

July 31, 2019

To,  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400051

To,  
BSE Limited  
Listing Department  
P.J. Towers, 1<sup>st</sup> Floor, Dalal Street,  
Fort, Mumbai - 400 001

**NSE Symbol: SMARTLINK**

**Scrip Code: 532419**

Dear Sir/ Madam

**Sub: Results of postal ballot and e-voting**

Further to our letter dated June 27, 2019 and in accordance with the Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and scrutinizer's report dated July 31, 2019 for the resolution relating to the approval for buyback of equity shares of Smartlink Holdings Limited ("Company"), as set out in the notice of postal ballot dated June 27, 2019.

The aforesaid resolution has been passed through postal ballot and e-voting by equity shareholders of the Company by requisite majority.

We request you to kindly take the above on record.

Thanking You,

Yours sincerely,

**For SMARTLINK HOLDINGS LIMITED**



**URJITA DAMLE  
COMPANY SECRETARY**

**SMARTLINK HOLDINGS LIMITED**

(Formerly known as Smartlink Network Systems Limited)

Registered Office : L-7, Verna Industrial Estate, Verna, Salcete, GA, 403722, IN | Land Phone : +91 832 2885400 | Fax: +91 832 2783395

Corporate Office : 215 Atrium, 2nd Floor, B-Wing, Courtyard Marriott Compound, Andheri-Kurla Road, Andheri (E), Mumbai - 400 093, INDIA  
Land Phone : +91 22 3061 6666 / 2652 6696

[www.smartlinkholdings.com](http://www.smartlinkholdings.com)

**SCRUTINIZER'S REPORT**

To  
The Chairman  
**SMARTLINK HOLDINGS 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 June 14, 2019 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 June 27, 2019.
  
2. I submit my report as under:
  - a. The Company has completed on June 27, 2019 the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 21<sup>st</sup> June, 2019, the record date fixed for the purpose.
  
  - b. 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.



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

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- c. The e-voting remained open for the period commencing from Monday, 1<sup>st</sup> July, 2019, 10:00 A.M to Tuesday, 30<sup>th</sup> July, 2019, 05:00 P.M.
- d. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer's login on the Karvy e-voting website.
- e. 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.
- f. The postal ballot forms were duly opened and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on 21<sup>st</sup> June, 2019.
- g. All postal ballot forms received upto 5.00 P.M. on Tuesday, 30<sup>th</sup> July, 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny and were duly opened in my presence and scrutinized.
- h. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- i. The details containing inter alia, list of Equity Share Holders, who voted 'FOR' and 'AGAINST' the resolution that was put to vote, were generated from the e-voting website of Karvy Fintech 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:



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

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**Item No. 1:**

Special Resolution for approval of Buyback of Equity Shares of the Company on a proportionate basis through "Tender Offer" route under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, for an amount not exceeding Rs. 54,60,00,000/- (Rupees Fifty Four Crore and Sixty Lakh Only).

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

| Number of members voting |          | Number of votes cast by them |          | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|----------|---------------------------------------|
| Postal Ballot            | E-voting | Postal Ballot                | E-voting |                                       |
| 16                       | 73       | 12,606,752                   | 74,744   |                                       |
| <b>TOTAL VOTES</b>       |          |                              |          | <b>99.98</b>                          |

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

| Number of members voting |          | Number of votes cast by them |          | % of total number of valid votes cast |
|--------------------------|----------|------------------------------|----------|---------------------------------------|
| Postal Ballot            | E-voting | Postal Ballot                | E-voting |                                       |
| 2                        | 4        | 226                          | 1,391    |                                       |
| <b>TOTAL VOTES</b>       |          |                              |          | <b>0.01</b>                           |

**(iii) Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 2   | 400                                |



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

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3. Electronic record containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
4. I have handed over the postal ballot forms and other related papers and records for safe custody to the Company Secretary authorised by the Board to supervise the postal ballot process.
5. The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the company for receipt of duly completed postal ballot forms or e-voting (Ref. Clause 16.6.3 of Secretarial Standard on General Meetings issued under section 118(10) of the Companies Act, 2013).
6. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Place: Panaji, Goa  
Date: 31/07/2019



Yours faithfully,

A handwritten signature in blue ink, appearing to be "Shivaram Bhat", written over a horizontal line.

**Shivaram Bhat**  
**Practising Company Secretary**  
**CP No. 7853**

A handwritten signature in blue ink, appearing to be "D. J. ...", written over a horizontal line.