



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 38th ANNUAL GENERAL MEETING (AGM) OF NETLINK SOLUTIONS (INDIA) LIMITED HELD ON TUESDAY, SEPTEMBER 05, 2023, AT 5:00 PM IST, THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”) FACILITY

Welcome Address by Company Secretary – Ms. Aarushi Lad
Good evening, everyone,

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

Dear Members,

It is our pleasure to welcome you all at the 38th Annual General Meeting of Netlink Solutions (India) Limited held through Video Conferencing.

In compliance with the 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 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



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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, the Chairman and Whole Time Director, Ms. Rupa Modi Executive Director and Chief Financial Officer, Mr. Yogesh Girnara , the Chairman of the Audit Committee, Nomination and Remuneration and Stakeholders Relationship Committee, Mr. Rajendra Lokhare, Independent Director of the Company and Premnath Mishra, Independent Director of the Company are present through Video Conferencing from their respective locations The representative of statutory auditors, Mr. Ajay Singhal of M/s. Ladha Singhal and Associates, Chartered Accountants, Mr. Tarun Jain of **Tarun Jain & Associates**, Secretarial Auditor and Mr. Mukesh Siroya 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.

Company Secretary introduced Chairman as follows:

Mr. Minesh Modi

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

Ms Aarushi Lad, Company Secretary requests Mr. Minesh Modi to occupy the Chair and take forward the proceedings of the Meeting.

Chairman:

Good Evening Ladies and Gentlemen.

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

I welcome all the Members to the 38th Annual General Meeting of the Company. I hope all of you are safe and in good health.



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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.

Mr. Rajendra Lokhare

Mr. Rajendra Lokhare is an Independent Director of the Company.

Mr. Premnath Mishra

Mr. Premnath Mishra is an Independent Director of the Company.

Chairman

Notice convening the 38th Annual General Meeting has already been circulated to the Members and therefore I take the same as read.

The Statutory Auditor's Report on the Financial Statements of the Company for the financial year ended March 31, 2023 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 on behalf of the members is not available.

The manner of transacting the business contained in the Notice of the AGM is through

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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., Tuesday, August 29, 2023, only shall be entitled to avail the facility of e-voting.

The remote e-voting period commenced on Saturday, September 01, 2023 at 9.00 A.M. (IST) and concluded on Monday, September 04, 2023 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, 2023 including the Audited Balance Sheet as at 31st March, 2023 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 Mr. Yogesh Girnara to take the Chair as I am interested in the next 3 proposed agenda item.

Yogesh Girnara, Independent Director



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

Yogesh Girnara, Independent Director

A Special Business:

Resolution 3: Re-Appointment of Mr. Minesh Modi as a Whole Time Director of the Company

Resolution 4: Re-Appointment of Mrs. Rupa Modi as a Whole Time Director designated as an Executive Director & Chief Financial Officer of the Company

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

Resolution 5: Alteration of Object Clause of Memorandum of Association of the Company

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.

There are 3 speakers who have registered themselves as speakers and have sent us intimation in advance. due to time constraints, Speakers are allowed to speak for not more than 2 minutes each.

The First Speaker is Mr. Manjit Singh

Mr. Manjit Singh was not present in the Meeting

The next Second Speaker is Ms. Lekha Shah

Ms. Lekha Shah was also not present in the meeting.

The next Speaker is Mr. Praveen Kumar



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Mr. Praveen Kumar was not present in the Meeting

As there are no further questions, with this we conclude the Q&A session.

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 5 as set out in the Notice of the AGM.

The meeting commenced at 5:00 PM (IST) and concluded at 5:30 PM (IST) post which the E-voting window was opened for next 15 minutes i.e. till 5:45 PM (IST) (including time allowed for e-voting at AGM).