

Date: 14<sup>th</sup> February, 2022

To,  
Listing Manager,  
Listing Compliance,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street. Mumbai- 400001.  
Phones: 91 -22-22721233 / 4, Fax: 91 -22-  
22721919.

To,  
Listing Manager,  
Listing Compliance,  
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.

**SUB: Postal Ballot Notice for appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company and Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) as Executive Director cum CFO of the Company.**

**REFERENCE: Scrip Code: 511658 ISIN: INE027D01019**

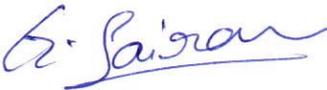
Dear Sir/Madam,

This is further to our letter dated 14<sup>th</sup> February 2022, intimating about Calendar of Events for the proposed Postal Ballot for seeking the consent of the Members of the Company for the appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company and Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) as Executive Director cum CFO of the Company.

Please find enclosed the Postal Ballot Notice for seeking approval of Members of the Company for the appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company and Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) as Executive Director cum CFO of the Company. The Notice shall be sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited as on 11<sup>th</sup> February 2022.

Kindly take the above on records and please acknowledge the receipt for the same.

**Yours Faithfully,  
For Nettlinx Limited**

  
**Sai Ram Gandikota**  
**Company Secretary & Compliance Officer**



**NETTLINX LIMITED**

# 5-9-22, Flat No. 303, 3rd Floor, My Home Sarovar Plaza,  
Secretariat Road, Saifabad, Hyderabad-500 063, Telangana, India.

Tel: 23232200, Fax: +91-40-23231610

E-mail : [secretarial@nettlinx.org](mailto:secretarial@nettlinx.org) | URL : [www.nettlinx.com](http://www.nettlinx.com) |

CIN Number : L67120TG1994PLC016930

<b>REMOTE E-VOTING</b>	
<b>Commencement Date:</b>	<b>09:00 A.M. on Wednesday, 16th February, 2022</b>
<b>End date:</b>	<b>05:00 P.M. on Thursday, 17th March, 2022</b>

**Notice of Postal Ballot**

**(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)**

To the members of the Company,

NOTICE is hereby given, in accordance with Section 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules, General Circular No. 14/2020 dated April 08, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June, 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI / HO /CFD /CMD2 /CIR/P/2021/11 dated January 15, 2021, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable, laws, rules and regulations (including any statutory modification (s) or re-enactment (s) thereof, for the time being in force and as amended from time to time), for seeking approval of the Members of Nettlinx Limited (the "Company") for the business set out hereunder by means of Postal Ballot only by way of remote e-voting process ("Postal Ballot/ E-Voting").

The explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto for your consideration.

In accordance with the provisions of the MCA Circulars, the Company is sending the Notice in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members can vote on resolution through remote e-voting facility only. Assent or Dissent of the members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

In compliance with the requirements of the above MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope is not being dispatched to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

You are requested to pursue the proposed resolutions along with the Explanatory Statements and thereafter accord your assent or dissent by means of remote e-voting facility provided by the Company.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged Central Depository Services (India) Limited ('CDSL') to provide e-voting facility to its Member. The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com) from 9.00 a.m. on Wednesday, 16th February, 2022 and up to 5.00 p.m. on Thursday, 17th March, 2022. E-voting module will be blocked by CDSL at 5.00 p.m. on Thursday, 17th March, 2022 and voting shall not be allowed beyond the said date and time. Please refer the instructions for E-voting given after the proposed resolutions for the process and manner in which E-voting is to be carried out. For e-voting members are requested to read the Notes under the Section "E-Voting Procedure" to this Postal Ballot Notice.

The Board of Directors of the Company (the "Board") has appointed Mr. Upender Reddy, Partner of M/s. VCSR & Associates (ACS: 17738 and CP No: 6877), as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

Upon completion of the e-voting process, the Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the voting by Postal Ballot will be announced on or before 19th March 2022. The said result alongwith the Scrutinizer's Report will be displayed on the Company's website [www.nettlinx.com](http://www.nettlinx.com) and will be communicated to the StockExchanges on which the shares of the Company are listed.

The last date of the E-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by the requisite majority.

### **SPECIAL BUSINESS:**

#### **Item No 1: Appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company**

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution:**

**"RESOLVED THAT** in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") including any statutory modification(s) or re-enactment thereof for the time being in force and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842), who was appointed as an Additional Director in the category of Non-Executive Independent Director of the company w.e.f. February 11, 2022, by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, pursuant to Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and being eligible for appointment has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and in respect of whom the Company has received notice in writing under Section 160 of the Act, from a member proposing his candidature for the office of an Independent Director, be and is hereby appointed as a Non- Executive Independent Director of the Company, to hold office for a term of 5 (five) consecutive years with effect from February 11, 2022 to February 10, 2027 and not liable to retire by rotation."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and matters incidental consequential and connected therewith and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

**Item No 2: To Appoint Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) as Executive Director cum CFO of the Company.**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and other applicable laws, Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904), who was appointed as an Additional Director of the Company with effect from 01st October, 2021 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000 (Rupees One Lakh only) from a member under Section 160 of the Act proposing the candidature of Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) for the office of Director be and is hereby appointed as Executive Director cum CFO of the Company, whose period of office will be liable to determination by retirement of directors by rotation."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

Registered Office:

NETTLINX LIMITED

CIN: L67120TG1994PLC016930

5-9-22, Flat No.303, 3rd Floor,

My Home Sarovar Plaza, Secretariat,

Saifabad, Hyderabad,

Telangana 500063 India.

Website: [www.nettlinx.com](http://www.nettlinx.com)

Email: [secretarial@nettlinx.org](mailto:secretarial@nettlinx.org)

Tel: 040-23232200/23231621.

By Order of the Board of Directors of  
NETTLINX LIMITED

Sd/-

Sairam Gandikota

Company Secretary & Compliance Officer

M No: ACS41606

Date: 11th February, 2022, Place: Hyderabad

## Notes:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time setting out the material facts and reasons for the resolutions in respect of the business set out above is annexed hereto.
2. Members may please note that the Postal Ballot Notice will also be available on the Company's website at [www.nettlinx.com](http://www.nettlinx.com), websites of the Stock Exchanges i.e. BSE Limited and Metropolitan Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.msei.com](http://www.msei.com) respectively, and on Venture Capital and Corporate Investments Pvt. Ltd [www.vccilindia.com](http://www.vccilindia.com).
3. The Notice is being sent to/published/displayed for all the Members, whose names appear in the Register of Member/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 11th February 2022 in accordance with the provisions of the Companies Act 2013 read with Rules made thereunder and the relevant circulars issued by Ministry of Corporate Affairs, Government of India.
4. The Postal Ballot Notice is being sent by e-mail to all those Members who have registered their e-mail address with the Company or with their Depository Participants. Members who have not registered their e-mail addresses with either the Company's RTA or their Depository participant (DP) are requested to register the same with the RTA in accordance with the process specified herein below at point no. 14B, for procuring user id and password and registration of e-mail ids for E-voting for the resolution set out in this Postal Ballot Notice.
5. The Portal for E-voting will remain open for the Members for exercising their voting from 16th February 2022 at 09:00 a.m. India Standard Time ('IST') to 17th March, 2022 at 05:00 p.m. India Standard Time (IST) both days inclusive. Please note that E-voting module will be disabled for voting by Central Depository Services (India) Limited (CDSL) after the said date and time. During this period, the Members of the Company holding shares either in physical form or dematerialised form, as on 11th February 2022 ('cut-off date'), may cast their vote electronically. Once vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
6. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for E-voting i.e. 17th March 2022
7. In line with the MCA Circulars, the Postal Ballot Notice is being sent by e-mail to all the Members, whose name appears on the Register of Members/ List of Beneficial Owners maintained by the Depositories as on cut-off date i.e. 11th February 2022 and who have registered their e-mail addresses in respect of electronic holdings with the Depositories through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent i.e. Venture Capital and Corporate Investments Pvt. Ltd. Each Member's voting rights shall be in proportion to his/ her share of the Paid-Up Equity Share Capital of the Company as on cut-off date.
8. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
9. The Board of Directors has appointed Mrs. Mr. Upender Reddy, Partner of M/s. VCSR & Associates (M No ACS : 17738 and CP No: 6877), as Scrutinizer for scrutinizing the E-voting process and in a fair and transparent manner and Scrutinizer's decision on the validity of the E-voting will be final.

10. The Scrutinizer shall prepare Scrutinizer's Report on the total votes cast in favor or against or abstained, if any. The Scrutinizer will submit his report to the Chairperson or Managing Director of the Company, after completion of scrutiny of votes received through E-voting. The results of the Postal Ballot will be announced by the Managing Director on or before 19th March 2022. The results of the Postal Ballot will be posted on the Company's website: [www.nettlinx.com](http://www.nettlinx.com) and will also be communicated to the Stock Exchanges where the Company's shares are listed.

11. All the documents referred to in this Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, will be posted on the Company's Website: [www.Nettlinx.com](http://www.Nettlinx.com) to facilitate online inspection of relevant documents until last date of E-voting of this Postal Ballot i.e. 17th March 2022.

12. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice and result will be published in one English national daily newspaper circulating throughout India (in English language) and one Telugu daily newspaper circulating in Hyderabad (in vernacular language, i.e. Telugu).

13. In compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Regulation 44 of SEBI Listing Regulations, SS-2 (Secretarial Standard on General Meeting) and the provisions of the Ministry of Corporate Affairs Circulars, and any amendments thereto, the Company is providing facility for voting by E-voting to all the Members of the Company to enable them to cast their votes electronically on the items mentioned in the Notice. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited ('CDSL') and have made necessary arrangements with RTA to facilitate E-voting. In line with MCA Circulars voting can be done only by E-voting. The Members are advised to use the E-voting procedure by themselves and not through any other person/proxies. The detailed procedure with respect to E-voting is as follows.

14. Voting through Electronic Means (Remote E-voting):

(A) The instructions for shareholders for Remote e-voting are as under:

(i) The remote e-voting facility will be available during the following period:

Commencement of e-voting: From 9:00 a.m. (IST) on Wednesday, 16 February, 2022. End of e-voting: Up to 5:00 p.m. (IST) on Thursday, 17th March, 2022. During this period, the shareholders of the Company holding shares whether in physical form or in dematerialized form as on the Cut-off date i.e. Friday, 11th February, 2022 may cast their vote electronically. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by CDSL upon expiry of the aforesaid period.

(ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iii) Click on "Shareholders" Tab.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company OR Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can login at <https://www.cdslindia.com> from Login Myeasi using your login credentials. Once you successfully login

to CDSL's EASI/EASIEST e-services, click on e-voting option and proceed directly to cast your vote electronically

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for Orient Press Limited on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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 to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If you as a Demat account holder has forgotten the existing password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians:

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates and custodians respectively.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

(B) The Process for those shareholders whose email addresses are not registered with the Company/Depositories, for obtaining Postal Ballot Notice and login credentials for Remote E-voting:

1. For Physical Shareholders: -

Please send a request letter mentioning therein Name of Shareholder, Folio No., Mobile No. and Email ID along with self-attested copy of PAN Card by email to Company’s RTA at [info@vccilindia.com](mailto:info@vccilindia.com) and also to the Company at [cs@nettlinx.org](mailto:cs@nettlinx.org), [secretarial@nettlinx.org](mailto:secretarial@nettlinx.org)

2. For Demat Shareholders:-

Please send a request letter mentioning therein Name of Shareholder, Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID) along with Client Master or copy of Consolidated Account Statement and self-attested copy of PAN Card by email to Company’s RTA at [info@vccilindia.com](mailto:info@vccilindia.com) also to the Company at [cs@nettlinx.org](mailto:cs@nettlinx.org), [secretarial@nettlinx.org](mailto:secretarial@nettlinx.org)

In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or grievances may be addressed to Mr. Rakesh Dalvi, Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022- 23058542/43.

**Item No 1: Appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company**

With respect to composition of Board of Directors of the Company, the Board at its Meeting held on February 11, 2022, on the recommendations of the Nomination and Remuneration Committee, inducted Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) as an Additional Director in the category of Non- Executive Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. February 11, 2022, subject to the approval of shareholders of the Company. Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) as a Non-Executive Independent Director of the Company.

Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) aged 58 years, is a Graduate in Dairy Technology who additionally holds a Masters in Food Engineering and Management. He has over 34 years of Professional experience in providing directions to achieve success in all areas of operations such as Manufacturing, Sales and Distribution, Marketing, Logistics and Supply Chain, Corporate Management, Finance and Human Resources besides acting with the local authorities covering all the statutory requirements.

He is widely travelled and has undertaken project assignments in US Canada. Europe and Africa.

He is currently acting as Consultant/Mentor/Committee Member in Cyma Hospitality Ventures Private Limited, International Livestock Research Institute, Dodla Dairy Limited, Anibio Private Limited, and Tirumala Tirupati Devasthanam.

He was a Member of US Asin Environment Protection Agency – Exchange Program and is Life Member Nutrition Society of India, Dietetic Association of India, Indian Dairy Association and Member International Food Technologists and American Chamber of Commerce.

Earlier he was a visiting faculty to Dairy Science College under Karnataka Veterinary Animal and Fishery Sciences University.

In compliance with Listing Regulations and Secretarial Standards-2 on General Meetings, the brief resume of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) is separately annexed and forming part of this notice.

The Board considers that association of Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) as a Non-Executive Independent Director would be of immense benefit to the Company. In the opinion of the Board, Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) fulfills the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 as amended from time to time.

A copy of the draft letter of appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN:00278842) has been uploaded on the website of the company at [www.nettlinx.com](http://www.nettlinx.com) and available for inspection.

Save and except the appointee, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

The Board recommends the Special Resolution set out at Item No.1 of the Notice for approval by the shareholders.

Item No. 2

**Appointment of Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904) as Executive Director cum CFO of The Company:**

Mr. Venkateswara Rao Narepalem is presently designated as Executive Director cum CFO of the Company. He has been affiliated with the Company as a CFO of the Company since 14.09.2020 and from then the Company has been taking the advantage of his guidance and supervision.

Mr. Venkateswara Rao Narepalem is Chief Financial Officer of the Company. His educational qualification is MBA and ICWA-Inter, possesses 30 years of work experience in NBFC, FMCG and Software/IT Industries and his areas of expertise include corporate finance, business finance, operations planning and revenue assurance, managing critical finance functions, adhering to regulatory compliance and mergers and acquisitions of groups, determining financial strategies to move the organization forward by settings financial goals.

On recommendation of the Nomination and Remuneration Committee, The Board of Directors of the company had appointed Mr. Venkateswara Rao Narepalem as an Additional Director of the Company with effect from 01st October, 2021. In accordance with the provisions of section 161 of the Companies Act, 2013, Mr. Venkateswara Rao Narepalem holds office only upto the date of the ensuing General meeting and is eligible to be appointed as a Director. A notice under Section 160(1) of the Act has been received from the member of the Company signifying intention to propose Mr. Venkateswara Rao Narepalem as a Director. The Directors are of the view that the appointment of Mr. Venkateswara Rao Narepalem, as Director cum CFO will be beneficial to the operations of the Company and hence said resolution being placed before the members as recommended by the Board for their approval.

The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Venkateswara Rao Narepalem by the Company.

A copy of the Board Resolution and the draft appointment letter issued to Mr. Venkateswara Rao Narepalem, Chief Financial Officer will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Friday) at the Registered Office of the Company.

Therefore, the Board of Directors of your Company recommends the passing of Ordinary Resolution as set out at Item No. 02 of the Notice.

Except Mr. Venkateswara Rao Narepalem, himself, no other Director or Key Managerial Personnel of the company and their relatives is concerned or interested, financial or otherwise, in the passing of the above resolution as set out in Item No. 02 of the notice. The Board recommends the ordinary Resolution at Item No. 2 of this Notice for approval of the Members.

Except Mr. Venkateswara Rao Narepalem and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is, in anyway, concerned or interested, in the Resolution set out at Item No. 2 of the Notice.

Registered Of fice:

NETTLINX LIMITED

CIN: L67120TG1994PLC016930

5-9-22, Flat No.303, 3rd Floor,

My Home Sarovar Plaza, Secretariat,

Saifabad, Hyderabad,

Telangana 500063 India.

Website:www.nettlinx.com

Email: secretarial@nettlinx.org

Tel: 040-23232200/23231621.

By Order of the Board of Directors of

NETTLINX LIMITED

Sd/-

Sairam Gandikota

Company Secretary & Compliance Officer

M No: ACS41606

Date: 11th February, 2022, Place: Hyderabad

## ANNEXURE TO THE NOTICE DATED 11TH FEBRUARY 2022

Details of Directors seeking appointment through postal ballot by remote e-voting process

Pursuant to section 152 of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India

Particulars	Name of the Director	Name of the Director
		Vijaya Bhasker Reddy Maddi
DIN	00278842	01116904
Date of birth and Age	31/07/1963 Age: 58	05/07/1965 Age: 57
Profile / Qualifications & Experience	<p>Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) aged 58 years, is a Graduate in Dairy Technology who additionally holds a Masters in Food Engineering and Management. He has over 34 years of Professional experience in providing directions to achieve success in all areas of operations such as Manufacturing, Sales and Distribution, Marketing, Logistics and Supply Chain, Corporate Management, Finance and Human Resources besides acting with the local authorities covering all the statutory requirements.</p> <p>He is widely travelled and has undertaken project assignments in US Canada. Europe and Africa.</p> <p>He is currently acting as Consultant / Mentor / Committee Member in Cyma Hospitality Ventures Private Limited, International Livestock Research Institute, Dodla Dairy Limited, Anibio Private Limited, and Tirumala Tirupati Devasthanam.</p> <p>He was a Member of US Asin Environment Protection Agency – Exchange Program and is Life Member Nutrition Society of India, Dietetic Association of India, Indian Dairy Association and Member International Food Technologists and American Chamber of Commerce. Earlier he was a visiting faculty to Dairy Science College under Karnataka Veterinary Animal and Fishery Sciences University.</p>	<p>Mr. Venkateswara Rao Narepalem is Chief Financial Officer of the Company. His educational qualification is MBA and ICWA-Inter, possesses 30 years of work experience in NBFC, FMCG and Software/IT Industries and his areas of expertise include corporate finance, business finance, operations planning and revenue assurance, managing critical finance functions, adhering to regulatory compliance and mergers and acquisitions of groups, determining financial strategies to move the organization forward by settings financial goals.</p>

Terms and Conditions of appointment / re-appointment	As mentioned in the letter of appointment as an Independent Director for first term of 5 years effective from 11th February 2022.	As mentioned in the letter of appointment dated 14.09.2020										
Remuneration Proposed to be paid	Will be entitled to only Sitting Fees for Board and Committee Meetings of the Company as approved by the Members of the Company.	Rs.14,40,000/- p.a										
Shareholding in the company	34820	Nil										
Directorship Details of the Board	Nil	1.NETTLINX REALTY PRIVATE LIMITED-Director										
Membership/ Chairmanship of Committees of other Boards	<table border="1"> <thead> <tr> <th>Name of the Committee</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>1. Audit Committee</td> <td>Chairman</td> </tr> <tr> <td>2.Nomination and Remuneration Committee</td> <td>Chairman</td> </tr> <tr> <td>3.Stake Holders Relationship Committee</td> <td>Chairman</td> </tr> <tr> <td>4. Risk Management Committee</td> <td>Chairman</td> </tr> </tbody> </table>	Name of the Committee	Designation	1. Audit Committee	Chairman	2.Nomination and Remuneration Committee	Chairman	3.Stake Holders Relationship Committee	Chairman	4. Risk Management Committee	Chairman	Nil
Name of the Committee	Designation											
1. Audit Committee	Chairman											
2.Nomination and Remuneration Committee	Chairman											
3.Stake Holders Relationship Committee	Chairman											
4. Risk Management Committee	Chairman											
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel	Not related to any other Director / Key Managerial Personnel										

Registered Of fice:

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Sd/-

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Company Secretary & Compliance Officer

MNo: ACS41606

Date: 11th February, 2022, Place: Hyderabad