

**1. The Secretary**

**01<sup>st</sup> October, 2014**

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
27<sup>th</sup> Floor, Dalal Street  
Mumbai - 400 001.

**2. The Manager**

Listing Department  
**Central Depository Services (India) Limited**  
Regd. Office: 17th floor, P J Towers,  
Dalal Street, Fort, Mumbai - 400001

Dear Sirs,

**Sub:- 29<sup>th</sup> Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2014-Declaration of Results of E-voting and Poll at AGM**

Pursuant to the provisions Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided Electronic Voting facility (E-Voting) to the members entitled to cast their vote at the Annual General Meeting. The E-Voting to the members entitled to cast their vote at the Annual General Meeting. The E-Voting process was carried out by the Company between 24<sup>th</sup> September to 26<sup>th</sup> September, 2014, with the record date for determining Members, being 27<sup>th</sup> July, 2014. The Company had also provided ballot voting for all the Resolutions at the AGM held on 30<sup>th</sup> September, 2014.

Mr. Vijay Sharma of M/s. V. K. Sharma & Co. Company Secretary in Practice was appointed as a Scrutinizer for E-Voting as well as voting through ballot process at the AGM and has submitted his consolidated Report to the Chairman.

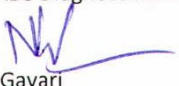
The Consolidated voting results in terms of Clause 35A of the Listing Agreement and the Report of the Scrutinizer are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 29<sup>th</sup> Annual General Meeting of the Company have been duly approved by the Members with requisite majority.

Please take the same on record.

Yours Faithfully

For ADS Diagnostic Limited

  
N. L. Gayari  
Vice President – Finance  
& Company Secretary



**Registered Office:**

114, SANT NAGAR, EAST OF KAILASH, NEW DELHI -110065  
TEL. : 011-41620434, Telefax : 26448906, E-mail : adsmedical@rediffmail.com

### Details of Voting Results

S.No.	Particular	Details
1.	Date of AGM:	30/09/2014
2.	Total number of shareholders on record date (cut-off date for e-voting: 14 <sup>th</sup> August, 2014 )	5504
3.	No. of Shareholders present in the meeting either in person or through proxy Promoter and Promoter Group:1 Public: 22	23
4.	No. of Shareholders attended the meeting through video conferencing Promoter and Promoter Group:0 Public:0	0.00

### Agenda-wise

#### In case of Poll/Postal ballot/E-voting:

**The mode of voting for all resolutions was E-voting and Poll conducted at the Meeting.**

#### **a) Resolution No. 1**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public-Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

#### **b) Resolution No. 2**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public-Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

For ADS DIAGNOSTIC LIMITED

  
 Company Secretary



**c) Resolution No. 3**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public-Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**d) Resolution No. 4**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public-Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

For ADS DIAGNOSTIC LIMITED

Company Secretary



**e) Resolution No. 5**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public- Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**f) Resolution No. 6**

Promoter/ Public	No. of Shares held	No. of Valid 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
Promoter and promoter Group	994310	994310	100	994310	0	99.78	0.00
Public- Institutional Holders	0	0	0	0	0	0	0.00
Public-Others	1198490	2200	0.18	2200	0	0.22	0.00
<b>Total</b>	<b>2192800</b>	<b>996510</b>	<b>45.44</b>	<b>996510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Note: All the aforesaid resolutions were passed with requisite majority.

For ADS DIAGNOSTIC LIMITED

  
Company Secretary



**V.K. SHARMA & CO.**  
**Company Secretaries**

422, Ocean Plaza, Sector-18, Noida - 201 301  
Tel. : 4221470, Mobile : 9818816592  
E-mail : vks\_cosecy@yahoo.com

**ADS DIAGNOSTIC LIMITED**

**29<sup>th</sup> Annual General Meeting - 30.09.2014**

**Consolidated Results of E-Voting & Poll at the AGM:-**

**Item No. 1- Ordinary Resolution**

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

**Item No. 2- Ordinary Resolution**

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

**Item No. 3- Ordinary Resolution**

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

**Item No. 4- Ordinary Resolution**

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

**Item No. 5- Ordinary Resolution**

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0



Item No. 6- Ordinary Resolution

(No. of Shares)

	Votes in favour	Votes Against	Total
E-Voting	994310	0	994310
Poll	2200	0	2200
<b>Total</b>	<b>996510</b>	<b>0</b>	<b>996510</b>

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Thanking You,

*Sharma*

Vijay Kumar Sharma

Scrutiniser

30/09/2014



**SCRUTINISER'S REPORT**

Report to the Chairman of the Board of Directors of **M/s ADS Diagnostic Limited**, a Company incorporated under the Companies Act, 1956 and having its Registered Office at 114, Sant Nagar East of Kailash, New Delhi - 110065 (hereinafter referred to as 'the Company') on the E-Voting conducted by the Company to pass the items on the agenda as contained in the Notice dated 30<sup>th</sup> May, 2014.

1. In terms of Clause 35B of the Listing Agreement and provision of Section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management & Administration) Rules, 2014 (the Rules), I was appointed as Scrutiniser by the Company on **21<sup>st</sup> August, 2014** to the e-voting process for passing the items on the agenda as contained in the Notice dated **30<sup>th</sup> May, 2014**.
2. As confirmed by the Company and ascertained by us the Company completed dispatch of the Notice of e-voting to its members on the basis of the Register of Members and List of beneficiaries as on cut off date i.e. 27<sup>th</sup> July, 2014:
  - By Registered Post to 5504 Members in physical form on **02<sup>nd</sup> September, 2014 (2504 Members)** and **06<sup>th</sup> September, 2014 (3000 Members)**.
3. In terms of the aforesaid Notice, E-Voting was open for three days from **10:00 a.m. on Wednesday, 24<sup>th</sup> September, 2014** to **06:00 p.m. on Friday, 26<sup>th</sup> September, 2014** and members were required to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary / Special Resolutions, on E-Voting platform provided by Central Depository Services Limited(CDSL).



4. I unblocked the votes in presence of Mr. Rituraj Singh and Ms. Priya Aggarwal on 27 September, 2014.
  
5. Based on the e-votes made available to me, 13 members have cast their votes on the e-voting platform and I have annexed (Annexure-I) with this Report, the details and analysis of the e-voting Results for each of the ten agenda items contained in the said Notice.



Vijay Kumar Sharma

Date: 27 September, 2014

Place: Noida

Annexure- I

Analysis of Results

Agenda No.	1
Subject	To consider and adopt the audited statement of accounts for the year ended 31 <sup>st</sup> March, 2014 together with Directors' and Auditors' Reports thereon.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



Analysis of Results

Agenda No.	2
Subject	To appoint a Director in place of Girish Sareen, who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



Analysis of Results

Agenda No.	3
Subject	To appoint a Director in place of Ravi Kohli, who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



Analysis of Results

Agenda No.	4
Subject	Appointment of Statutory Auditors of the Company and fixing their remuneration.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



Analysis of Results

Agenda No.	5
Subject	To appoint Shri Anil Mithal as an Independent Director.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



Analysis of Results

Agenda No.	6
Subject	To appoint Shri Girish Sareen as an Independent Director.
Type of Resolution	Ordinary

Particulars	Number of e-Ballots	Numbers of votes contained in e-Ballots	Percentage of total
Received	13	994310	100%
Assent	13	994310	100%
Dissent	0	0	0
Abstain	0	0	0
Total	13	994310	100%



**FORM No. MGT-13**

**Report of Scrutiniser(s)**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman

Annual General Meeting of the Equity Shareholders

of **M/s ADS Diagnostic Limited** held on 30<sup>th</sup> September, 2014,

at Sikand Hall, Delhi Tuberculosis Association, 9 Institutional Area,

Lodhi Road, New Delhi 110003

Dear Sir,

I Vijay Kumar Sharma of M/s. V.K. Sharma & Co., Company Secretaries appointed as Scrutiniser for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of **M/s ADS Diagnostic Limited** held on 30<sup>th</sup> September, 2014 at Sikand Hall, Delhi Tuberculosis Association, 9 Institutional Area, Lodhi Road, New Delhi 110003, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinised. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers totalling 4(Four) which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the Poll are as under:



**Item No. 1. - Resolution**

To consider and adopt the audited statement of accounts for the year ended 31<sup>st</sup> March, 2014 together with Directors' and Auditors' Reports thereon.

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

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

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

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



**Item No. 2. - Resolution**

To appoint a Director in place of Girish Sareen, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



**Item No. 3. – Resolution**

To appoint a Director in place of Ravi Kohli, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



Item No. 4. - Resolution

Appointment of Statutory Auditors of the Company and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



Item No. 5. - Resolution

To appoint Shri Anil Mithal as an Independent Director.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



**Item No. 6. – Resolution**

**To appoint Shri Girish Sareen as an Independent Director.**

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	2200	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	400



**V.K. SHARMA & CO.**  
**Company Secretaries**

5. An excel file containing the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the Company.
6. The Poll papers and all others relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

*Sharma*

Vijay Kumar Sharma

Scrutiniser

30/09/2014

