

**M Siroya and Company  
Company Secretaries**

A-103, Samved Building (Madhukunji), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066  
Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: [siroyam@gmail.com](mailto:siroyam@gmail.com); [www.msiroya.com](http://www.msiroya.com)

**Scrutinizer's Report- Combined**

To,

The Chairman of 29<sup>th</sup> Annual General Meeting of the Members of  
Netlink Solutions (India) Limited (the Company)  
held on the 30<sup>th</sup> September, 2014 at 507, Laxmi Plaza, Laxmi Industrial  
Estate, New Link Road, Andheri (W), Mumbai – 400053

Dear sir,

1. I Mukesh Siroya, a practicing Company Secretary, have been appointed as a Scrutinizer by
  - i) The Board of Directors of Netlink Solutions (India) Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
  - ii) The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 29<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on the 30<sup>th</sup> September, 2014 at 507, Laxmi plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai - 400053.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 29<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Ltd (NSDL) the authorized Agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll (through physical means) at AGM.





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3. I have issued separate Scrutinizer's Report dated 27<sup>th</sup> September, 2014 on the e-voting on the resolutions contained in the notice to the AGM. As requested by management submit herewith my combined report on the results of e-voting together with that of poll as under :-

Sl No	SUB MATTER OF THE RESOLUTION	RESOLUTION REQUIRING E-MENT	BALLOT PAPER (POLL)		E-VOTING		GRAND TOTAL			RESULT	
			FOR	AGA INST	FOR	AGA INST	FOR	%	AGAN IST		%
1	Adoption of Annual Accounts for the year ended 31st March, 2014	Ordinary	14474925	710	5000	75	14479925	99.99	785	0.01	Passed with Requisite Majority
2.	Re-appointment of Mrs. Rupa Modi, Director (DIN: 00378383) who retires by rotation	Ordinary	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
3.	Appointment of M/s K.U Kothari & Co., Chartered Accountants (Firm Registration No. 105310W), as Auditor and to fix their remuneration	Ordinary	14475535	100	5000	75	14480535	99.99	175	0.01	Passed with Requisite Majority
4.	Appointment of Mr. Premnath T Mishra (DIN: 00378410) as an Independent Director	Ordinary	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
5.	Appointment of Mr. Rajendra S Lokhare (DIN: 00378403) as an Independent Director	Ordinary	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
6.	Appointment of Mr. Yogesh Becharbhai Girmara (DIN: 00378395) as an Independent Director	Ordinary	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
7.	Re-appointment of Mr. Minesh Modi (DIN: 00378378) as Whole Time Director	Special	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
8.	Appointment of Mrs. Rupa Modi (DIN: 00378383) as Executive Director	Special	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
9.	Authorise Board of Directors to invest not exceeding Rs.100 Crores [Section 186]	Special	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority
10.	Authorise Board of Directors to borrow not exceeding Rs.100 Crores [Section 180(1)(c)]	Special	14475635	Nil	5000	75	14480635	99.99	75	0.01	Passed with Requisite Majority

Thanking you,  
Yours faithfully,

  
 (Mukesh Siroya)  
 Practising Company Secretary  
 Membership No. FCS 5682, CP No. 4157

Place : Mumbai  
Date : October 2, 2014