



Smartlink Network Systems Limited

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722
Corporate Identification Number (CIN): **L30007GA1993PLC001341**
Telephone: 0832-2885400; Fax: 0832-2783395;
Email: Company.Secretary@smartlink.co.in Website: www.smartlink.co.in

POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

Sr. No. :

1 Name(s) & Registered Address
of the sole / first named Member:

2 Name(s) of the Joint-Holder(s), if any:

3 DP ID No / Client ID No/Registered:
Folio Number

4 Number of Equity Share(s) held:

I/ We hereby exercise my/ our vote in respect of the Special Resolution(s) to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot / e-voting dated 04th August, 2016 by sending my/our Assent (FOR) or dissent (AGAINST) to the said Resolution by placing a tick mark (✓) at the appropriate box below:

Item No:	Brief Description	Number of Share Held	I / We assent to the resolution (For)	I / We dissent to the resolution (Against)
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			

Place:

Date:

(Signature of Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E-VOTING EVENT NUMBER)	USER ID	PASSWORD

Note: Please read the instructions printed overleaf carefully before filling this Postal Ballot Form or e-voting

A. GENERAL INSTRUCTIONS

1. This Postal Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
2. A member can opt for one mode of voting i.e. either through e-voting or by postal Ballot Form. If a member casts votes by both the modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
3. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned.
4. For detailed instructions on e-voting, please refer to the notes appended below. The notice of Postal Ballot/ E- Voting has also been placed on the website of the company viz; www.smartlink.co.in and on Karvy's website viz; <http://evoting.karvy.com/>
5. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Postal Ballot Form to declare the final result for the resolution forming part of the notice of Postal Ballot /E-voting.
6. Voting Rights in the Postal Ballot Form/ e-voting cannot be exercised by proxy.

B. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY POSTAL BALLOT FORM

1. A member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it in the attached self-addressed postage pre-paid envelope. Envelope containing Postal Ballot Form, if sent by courier at the expense of the registered members will also be accepted.
2. The Self addressed envelope bears the address of the Scrutinizer, Mr. Shivaram Bhat, Practicing Company Secretary, who was appointed by the Board of Directors of the Company at their Meeting held on 4th August, 2016.
3. The Postal Ballot Form should be completed and signed by the member, in case of joint holding, this form should be completed and signed (as per the Specimen signature) by the first named member and in his/ her absence, by the next named member. Unsigned Postal Ballot Form will be rejected.
4. The Postal Ballot Form will also be considered invalid if a member has made any amendments to the Resolution(s) or imposed any condition while exercising his/ her vote.
5. The consent of the member must be accorded by recording the assent in the column 'FOR' and dissent in the column 'AGAINST' by placing tick mark (✓) in the appropriate column.
6. There will be one Postal Ballot Form for every 'Client ID' / 'Registered Folio' irrespective of the number of joint holders.
7. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorisation, with the specimen signature(s) of the authorised signatory (ies) duly attested.
8. The signature of the member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
9. You may carefully read the instructions printed in this Postal ballot form and return the form duly completed in the attached self-addressed postage pre-paid envelope, so as to reach the Scrutinizer not later than 5.00 p.m. on 15th September, 2016. Postal Ballot form received after this date will be strictly treated as if the reply from the member has not been received.
10. Where the postal ballot form has been signed by an authorised representative of a Body Corporate, a certified copy of the relevant authorisation to vote on the postal ballot should accompany the postal ballot form.
11. Members are requested not to send any other paper (other than the resolution/authority as mentioned under "Process for Members opting for voting by Postal Ballot" point B(7) above) along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to _____ the Company Secretary, Ms. Urjita Damle, L-7, Verna Industrial Estate, Verna, Salcete, Goa – 403722 or to the e-mail ID [Company.Secretary@smartlink.co.in]. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours on 15th September, 2016.
13. The Scrutinizer's decision on the validity of the Postal Ballot / e-voting shall be final and binding.

C. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY E-VOTING

- A. In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]
 - i. Launch internet browser by typing the following URL for e-voting: <https://evoting.karvy.com/>
 - ii. Enter the login credentials i.e. USER ID and Password mentioned in the Postal Ballot Form. Your Folio No / DP ID / Client ID will be your USER ID. However, if you are already registered with Karvy for e-voting, you can use your existing USER ID and password for casting your vote. Enter the verification code (Captcha) i.e. please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
 - iii. After entering details appropriately click on LOGIN.
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. Login again with the new credentials.
 - vi. On successful login, system will prompt to select the 'EVEN' (E-voting Event Number) i.e. the Company's name 'Smartlink Network Systems Limited'.
 - vii. On the voting page, you will see the 'Resolution Description' and against the same the option 'FOR/ AGAINST/ ABSTAIN' from voting.
 - viii. Enter the number of shares (which represents number of votes) under 'FOR/ AGAINST/ ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/ AGAINST' taken together should not exceed your total shareholding. If the shareholder does not want to cast his vote, select 'ABSTAIN' and the shares will not be counted under either head.
 - ix. Members holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.
 - x. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - xi. After selecting the resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else click on 'CANCEL' to modify your vote.
 - xii. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote. **During the voting period, Members can login any number of times till they have voted on the Resolution.**
 - xiii. Corporate / Institutional Members (other than Individuals, HUF, NRI, etc) are required to send scan of certified true copy (PDF format) of the relevant Board Resolution / Power of Attorney / Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: cs.sbhat@gmail.com with a copy to evoting@karvy.com and Company.Secretary@smartlink.co.in.
 - xiv. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of <https://evoting.karvy.com> or contact Mr. Varghese PA of Karvy at 040-67161500 or at 1800 345 4001 (Toll free).
 - xv. The voting period shall commence on Monday, 16th August, 2016 at 10:00 a.m. and will end on Wednesday, 15th September, 2016 at 05:00 p.m. (both days included). The e-voting module shall be disabled by Karvy at 5.00 p.m. on 15th September, 2016.
- B. In case of Members receiving physical copy of the Notice by Post [for Members whose email IDs are not registered with the Depository Participant(s) / Company]:
 1. **USER ID and initial password** as provided in the Postal Ballot Form.
 2. Please follow all steps from Sr. No. (i) to (xv) as mentioned in (A) above, to cast your vote.

C. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.