



Netlink Solutions (India) Ltd.

507, Laxmi Plaza, Laxmi Industrial Estate,
New Link Road, Andheri (W), Mumbai - 400 053.
Tel : 91-22- 26335583, 26335584

Email : netlink@easy2source.com

Website : www.nsil.co.in

CIN NO : L45200MH1984PLC034789

TRANSCRIPT OF THE 36th ANNUAL GENERAL MEETING (AGM) OF NETLINK SOLUTIONS (INDIA) LIMITED HELD ON THURSDAY, SEPTEMBER 23, 2021 AT 11:00 AM IST, THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") FACILITY

Welcome Address by Company Secretary – Ms. Kavita Thakur

Good morning, everyone,

I am Kavita Thakur, Company Secretary and Compliance officer of Netlink Solutions (India) Limited.

Dear Members,

It is our pleasure to welcome you all at the 36th Annual General Meeting of Netlink Solutions (India) Limited held through Video Conferencing.

In view of the continuing Covid-19 pandemic, Circulars issued by Ministry of Corporate Affairs and SEBI, we are holding this AGM of the Company through Video Conferencing. The Company has taken requisite steps to enable members to participate and vote on the items being considered in this AGM.

With respect to the participation, the facility of joining this AGM through VC is made available on first come first serve basis. All members who have joined this meeting are by default placed on the mute mode by the host to avoid any disturbance arising from the background noise and ensure smooth and seamless conduct of this meeting. Once the Questions Answer Session starts, chairman will announce the name of the Members who have registered as speaker shareholder one by one. The speaker shareholder will thereafter be un-muted by the host to start the Question & Answer, Members are requested to click the video ON button. If the shareholder is not able to join the video due to any reason, the shareholder can speak through audio mode only, while speaking we would request the speaker to use the earphones so that he is clearly audible, minimize any noise in the background, ensure that wi-fi is not connected to any other devices, no other background applications are running and there is a proper lighting to have a good video and audio experience.

If there is any connectivity problem at speakers end we will ask next speaker to join. Once the connectivity improves the speaker shareholder will be called again to speak once the



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other speaker shareholders complete their turns. We would request shareholders to kindly limit their speech to the agenda related to AGM only. During the AGM if the member faces any technical issue, they may contact the helpline number mentioned in the Notice of the AGM.

All the Directors including Mr. Minesh Modi, Whole Time Director, Ms. Rupa Modi Executive Director and Chief Financial Officer, the Chairman of the Audit Committee, Nomination and Remuneration and Stakeholders Relationship Committee Mr. Yogesh Girnara, are present through Video Conferencing from their respective locations except Mr. Rajendra Lokhare and Premnath Mishra who are unable to attend the meeting due to their pre-occupation. The representative of statutory auditors, Mr. B.P Mantri of M/s. Jhavar Mantri and Associates, Chartered Accountants, Mr. Tarun Jain of **Tarun Jain & Associates**, -Secretarial Auditor and Ms. Bhavyata Acharya of M/s. Siroya and BA Associates, Company Secretaries-Scrutinizer are also present at the meeting through Video Conferencing.

Pursuant to recent MCA and SEBI circulars as mentioned in the Notice, the attendance of the Members attending the AGM through VC shall be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

The requisite quorum for the Meeting is present.

Mr. Yogesh Girnara, Director, requests Mr. Minesh Modi to occupy the Chair and take forward the proceedings of the Meeting.

Chairman:

Good Morning Ladies and Gentlemen.

The requisite quorum being present, I call the Meeting in order.

I welcome all the Members to the 36th Annual General Meeting of the Company. I hope all of you are safe and in good health. I hope you all along with your family are keeping well in this unprecedented pandemic.

Company Secretary introduced Chairman as follows:

MR. Minesh Modi

Mr. Minesh Modi is one of the oldest Director and Promoter of Netlink Solutions (India)



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Limited and Rich experience in the field of Finance and General Business management. Mr. Modi is very well versed in all aspects of finance, costing, technical matters, marketing and administration

Chairman introduced his fellow Board members as follows:

Mrs. Rupa Modi

Mrs. Rupa Modi is also one of the oldest Directors and Promoter of Netlink Solutions (India) Limited. Mrs. Rupa Modi has rich experience in the fields of Finance and general Business Management. Mrs. Modi has been ably managing business and finance.

Mr. Yogesh Girnara

Mr. Yogesh Girnara is an Independent Director of the Company.

Chairman

Notice convening the 36th Annual General Meeting has already been circulated to the Members and therefore I take the same as read.

Before starting the meeting, I would like to thank each and every shareholders those who has trusted us for quite a long time, this is my last AGM as promoter of the Company. Since we sold our stake under special share purchase agreement to Jupiter Infomedia Limited and Jineshwar Securities Pvt Limited. When we took over the Company years back, Networth of the Company was Rs. 50 lakhs, and after paying all the dividends and bonus and rights issue, I am happy to announce that today the Company's Networth is more than Rs. 10 crores.

Now coming to the financial part.

The Statutory Auditor's Report on the Financial Statements of the Company for the financial year ended March 31, 2021 does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company. Accordingly, Auditor's Report is not required to be read out before the meeting as provided under Section 145 of the Companies Act, 2013.

The Members may note that Since, the AGM is being held through Video Conferencing, pursuant to MCA & SEBI Circulars, the facility to appoint proxy to attend and cast vote



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on behalf of the members is not available.

The manner of transacting the business contained in the Notice of the AGM is through remote e-voting and e-voting during the AGM as arranged by the Company. The instruction for e voting is provided in the Notice.

Pursuant to the provisions of the Companies Act, 2013 read with the Rules notified thereunder and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed companies are required to provide an e-voting facility to its shareholders to enable them to cast their votes electronically for all resolutions to be passed at general meetings. E-voting would ensure proportionate voting principle i.e. "one share one vote".

In accordance with this, your Company has provided remote e-voting facility (through the platform provided by NSDL) to the members and also facility to vote during the meeting for members who are present in the Meeting through VC and have not casted their vote by remote e-voting.

A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e., Friday, September 17, 2021, only shall be entitled to avail the facility of e-voting.

The remote e-voting period commenced on Sunday, September 19, 2021 at 9.00 A.M. (IST) and concluded on Wednesday, September 22, 2021 at 5.00 P.M. (IST).

Since the AGM is being held through VC, and the resolutions mentioned in the notice have already being put to vote through e-voting no proposing or seconding of resolutions is required. With this, I now proceed with the agenda as per the Notice:

As an Ordinary Business:

Resolution 1: To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

I now request Ms. Rupa Modi to take the Chair as I am interested in the next proposed



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agenda items.

Due to some technical reason Rupa Modi requested the Company Secretary to read out the next agenda item on her behalf.

Company Secretary

Resolution 2: To appoint a Director in place of Mr. Minesh Modi (DIN 00378378) who retires by rotation and being eligible, offers himself for re-appointment.

Company Secretary

I now request Mr. Minesh Modi to again take the chair and continue the proceedings.

Chairman

Before proceeding with the e-voting in the AGM, I would like to invite the members, who had registered themselves as speakers with the Company, if they need any clarifications or have any observations with respect to the mentioned items.

I have been informed that no members have registered for speaker shareholders.

I now request members who have not already voted to vote via e-voting system provided by NSDL and the instruction of the same is given in the Notice of the AGM, whereby the members can vote during the AGM in terms of Section 108 of the Companies Act 2013, on all the Businesses as set out in the Notice of AGM.

Members are requested to note that those Members who have already voted electronically through remote e-voting are not eligible to vote in the AGM.

Members, please note that e-voting facility during the AGM is opened for next 15 minutes and the members are requested to vote on the proposed resolution number 1 to 2 as set out in the Notice of the AGM.

The Company has appointed Mr. Mukesh Siroya and/or Ms. Bhavyata Aharya of M/s. Siroya and BA Associates, Practicing Company Secretaries, as the Scrutinizer for remote e-voting and also for the votes casted by members during the AGM by e-voting system



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under Section 108 of the Companies Act, 2013 and to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall submit his/her report in the prescribed manner to me within 48 hours of the conclusion of the meeting.

The results of the e-voting will be informed not later than 48 hours of the conclusion of the AGM to the Stock Exchange i.e. BSE and will also be uploaded on the Company's website i.e. www.nsil.co.in.

Members are requested to vote on each of the resolutions.

Meanwhile Members can continue their voting I will share something for the Company in last year we have acquired business related to exhibition and that is doing good, last year and one more year there was no exhibition because of covid-19 so Company's performance was affected now we are hopeful in 2022 we will have exhibition and due to two years of cancellation and postponement of exhibition Messe Frankfurt Trade Fairs India Pvt Ltd has extended our agreement for next two years, now our agreement with Messe Frankfurt Trade Fairs India Pvt Ltd is valid till 2024 exhibition so this is the update and I am pretty confident about the future of the Company and Mr. Umesh Modi who is director and promoter of Jupiter Infomedia Limited and Jineshwar Securities Private Limited was past promoter of this Company so he knows thisw Company very well and he understand business very well, I am pretty confident under his leadership the Company will reach a new high and all the shareholders will be rewarded, as said in past we had the strategy of no dividend payout because we always believe that paying small dividend is not going to create any wealth to shareholders so we were not distributing any dividend for last couple of years and we have preserved our cash and which have grown substantially now it is up to the new management to decide about the dividend policy or buyback or whatever they want to do, even in past we have successfully done buyback and we rewarded our shareholders through buyback wherein promoters have never participated.

Chairman - After 15 minutes period of the e-voting

I believe that all the members have voted on all the resolutions.

Voting Results on each resolution will be an aggregation of remote e-voting and votes casted through e-voting during the AGM, in favour or against.



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All resolutions contained in the Notice if carried with requisite majority shall be deemed to be passed on the date of the AGM.

With the completion of the above, I declare the meeting as concluded. I would like to thank all members for having their valuable time and taking initiative to attend this Annual General Meeting through VC. We request all of you to be extremely careful during this pandemic period and take care of yourselves and your family.

The meeting commenced at 11:03 AM (IST) and concluded at 11:37 AM (IST) (including time allowed for e-voting at AGM).