

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001**

April 10, 2023

Sir/ Madam,

Sub: Postal Ballot – Submission of Scrutiniser’s Report

Please find attached Scrutiniser’s Report on the Postal Ballot as regards re-appointment of Mr. H P Ledwani as Managing Director & CEO for a term commencing from May 1, 2023 and ending on March 31, 2024.

The said Special Resolution has been passed with Requisite Majority.

Request to take the same on record and oblige.

Thanking You,

Yours faithfully,

For ADOR FONTECH LIMITED

**Geetha D
Company Secretary**



CS S KANNAN

Complete Compliance



SCRUTINIZER'S REPORT

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.)

To,

The Chairman / Authorized Person
Ador Fontech Limited (CIN: L31909KA1974PLC020010)
Regd. Office: Belview,
7 Haudin Road, Bengaluru - 560 042.

Dear Sir/Madam,

Sub: Scrutinizer's Report - Postal Ballot Notice dated 2nd February, 2023

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As you are aware, the Board of Directors of the Company had appointed me as a Scrutinizer on 2nd February, 2023, for conducting the Postal Ballot voting process in a fair and transparent manner pursuant to the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The management of the Company is responsible for ensuring compliance with the requirements of the Act, Listing Regulations and Rules relating to voting through electronic means on the resolution contained in the Postal Ballot notice dated 2nd February, 2023.

My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" or "against" the resolution based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorised service provider, for extending the facility of electronic voting to the Members of the Company.

Accordingly, I submit my report as under:

1. In terms of Section 110 of the companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a Postal Ballot notice dated 2nd February, 2023 for passing the resolution mentioned in the said notice to its Members.



S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100

13, Ground Floor, 1st Main Road, Venkateshwara Layout

Attiguppe, Vijayanagara, Bengaluru - 560 040

Email : cs.skannan@gmail.com | kannans@kannancs.in

Mobile : 98450 58441 www.kannancs.in

GST No. 29ADZPK4574H1ZP
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2. On March 8, 2023 the Company had circulated the postal ballot notice through email to its Members whose name(s) appeared in the Register of Members / list of beneficiaries as on 3rd March, 2023 and whose E-mail addresses were registered with the Company/Depositories (Cut-Off date).
3. The Public advertisement with respect to dispatch of Notice of Postal Ballot was published on 9th March 2023 in Business Standard (English daily) and Ee-Sanjay (Kannada daily).
4. The Members were informed vide the Postal Ballot notice that they were required to give their assent or dissent for the proposal through e-voting facility which was kept open from 9.00 a.m. Saturday, 11th March, 2023 and closed at 5.00 p.m. on Sunday, 9th April, 2023 (both days inclusive).
5. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 and the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Company had provided electronic voting facility (e-voting) to the Members of the Company and engaged NSDL for providing e-voting platform. Email communication in respect of e-voting for postal ballot of the Company was sent to the email addresses of demat shareholders which were registered with the Depositories. The members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., 3rd March, 2023 were eligible to vote.
6. Members holding shares in physical mode were required to approach NSDL for temporary registration for the purpose of participating in the e-voting.
7. Particulars of all the Members who have voted through e-voting facility provided by the Company are separately maintained.
8. I have considered all the electronic votes recorded from 9.00 a.m. Saturday, 11th March, 2023 and closed at 5.00 p.m. on Sunday, 9th April, 2023 being the last date and time fixed by the Company.



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9. A summary of the electronic voting received for the Special resolution given in the Notice referred to above seeking Members' approval is as under:

Res. No.	Resolution	In favour			Against			Result
		No of Persons voted	No. of Votes	%	No of Persons voted	No Votes	%	
1	Re-appointment of Mr. H P Ledwani as Managing Director & Chief Executive Officer (CEO).	110	13452762	99.49	6	69367	0.51	Passed with requisite majority

10. List of members who participated in the e-voting is shared with the Company Secretary of the Company, by way of email.

I write to state that the special resolution as set out in the Notice for Postal Ballot dated 2nd February, 2023 is approved by the Members of the Company with requisite majority. Accordingly, you may declare the results of the Postal Ballot as per law.

Yours truly,
For S Kannan & Associates



S Kannan

S Kannan
Company Secretary
FCS 6261, PCS 13016

UDIN: F006261E000045113

Place: Bengaluru
Date: 10th April 2023

S KANNAN AND ASSOCIATES

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