

Date: 30.09.2016

TO

The Listing Manager

Listing Department,

The Bombay Stock Exchange

Limited,

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001. To

The Listing Manager,

Listing Department,

The Metropolitan Stock Exchange of India Limited,

Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098, India. Telephone: +91 22 6112

9000, Fax: +91 22 2654 4000

Sub: Declaration of results of remote e-voting and Poll at 23<sup>rd</sup> AGM held on 28.09.2016 Ref: Security code: 511658 ISIN: INE027D01019

Dear Sir/Madam,

With reference to the subject cited above, Please find enclosed herewith the following:

1. Declaration of results of remote e-voting and Poll at 23<sup>rd</sup> AGM held on 28.09.2016 along with scrutinizer's Report dated 30.09.2016.

This is for your information and records for the exchange.

Please acknowledge the receipt for the same.

Yours faithfully,

For M/s. Nettlinx Limited

Sai Ram Gandikota

Company Secretary & Compliant Officer



## 23rd Annual General Meeting of M/s.NETTLINX LIMITED Held on 28th September, 2016 at 11.00 A.M. Declaration of result of remote e-voting and Poll

As per the provisions of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended upto date and also pursuant to the provisions of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company has provided the facility of remote e-voting to the Shareholders to enable them to cast their votes electronically on the resolutions proposed in the Notice of 23rd Annual General Meeting (AGM). The e-voting was open from 9.00 a.m. on 24th September, 2016 to 5.00 p.m. on 27th September, 2016.

In line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by the MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore at the AGM voting was conducted by means of poll.

The Board of Directors had appointed Sri. Ch. Veeranjaneyulu (C.P. No- 6392), Partner of M/s. VCSR & Associates, Company Secretaries, as scrutinizer to scrutinize the remote evoting and poll voting process in fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto the close of working hour on on 24th September, 2016 to 5.00 p.m. on 27th September, 2016 and poll received till the conclusion of the meeting and submitted his Report on 30th September, 2016.

The Consolidated Results as per the Scrutinizer's Report dated 30th September, 2016 is as follows:

S.No	Particulars	% Votes in favour	% Votes against
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016, the Reports of the Board of Directors and the Auditors thereon.	100%	0
2	To appoint a Director in place of Dr. Manohar Loka Reddy (holding 00140229), who retires by rotation and, being eligible, offers himself for re-appointment.	100%	0
3	Ratifying the appointment of Statutory Auditors of the Company.	100%	0
4	Appointment of Mr. Subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent director in terms of section 149 of the Companies Act, 2013	100%	0
5	Appointment of Mr. Kakarla kiran venkatasiva (Din: 07592337) as an independent director in terms of section 149 of the Companies Act, 2013	100%	0
6	Appointment of Mr. Rohith Loka Reddy (Din: 06464331) as Managing Director of the company	100%	0
7	Borrowing Of Money Upto 100 Crores	100%	0

Creation Of Charge On The Assets Of The Company	NETT	LINX LIMI
Creation of Charge on the Assets of the Company	100%	0
(a) To Increase The Authorised Share Capital From Rs.20 Crores To Rs.30 Crores and	100%	0
(b) To Amend The Memorandum Of Association	100%	0
Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100 Crores	100%	0
	To Rs.30 Crores and  (b) To Amend The Memorandum Of Association  Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100	(a) To Increase The Authorised Share Capital From Rs.20 Crores  To Rs.30 Crores and  (b) To Amend The Memorandum Of Association  100%  Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100  100%

Based on the Consolidate Report of the Scrutinizer, all the Resolution as set out in the Notice of 23<sup>rd</sup> **Annual General Meeting** of the Company has been duly approved by the Shareholders with requisite majority.

# 23rd Annual General Meeting (As per the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015)

Date of 23 <sup>rd</sup> Annual General Meeting	28th September, 2016					
Total Number of Shareholders as on record date						
No. of Shareholders present in the meeting either in person or through	78300000	s and Promoter Group	Public			
proxy	In Person	Through Proxy	In Person	Through Proxy		
	3	- '	33	7		
No. of Shareholders attended the meeting through Video		s and Promoter Group	Public			
Conferencing	Not	Arranged	Not Arranged			

#### Agenda wise

The mode of voting for all the resolutions was:

- Remote e-voting conducted between 9.00 a.m. on 24th September, 2016 to 5.00 p.m. on 27th September, 2016 and
- 2. Poll conducted at the Meeting.

Here is the resolution wise combined result of remote e-voting and Poll.



Results: ITEM No. 1. financial ye thereon	To receive, ar ended 31	consider a st March 20	and adopt the au 016, the Reports	udited finar s of the Bo	ncial stater ard of Dire	nents of the ctors and the	Company for the Auditors
Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100		1	[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Γotal	11463312	8708890	75.97%	8708880	10	100.00%	0

**ITEM No.2**: To appoint a Director in place of Dr. Manohar Loka Reddy (holding 00140229), who retires by rotation and, being eligible, offers himself for re-appointment:

Results:							
2.To appoint and, being e	t a Director in eligible, offers	n place of Dr himself for	. Manohar Loka re-appointment	Reddy (hol	ding 00140	1229), who re	tires by rotation
Promoter / Public	No. of shares held	nares Votes	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Γotal	11463312	8708890	75.97%	8708880	10	100.00%	0

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Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0 -	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

#### ITEM No.4:

#### Results:

4.Appointment of Mr. Subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent director in terms of section 149 of the Companies Act, 2013

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100		1.01	[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

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#### Results:

5. Appointment of Mr. Kakarla kiran venkatasiva (Din: 07592337) as an Independent Director in terms of section 149 of the companies act, 2013

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100	A- VI		[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

#### ITEM NO:6

#### Results:

6. Appointment of Mr. Rohith Loka Reddy (Din: 06464331) as Managing Director of the company

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0



Results:							TEINAX EIIV
7. Borrowin	g Of Money I	Jpto Rs.100	Crores				
Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding . Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
- 10 PM			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

#### ITEM No.8:

Results:							
8. Creation	Of Charge On	The Assets	Of The Compan	у			
Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public nstitutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
otal	11463312	8708890	75.97%	8708880	10	100.00%	0



#### Results:

9. a) To Increase The Authorised Share Capital From Rs.20 Crores To Rs.30 Crores and (b) To Amend The Memorandum Of Association

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on .Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

#### ITEM No:10:

		.14
K	est	ilts:

10. Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100 Crores

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes polled on Outstanding Shares	No. of votes in favour	No. of votes against	% of Votes in favour of votes polled	% of Votes against on votes polled on Outstanding Shares
	(1)	(2)	(3) =	(4)	(5)	(6) =	(7)=
			[2/1]*100			[4/2]*100	[5/2]*100
Promoter & Promoter Group	6681557	6656557	58.06	6656557	0	100%	0
Public Institutional Holder	800	0	0	0	0	0	0
Public Others	4780955	2052333	17.90%	2052323	10	100%	0
Total	11463312	8708890	75.97%	8708880	10	100.00%	0

For M/s.Nettlinx Limited

MANOHAR REDDY LOKA

(DIN:00140229) Chairman



### **VCSR & ASSOCIATES**

Company Secretaries

# 8-3-945, 3rd Floor, F.No. 305 A & B, Pancom Business Centre, Ameerpet, Hyderabad - 500 073. Tel: 040-2374 3021, 40078155

#### FORM No. MGT-13 SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014

To The Chairman

23rd Annual General Meeting of M/S.NETTLINX LIMITED

Held on 28<sup>th</sup> September, 2016 at 11.00 A.M. at the Registered Office of the company Situated at 5-9-22, Flat No.303, 3rd Floor, My Home Sarovar Plaza, Secretariat, Saifabad, Hyderabad, Telangana-500063, India.

Dear Sir,

I, Veeranjaneyulu Chirumamilla Partner of M/s. VCSR & Associates, Company Secretaries, was appointed as Scrutinizer for the purpose of c-Voting and poll, to unblock the votes in favour or against, if any, and to report forthwith to the Chairman on the below mentioned items, at the 23<sup>rd</sup> Annual General Meeting of M/s. NETTLINX LIMITED Held on 28<sup>th</sup> September, 2016 at 11.00 A.M. at the Registered Office of the company Situated at 5-9-22, Flat No.303, 3<sup>rd</sup> Floor, My Home Sarovar Plaza, Secretariat, Saifabad, Hyderabad, Telangana-500063, India hereby submit my report Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 as under:

- All e-voting received upto 27<sup>th</sup> September, 2016 till 05.00 P.M, the last date and time fixed by the Company for receipt of e-voting were considered for my scrutiny. Further, after the time fixed for closing of the poll by the Chairman, on 28<sup>th</sup> September, 2016, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked e-votes on the website of CDSL has been unblocked by me in the presence of two witnesses named Mr. B. Karunakar Naidu and Mr. J. Siva Prasad. Further, the locked ballot boxes were subsequently opened in me presence and poll papers were diligently scrutinized. The e-votes and the poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the e-votes and Poll is summarized separately is as per the Annexure.



- 5. The register and all other papers relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I will return the register and other related papers to the company.
- 6. The poll papers and all other relevant records were sealed and handed over to the Chairman as authorized by the Board for safe keeping.
- 7. You may declare the results of the 23<sup>rd</sup> Annual General Meeting accordingly.

Thanking You, Yours' Faithfully,

For VCSR & Associates Company Secretaries

(Ch. Veeranjanevulu)

FCS No. 6121, CP No. 6392

HYDERABAD

Date: 30.09.2016 Place: Hyderabad

ANNEXURE
Physical Voting Result

D.LT.C			1.	2		3	4	5
OTAO VESOUNION			To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016, the Reports of the Board of Directors and the Auditors thereon.	To appoint a Director in place of Dr. Manohar Loka Reddy	(holding 00140229), who retires by rotation and, being eligible, offers himself for re-appointment.	Ratifying the appointment of Statutory Auditors of the Company.	Appointment of Mr. Subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent director in terms of section 149 of the Companies Act, 2013	Appointment of Mr. Kakarla kiran venkatasiva (Din: 07592337) as an independent director in terms of section 149 of the
	No.of	Shareh olders	15	15		15	15	15
Assem	No.of	Shares	38543	38543		38543	38543	38543
	Percent	age (%)	0.336	0.336		0.336	0.336	0.336
	No.of	Shareh olders	0	0		0	0	0
Dessent	No.of	Shares	0	0		0	0	0
	Percen	tage (%)	0	0		0	0	0
	No.of	Share holde rs	0	0		0	0	0
Invalid	No.of	Shares	0	0		0	0	0
	Percent	age (%)	0	0		0	0	0
result	No.of	Shareh	15	15		15	15	15
ry of	No.of	Shares	38543	38543		38543	38543	38543

i	10	9	00	7	6
GDRs From Rs.20 Crores To Rs.100 Crores	(b) To Amend The Memorandum Of Association	(a) To Increase The Authorised Share Capital From Rs.20 Crores To Rs.30 Crores and	Creation Of Charge On The Assets Of The Company	g Of Money Upto 100	Appointment of Mr. Rohith Loka Reddy (Din: 06464331) as Managing Director of the company
5	15	15	15	15	15
38343	38543	38543	38543	38543	38543
0.336	0.336	0.336	0.336	0.336	0.336
C	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
0	0	0	0	0	0
15	15	15	15	15	15
38543	38543	38543	38543	38543	38543



# **Electronic Voting Result**

S.No R		20 C C		1. The state of th	2 D T	3 R St	4 A Su (III III III III III III III III III I	5 Ai ki as
S.No Resolution				To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016, the Reports of the Board of Directors and the Auditors thereon.	To appoint a Director in place of Dr. Manohar Loka Reddy (holding 00140229), who retires by rotation and, being eligible, offers himself for re-	Ratifying the appointment of Statutory Auditors of the Company.	Appointment of Mr. subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent director in terms of section 149 of the Companies Act, 2013	Appointment of Mr. Kakarla kiran venkatasiva (Din: 07592337) as an independent director in
	No.of	Sharehol	ders	36	36	36	36	36
Assent	No.of	Shares		8670337	8670337	8670337	8670337	8670337
	Percent	age	(%)	75.63	75.63	75.63	75.63	75.63
	No.of	Shareh	olders	1	-	1	-	-
Dessent	No.of	Shares		10	10	10	10	10
	Percen	tage	(%)	0	0	0	0	0
	No.of	Shareh	olders	0	0	0	0	0
Invalid	No.of	Shares	7 100 100	0	0	0	0	0
	Percent	age	(%)	0	0	0	0	0
Summary of result	No.of	Shareh	olders	37	37	37	37	37
yof	No.of	Shares		8670347	8670347	8670347	8670347	8670347

Г						
	10		9	00	7	6
	Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100 Crores	(b) To Amend The Memorandum Of Association	(a) To Increase The Authorised Share Capital From Rs.20 Crores To Rs.30 Crores and	Creation Of Charge On The Assets Of The Company	Barrowing Of Money Upto 100 Crores	Appointment of Mr. Rohith Loka 36 Reddy (Din: 06464331) as Managing Director of the company
	36	36	36	36	36	36
	8670337	8670337	8670337	8670337	8670337	8670337
	75.63	75.63	75.63	75.63	75.63	75.63
	-	1	1	1	1	-
	10	10	10	10	10	10
	0	0	0	0	0	0
	0	0	0	0	0	0
	0	0	0	0	0	0
	0	0	0	0	0	0
ANDON VCS	37	37	37	37	37	37
Y SECRETARIES * SO	8670347	8670347	8670347	8670347	8670347	8670347

# Consolidate Results (Physical & E-voting)

v.	4	w	2	r		S.No
Appointment of Mr. Kakarla kiran venkatasiva (Din: 07592337) as an independent director in terms of section 149 of the companies act, 2013	Appointment of Mr. subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent director in terms of section 149 of the Companies Act, 2013	Ratifying the appointment of Statutory Auditors of the Company.	To appoint a Director in place of Dr. Manohar Loka Reddy (holding 00140229), who retires by rotation and, being eligible, offers himself for reappointment.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016, the Reports of the Board of Directors and the Auditors thereon.		S.No Resolution
51	51	51	51	51	No.of Sharehol ders	
8708880	8708880	8708880	8708880	8708880	No.of Shares	Assent
75.97	75.97	75.97	75.97	75.97	Percent age (%)	
-	-	-	-	1	No.of Shareh olders	
10	10	10	10	10	No.of Shares	Dessent
0	0	0	0	0	Percen tage (%)	
0	0	0	0	0	No.of Share holde rs	
0	0	0	0	0	No.of Shares	TUVALIO
0	0	0	0	0	Percent age (%)	
52	52	52	52	52	No.of Shareh olders	result
8708890	8708890	8708890	8/08890	8708890	No.of Shares	y or

	10	9	9	00	7	6
	Increase In Size Of Issue Of GDRs From Rs.20 Crores To Rs.100 Crores	(b) To Amend The Memorandum 51 Of Association	(a) To Increase The Authorised Share Capital From Rs.20 Crores To Rs.30 Crores and	Creation Of Charge On The Assets Of The Company	Barrowing Of Money Upto 100 Crores	Appointment of Mr. Rohith Loka S1 Reddy (Din: 06464331) as Managing Director of the company
	51	51	51	51	51	51
	8708880	8708880	8708880	8708880	8708880	8708880
	75.97	75.97	75.97	75.97	75.97	75.97
	-	_	-	-	-	1
	10	10	10	10	10	10
	0	0	0	0	0	0
	0	0	0	0	0	0
	0	0	0	0	0	0
	0	0	0	0	0	0
HANDON HE HAND	52	52	52	52	52	52
SECRETARIES*	8708890	8708890	8708890	8708890	8708890	8708890