

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

April 1, 2024

Sir/ Madam,

Sub: Postal Ballot Results - Submission of the 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 April 1, 2024 and ending on December 31, 2024 or on merger (effective date of merger), whichever is earlier.

The Chairman has declared the results of e-Voting as passed/approved by the Members with requisite majority by way of Special Resolution on the basis of the Scrutiniser's Report.

Request to take the same on record and oblige.

**Thanking You,
Yours faithfully,
For ADOR FONTECH LIMITED**

**Geetha D
Company Secretary**

ADOR FONTECH LIMITED

Regd. and Head Office: Belview, 7 Haudin Road, Bangalore 560 042, Karnataka - India.

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CIN: L31909KA1974PLC020010



SCRUTINIZER'S REPORT

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

To

The Chairperson

Ador Fontech Limited

Belview,7,Haudin Road,

Bengaluru - 560042

Dear Sir,

1. The Board of Directors of the Company vide resolution passed on February 21, 2024 appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.

2. I submit my report as under:

As per 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, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated February 21, 2024 on February 29, 2024 by email to the members whose email IDs were available with the Company / Registrar and Share Transfer Agent (RTA).



The Company had published newspaper advertisements in Business Standard and E-Sanje on February 22, 2024 intimating about the dispatch of notice of postal ballot and also published subsequently in the said newspapers on March 01, 2024 regarding the dispatch of notice of postal ballot.

The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Monday, February 26, 2024.

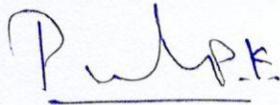
- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise. The votes cast through electronic means were unblocked on March 30, 2024 at 5:00 PM.
- 2.3 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Monday, February 26, 2024.
- 2.4 Votes cast through electronic means up to 5.00 PM of March 30, 2024, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.5 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.



- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
3. A summary of votes cast through electronic means is given in **Annexure-I**.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. The resolution set out in the Notice of Postal Ballot dated February 21, 2024 has been approved by the members of the Company with the requisite majority by way of Special Resolution. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice.

Thanking you,

For V SREEDHARAN & ASSOCIATES



(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No.7835

Address: No. 293, 3rd Floor, 10th Main Road

3rd Block, Jayanagar, Bengaluru-560011



Date: April 01, 2024

UDIN: F007260F000004994

Peer Review Certificate No. 5543/2024

Annexure I
Ador Fontech Limited

Registered Office: Belview, 7, Haudin Road, Bengaluru - 560042

Summary of votes cast through electronic means for the resolution mentioned in the Postal Ballot Notice dated February 21, 2024.

1. Re-Appointment of Mr. H P Ledwani as 'Managing Director & Chief Executive Officer (CEO)'- Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 26.02.2024) (3,50,00,000) Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 2/- each)	
(a) Total e-votes received.	169	1,33,63,305	38.18
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	0	0	0
(c) Net valid e-votes (as per register)	169	1,33,63,305	38.18
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	161	1,32,94,480	99.48
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	08	68,825	0.52

