

16<sup>th</sup> September, 2016

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

To,  
The Manager,  
Listing Department,  
BSE Limited  
P. J. Tower, Dalal Street, Fort,  
Mumbai - 400001

**NSE Symbol: SMARTLINK**

**BSE Security Code No.: 532419**

**Sub: Submission of Result of Postal Ballot pursuant to clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

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Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company had accorded its approval to conduct postal ballot process to seek the consent of the Members of the Company for the Special Resolution as specified in the Postal Ballot Notice dated 04<sup>th</sup> August, 2016.

The Company had availed the e-voting services of Karvy Computershare Private Limited (“Karvy”).

Further, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to clause 44 of the SEBI (Listing Obligations and Disclosure Requirements), Mr. Shivaram Bhat, Practicing Company Secretary (Certificate of Practice No. 7853) was appointed as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The last date for receipt of the Postal Ballot Forms duly completed from the Members/E-voting was Thursday, 15<sup>th</sup> September, 2016.

The Scrutinizer has submitted his report dated 15<sup>th</sup> September, 2016, to Mr. K. R. Naik, Executive Chairman of the Company and the results of the Postal Ballot has been declared today i.e., Friday, 16<sup>th</sup> September, 2016 at the Corporate Office of the Company.



**Smartlink Network Systems Ltd.**

CORPORATE OFFICE : Plot No. 5, Kurla Bandra Complex Road, Santacruz (E), Mumbai - 400 098. India. • Tel.: +91 22 3061 6666 / 2652 6696 • Fax: +91 22 2652 8914  
[www.smartlink.co.in](http://www.smartlink.co.in)

As per the Scrutinizer's Report, the result of the Postal Ballot is summarized hereunder:

Date of declaration of Postal Ballot Result	16 <sup>th</sup> September, 2016		
Total number of Shareholders on record date (4 <sup>th</sup> March, 2016)	14634		
Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Result
Approval of shareholders under Sections 180(1)(a) and 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for sale of "DIGISOL Business" to a wholly owned subsidiary of the Company	Special Resolution	Postal Ballot/ E-voting	Passed
Approval of shareholders under Sections 180(1)(a) and 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for sale of "EMS Business" to a wholly owned subsidiary of the Company	Special Resolution	Postal Ballot/ E-voting	Passed

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Ballots Voting		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	33	1,65,15,568	39	6,447	72	16522015	99.99%
Voted Against	3	597	7	971	10	1568	0.01%
Invalid	-	-	-	-	-	-	-

A copy of Scrutinizer's Consolidated Report and Details of Voting Results as per regulation 44 is enclosed herewith for your records.

Thanking you,

Yours truly,  
For Smartlink Network Systems Limited



**Urjita Damle**  
Company Secretary

Encl.: Consolidated Report of the Scrutinizer

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**DETAILS OF VOTING RESULTS**  
**AS PER REGULATION 44(B) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of Declaration of Voting Result: of Postal Ballot	16-Sep-16
Total number of shareholders as on cut off Date	14634
Number of Shareholders who casted their votes	82
Resolution required	Ordinary/Special
Summary of Resolution	1) Approval of shareholders under Sections 180(1)(a) and 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for sale of "DIGISOL Business" to a wholly owned subsidiary of the Company.  2) Approval of shareholders under Sections 180(1)(a) and 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for sale of "EMS Business" to a wholly owned subsidiary of the Company.
Whether Promoter/Promoter group are interested in the agenda/resolution	No

Category	Made of Voting	No. Of Shares held	No. Of Shares polled	(2)	(3) $[(2)/(1)] * 100$	No. Of votes in favour	(4)	(5)	% of votes in favour on votes polled	% of votes against on votes polled	(7) $[(5)/(2)] * 100$
Promoter and Promoter Group	E- Voting	16393385	16393385	100	100	16393385	16393385	0	100	0	0
	Postal Ballot		0	0	0	0	0	0	0	0	0
	<b>Total</b>	<b>16393385</b>	<b>16393385</b>	<b>100</b>	<b>100</b>	<b>16393385</b>	<b>16393385</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Institutional holders	E- Voting	20113	0	0	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0	0	0
	<b>Total</b>	<b>20113</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Others	E- Voting	6136502	122780	2.00	2.00	122183	597	93.84	93.84	0.46	0.46
	Postal Ballot		7418	0.12	0.12	6447	971	4.95	4.95	0.75	0.75
	<b>Total</b>	<b>6136502</b>	<b>130198</b>	<b>2.12</b>	<b>2.12</b>	<b>128630</b>	<b>1568</b>	<b>98.80</b>	<b>98.80</b>	<b>1.20</b>	<b>1.20</b>
<b>Total</b>		<b>22550000</b>	<b>16523583</b>	<b>73.28</b>	<b>73.28</b>	<b>16522015</b>	<b>1568</b>	<b>99.99</b>	<b>99.99</b>	<b>0.01</b>	<b>0.01</b>

The number of votes polled in favour of the Special Resolution are 16522015 (99.99% of the total valid votes). Thus the Special Resolution has been approved by the Shareholders

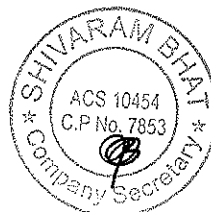


**SCRUTINIZER'S REPORT**

To,  
Chairman  
Smartlink Network Systems Limited (The Company)  
L-7, Verna Industrial Estate,  
Verna, Salcete,  
Goa - 403722

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 4<sup>th</sup> August, 2016 has appointed me as Scrutinizer for conducting the postal ballot voting process (which includes e-voting also) on the resolutions contained in the Notice dated 4<sup>th</sup> August, 2016.
2. I submit my report as under:
  - a. The Company has extended the facility of e-voting to the shareholders who have registered their e-mail address with the Company by tying up with the Karvy Computershare Private Limited ('Karvy') e-voting facility.
  - b. The e-voting remained open for the period commencing from Monday, 16<sup>th</sup> August, 2016, 10:00 A.M. to Wednesday, 15<sup>th</sup> September, 2016, 05:00 P.M..
  - c. The postal ballot forms received in sealed envelope were kept in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
  - d. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on 29<sup>th</sup> July, 2016.



**Shivaram Bhat**  
**Company Secretary**

- e. All postal ballot forms received up to 15<sup>th</sup> September, 2016, by 5.00 P.M., the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
- f. I did not find ballot papers invalid.
- g. The details containing inter alia, list of Equity Share Holders, who voted 'for', 'against' each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ('Karvy') i.e., <https://evoting.karvy.com/> and based on such reports generated and upon the counting of the postal ballots received, the result of the voting is as under:

**Item No. 1**

Approval of shareholders under sections 180(1)(a) and 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for sale of "DIGISOL Business" to a wholly owned subsidiary of the company.

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
E-voting	Ballot	E-voting	Postal Ballot	
33	39	1,65,15,568	6,447	
<b>TOTAL VOTES</b>		1,65,22,015		99.99

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

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
E-voting	Ballot	E-voting	Postal Ballot	
3	7	597	971	
<b>TOTAL VOTES</b>		1,568		0.01

**(iii) Invalid votes :**

Number of members voting	Number of votes cast by them
0	0