

ANNEXURE - B

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near EktaBhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066
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SCRUTINIZER'S REPORT

(Postal Ballot Including E-voting)

[Pursuant to Section 108 & Section 110 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Report to the Chairman of the Board of Directors of M/s. Netlink Solutions (India) Limited (CIN: L45200MH1984PLC034789), a Company incorporated under the Companies Act, 1956 and having its Registered Office at 507, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri - West, Mumbai - 400 053 (hereinafter referred to as the "Company") on the **POSTAL BALLOT** conducted by the Company to approve the businesses as mentioned in the Notice of Postal ballot dated March 31, 2018.

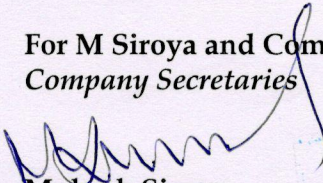
1. The Postal Ballot exercise has been proposed to obtain the Approval for the Buyback of Equity Shares of the Company.
2. In terms of provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer by the Company on February 9, 2018 to conduct the Postal Ballot exercise for passing of the Special Resolution as contained in the Notice dated March 31, 2018.
3. On the basis of the Register of Members and the List of beneficial owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on March 30, 2018, the Company completed dispatch of the Notice of the Postal Ballot:
 - By email on April 5, 2018 to 2328 Members who had registered their email-ids with the Company.
 - By the Courier on April 7, 2018 to 1651 Members who hold their shares either in physical form or have not registered their email id, and
 - By the Registered Post on April 7, 2018 to 368 Members who hold their shares either in physical form or have not registered their email id.
4. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, on or before 5.p.m Tuesday on May 8, 2018 in respect of the Special Resolution as set out in the Notice of the Postal Ballot.
5. I received Nil Postal Ballot Forms and 20 Members cast their votes on the e-Voting platform, till 17.00 HRS IST on May 8, 2018, being the last day for receipt of duly completed Postal Ballot Forms and e-Voting service facility arranged by NSDL, as per said Notice.



6. With the support of Adroit Corporate Services Private Limited, the Registrar & Transfer agents (RTA) of the Company, the Postal Ballot Forms (Nil) were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with the Company and as provided by the Depositories.
7. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by NSDL.
8. The votes, if any, cast by a member both in physical form and e-Voting having been identified, in terms of the said Notice, votes cast through e-Voting only were considered valid.
9. *The promoters of the Company, Mr. Minesh Modi, Mrs. Rupa M Modi and Aditya Fincap Private Limited had initially cast their vote on the eVoting platform and subsequently, on May 8, 2018, submitted letters withdrawing their votes and requested us not to consider their votes. Accordingly, we have not considered their votes.*
10. After the aforesaid scrutiny of the Postal Ballot Forms and taking into account the e-Voting results, I report that the **Special Resolution** as contained in the said **Notice** has been passed with **Requisite Majority**.

I have annexed with this Report, the details of the Postal ballot and e-voting (**Annexure I**) and the analysis of the Results of the Special Resolution (**Annexure II**) as contained in the said Notice.

For M Siroya and Company
Company Secretaries


Mukesh Siroya
Proprietor
CP No.: 4157



Date: May 8, 2018
Place: Mumbai

Details of the Postal Ballot & E-voting

A	Postal Ballot	
1	Number of Forms received from Members	Nil
2	Number of Forms rejected/not considered for reasons as stated below:-	
	a. Incomplete Form	0
	b. Signature Mismatch	0
	Total Invalid Forms	0
	Number of Valid Forms (A)	Nil
B	E-Voting	
	Resolution No. 1	
1	Number of members who participated in e-voting	20
2	Number of Votes not considered/Abstained	3
3	Number of Valid Votes (B)	17
C	Total (A+B)	17



Analysis of Results of the Special Resolution as set out in Notice

1. Approval for the Buyback of Equity Shares of the Company:

Mode of Voting	Total Valid Postal Ballots Received & valid e-voting casted (3) + (6)	Favour			Against			Total % of valid Votes in Favour & Against (5) + (8)
		Number of Postal Ballot & e-voting	Number of Shares Voted	%	Number of Postal Ballot & e-voting	Number of Shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Remote E-Voting	17	14	57602	98.96	3	607	1.04	100
Total	17	14	57602	98.96	3	607	1.04	100

Details of Invalid Votes/ Abstained/Not Considered/Withdrawn*:

Mode of Voting	No. of Postal ballot & e-voting	No. of Shares
Postal Ballot	0	0
Remote E- Voting	3	1452885
Total	3	1452885



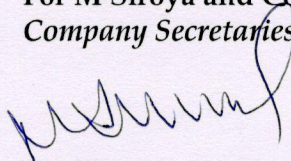
* 3 promoters holding 14,52,885 shares under 3 demat accounts have communicated that they had inadvertently voted in favour of the special resolution for Buyback of shares through e-voting facility however voting was done erroneously and requested us that the same be treated as NOT CAST. Accordingly, votes of the Promoters are shown as votes withdrawn above and have not been considered while calculating the votes cast in favour and/or against the resolution.

We have not received any vote through physical Postal Ballot Form.

Out of the 58,209 valid votes polled through E-Votes, 57602 votes were cast **ASSENTING** to the Special resolution constituting 98.96% (Approx.) of the votes polled and 607 votes constituting 1.04% were cast **DISSENTING** to the Special Resolution.

Thus, the Special Resolution as contained in the Notice of Postal Ballot dated March 31, 2018 is passed with **Requisite Majority**.

For M Siroya and Company
Company Secretaries



Mukesh Siroya
Proprietor
CP No.: 4157



Date: May 8, 2018
Place: Mumbai