IST) and concluded at 05:30 p.m. (IST)

The following were present:

Directors and KMP Present:

1. Mr. Nitin Shah, Chairman & Managing Director of the Company;
2. Mr. Nehal Shah, Whole-Time Director;
3. Mr. Rohan Shah, Additional Executive Director;
4. Mrs. Tejal Shah, Executive Director;
5. Mr. Sunil Bhatt, Executive Director (Joined from United States of America);
6. Mr. Shakti Leekha, Non-Executive, Independent Director;
7. Mr. Milind Kamat, Non-Executive, Independent Director and Chairman of Audit Committee;
8. Mrs. Swanubhuti Jain, Non-Executive, Independent Director and Chairperson of CSR Committee;
9. Mr. Anup Kumar Mahapatra- Non-Executive, Independent Director, Chairman of Nomination and Remuneration Committee (Joined from Bhubaneshwar, Orissa);
10. Mr. Narasimha Rao Mannepalli- Additional Non-Executive, Independent Director.
11. Mr. Gopal Tiwari, Chief Financial Officer
12. Mr. Paresh Shah, Chief Executive Officer and
13. Mrs. Khyati Shah, Company Secretary & Compliance Officer;

Other Representatives:

- 1) Mr. Ravi Kapoor- representative of M/s. Singhi & Co; Chartered Accountants, Statutory Auditors of the Company;
- 2) Mr. Himanshu Kamdar- representative of M/s. Rathi & Associates, Company Secretaries, Secretarial Auditors of the Company; (Joined from Mumbai) and
- 3) Mr. Mitesh Dhabliwala – representative of Parikh & Associates, Practicing Company Secretaries, acting as Scrutinizers for the meeting.

Quorum of the Meeting:

Total 80 members, attended AGM through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) and 132 members attended physically at the AGM Venue.

Brief Proceedings:

Mr. Nitin Shah, Chairman and Managing Director of the Company conducted the proceedings of the 31st AGM.





As the requisite quorum was present, Mr. Nitin Shah, Chairman and Managing Director called the meeting to order.

He welcomed the Board Members, Key Managerial Personnel, Auditors and Members participating in the meeting,

He informed the members present that:

- I. The Notice convening the 31st AGM and the Annual Report containing the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 along with Board of Directors' Report and Auditors' Report thereon along with relevant annexures have been circulated to the members of the Company within the statutory time period;
- II. This meeting is being held in hybrid mode in accordance with the circulars issued by the MCA and the SEBI and the participation of members physically and through video conferencing system is reckoned for the purpose of ascertaining the quorum as per the circulars issued by the MCA and Section 103 of the Companies Act, 2013.
- III. The Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements as maintained under Sections 170 and 189 of the Companies Act, 2013 respectively and other documents were made available for inspection.
- IV. The attention of the meeting was drawn to the observation and comments made by the Statutory Auditors as well as the Secretarial Auditors in their Report and the explanation provided in the Board of Directors' Report on the same.

Mr. Nitin Shah Chairman and Managing Director, briefed the members present at the meeting about the progress & achievements of the Company during the financial year 2024-25. With the permission of the shareholders present, the notice of the AGM was taken as read.

Mr. Nitin Shah, Chairman and Managing Director informed the meeting that:

The Company had provided remote e-voting facilities under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") to vote on the resolutions as per the Notice dated July 15, 2025, which commenced from Sunday, September 07, 2025 at 09:00 a.m. and ended on Tuesday, September 09, 2025 at 05:00 p.m. The e-voting and Voting by ballot facility remained opened during the 31st AGM on Wednesday, September 10, 2025 to enable those Members who could not vote through remote e-voting to vote.

CS Mitesh Dhaliwala, Partner, Parikh & Associates, Company Secretaries, Mumbai was appointed as representative of Parikh & Associates, to act as Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.



The following items of business, as per the Notice of 31st AGM dated July, 15, 2025 were transacted at the meeting:

Item No.	Agenda Items	Type of Resolution
ORDINARY BUSINESS		
1.	For adoption of- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.	Ordinary
2.	For declaration a dividend on the Equity Shares of Rs. 5/- each for the financial year ended March 31, 2025.	Ordinary
3.	For appointment of Director in place of Mrs. Tejal Prakash Shah (DIN: 02766902), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.	Ordinary
4.	For appointment of Secretarial Auditors of the Company.	Ordinary
SPECIAL BUSINESS		
5.	For re-appointment of Mr. Mr. Milind Kamat (DIN: 01772084) as an Independent Director of the Company.	Special
6.	For re-appointment of Mr. Nitin Shah (DIN: 00189903), as Managing Director of the Company.	Special
7.	For re-appointment of Mrs. Tejal Shah (DIN: 02766902), as an Executive Director of the Company.	Special
8.	For re-appointment of Ms. Swanubhuti Jain (DIN: 09006117) as an Independent Director of the Company.	
9.	For appointment of Mr. Rohan Shah (DIN: 11111937) as an Executive Director of the Company.	Special
10.	For appointment of Mr. Narsimha Rao Mannepalli (DIN: 10787923) as a Director and Independent Director of the Company.	Special



11.	For approval of revision in remuneration payable to Mr. Nehal Shah (DIN: 02766841), Whole-Time Director of the Company.	Special
12.	For approval of revision in remuneration payable to Mr. Sunil Bhatt (DIN: 09243963), Executive Director of the Company for the remaining period of his tenure.	Special
13.	For approval of waiver for recovery of excess managerial remuneration paid to Mr. Nitin Shah (DIN:00189903), Chairman and Managing Director of the Company for the Financial Year 2024-25	Special
14.	For approval of waiver for recovery of excess managerial remuneration paid to Mrs. Tejal Shah (DIN:02766902), Executive Director of the Company for the Financial Year 2024-25	Special

Mr. Nehal Shah, Whole-Time Director, Mr. Gopal Tiwari, Chief Financial Officer and Mr. Paresh Shah, Chief Executive Officer of the Company replied to the queries raised by the members.

Mr. Nitin Shah, Chairman and Managing Director thanked the Members and other attendees participating in the meeting and informed the members present that the consolidated results of the remote e-voting, e-voting and voting done during the 31st AGM will be declared within 2 working days from the conclusion of this AGM and will be displayed at the Registered Office of the Company situated at 808, 8th Floor, Plot No. 221/222, Mafatlal Centre, Vidhan Bhavan Marg, Nariman Point, Mumbai 400 021 and authorised the Company Secretary to do the needful in this regard. The results will also be available on the Company's website www.allieddigital.net and on the website of NSDL viz; <https://www.evoting.nSDL.com>. and will be communicated to the BSE Limited and the National Stock Exchanges of India Limited, where the shares of the Company are listed.

The meeting ended at 05:30 p.m. (IST) with a vote of thanks to the Chair.

For Allied Digital Services Limited



Khyati Shah
Company Secretary & Compliance Officer
Membership No: A28073