

28th September, 2019

To,
The Manager
The Corporate Relationship Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

To,
Mr. Hari K- Asst. Vice President
National Stock Exchange of India Ltd
"Exchange Plaza", Bandra - Kurla
Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: BSE: 532419

NSE: SMARTLINK

**Re: Regulation 44 (3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 -
Voting results of the Annual General Meeting**

Dear Sir,

With reference to the above captioned subject enclosed please find enclosed please find herewith the following in respect of the Annual General Meeting of the Company held on 28th September, 2019 at 11:00 a.m. at the registered office of the Company at L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722:

1. Consolidated voting results pursuant to regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement), 2015 as Annexure – I.
2. Scrutinizers Report dated 28th September, 2019 pursuant to the provisions of Section 108 of the Companies Act, 2013 as Annexure – II.

All the resolutions were passed with requisite majority.

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

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


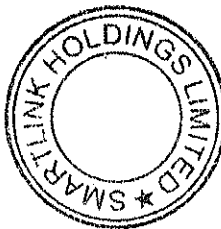
Corporate Office : 215 Atrium, 2nd Floor, B-Wing, Courtyard Marriott Compound, Andheri-Kurla Road, Andheri (E), Mumbai - 400 093, INDIA

Land Phone : +91 22 3061 6666 / 2652 6696

www.smartlinkholdings.com

Annexure - I

Date of the AGM/EGM	28th September, 2019
Total number of shareholders on record date / cut-off date	11,050
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public	35
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	NA
Public	NA

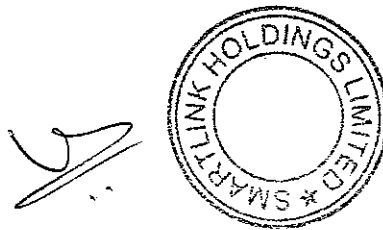



Resolution 1

To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019, together with the Report of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		1,26,05,843	100	1,26,05,843	-	100.00	-
	Postal Ballot		Not Applicable					
	Total	1,26,05,843	1,26,05,843	100	1,26,05,843	-	100	-
Public-Institutions	E-voting	30	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		Not Applicable					
	Total	30	-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100	-
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total	43,44,127	52,186	1.20	52,186	-	100	0.0
Total		1,69,50,000	1,26,58,029	74.68	1,26,58,029	-	100	0.00

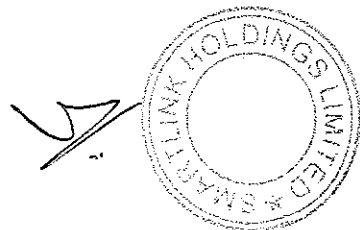


Resolution No. 2

To re-appoint Mr. K. R. Naik (holding DIN 00002013), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	YES

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		-	-	-	-	-	
	Postal Ballot		Not Applicable					
	Total		-	0	-	-	0	-
Public-Institutions	E-voting	30	-	0	-	-	-	-
	Poll		-	0	-	-	-	
	Postal Ballot		Not Applicable					
	Total		-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100	-
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total		43,44,127	52,186	1.20	52,186	-	100
Total		1,69,50,000	52,186	0.31	52,186	-	100	0.00

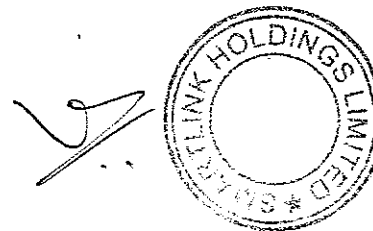


Resolution No. 3

To consider and if thought fit, to pass Ordinary Resolution for appointment of Ms. Arati Naik as Wholetime Director of the Company.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are	Yes

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		-	-	-	-	-	
	Postal Ballot		Not Applicable					
	Total	1,26,05,843	-	0	-	-	0	-
Public-Institutions	E-voting	30	-	0	-	-	-	-
	Poll		0	0	0	-	-	
	Postal Ballot		Not Applicable					
	Total	30	-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	1,684	1,000	63	37.26
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total	43,44,127	52,186	1.20	51,186	1,000	98	1.9
Total		1,69,50,000	52,186	0.31	51,186	1,000	98	1.92

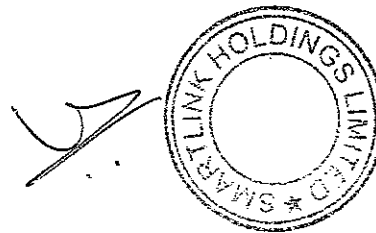


Resolution No. 4

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. K. R. Naik as an Executive Chairman of the Company for a further period of Five years.

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		-	-	-	-	-	
	Postal Ballot		Not Applicable					
	Total	1,26,05,843	-	0	-	-	0	-
Public-Institutions	E-voting	30	-	0	-	-	-	-
	Poll		-	0	-	-	-	
	Postal Ballot		Not Applicable					
	Total	30	-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100	-
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total	43,44,127	52,186	1.20	52,186	-	100	0.0
Total		1,69,50,000	52,186	0.31	52,186	0	100	0.00

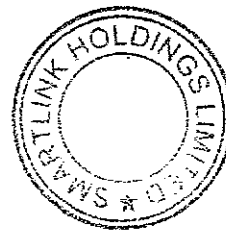


Resolution No. 5

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. Pankaj Baliga as an Independent Director of the Company to hold office for second term of five consecutive years.

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		1,26,05,843	100	1,26,05,843	-	100.00	-
	Postal Ballot		Not Applicable					
	Total	1,26,05,843	1,26,05,843	100	1,26,05,843	-	100	-
Public-Institutions	E-voting	30	-	0	-	-	-	-
	Poll		-	0	-	-	-	-
	Postal Ballot		Not Applicable					
	Total	30	-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100	-
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total	43,44,127	52,186	1.20	52,186	-	100	0.0
Total		1,69,50,000	1,26,58,029	74.68	1,26,58,029	0	100	0.00

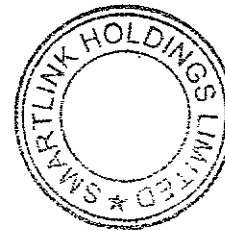


Resolution No. 6

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. K. M. Gaonkar as an Independent Director of the Company to hold office for second term of five consecutive years.

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled	
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$	
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-	
	Poll		1,26,05,843	100	1,26,05,843	-	100.00	-	
	Postal Ballot		Not Applicable						
	Total		1,26,05,843	1,26,05,843	100	1,26,05,843	-	100	-
Public-Institutions	E-voting	30	-	0	-	-	-	-	
	Poll		-	0	-	-	-	-	
	Postal Ballot		Not Applicable						
	Total		30	-	-	-	-	0	-
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100	-	
	Poll		26,183	0.60	26,183	-	100	-	
	Postal Ballot		Not Applicable						
	Total		43,44,127	28,867	0.66	28,867	-	100	0.0
Total		1,69,50,000	1,26,34,710	74.54	1,26,34,710	0	100	0.00	

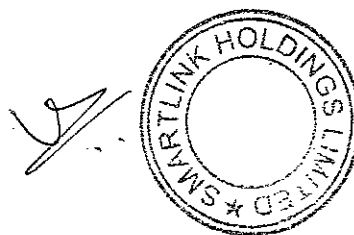


Resolution No. 7

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. Bhanubhai Patel as an Independent Director of the Company to hold office for second term of five consecutive years.

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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 on votes polled	% of Votes against on votes polled
				$3=[2/1]*100$			$6=[4/2]*100$	$7=[5/2]*100$
Promoter and Promoter Group	E-voting	1,26,05,843	-	0	-	-	0	-
	Poll		1,26,05,843	100	1,26,05,843	-	100.00	-
	Postal Ballot		Not Applicable					
	Total	1,26,05,843	1,26,05,843	100	1,26,05,843	-	100	-
Public-Institutions	E-voting	30	-	0	-	-	-	-
	Poll		-	0	-	-	-	-
	Postal Ballot		Not Applicable					
	Total	30	-	-	-	-	0	#DIV/0!
Public-Non Institutions	E-voting	43,44,127	2,684	0.06	2,684	-	100.00	-
	Poll		49,502	1.14	49,502	-	100	-
	Postal Ballot		Not Applicable					
	Total	43,44,127	52,186	1.20	52,186	-	100.00	0.00
Total		1,69,50,000	1,26,58,029	74.68	1,26,58,029	0	100.00	0.00



Report of Scrutinizer

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

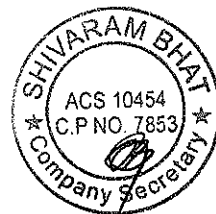
To,

Chairman, Annual General Meeting of the Equity Shareholders
of **Smartlink Holdings Limited**
(formerly known as Smartlink Network Systems Limited)

Held on Saturday, 28th day of September, 2019 at 11:00 a.m.
at L-7, Verna Industrial Estate, Verna,
Salcete, Goa - 403722.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Twenty Sixth Annual General Meeting of the Equity Shareholders of Smartlink Holdings Limited (formerly known as Smartlink Network Systems Limited), held on Saturday, 28th day of September, 2019 at 11:00 a.m. at the registered office of the Company at L-7, Verna Industrial Estate, Verna, Salcete, Goa - 403722, submit my report as under:



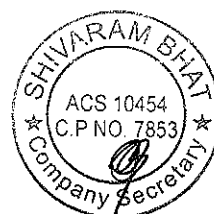
Shivaram Bhat
Company Secretary

1. The Company has extended the facility of e-voting to the shareholders by tying up with the Karvy Fintech Private Limited ('Karvy') e-voting facility.
2. The e-voting remained open for the period commencing from Wednesday, 25th September, 2019, 10:00 a.m. to Friday, 27th September, 2019, 05:00 p.m.
3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
5. Thereafter, using the scrutinizer's login on the Karvy e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:


Vivek Desai


Siddhi Salkar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. I did not find any poll papers invalid.



Shivaram Bhat
Company Secretary

8. The result of the voting is as under:

Item No. 1

To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019, together with the Report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

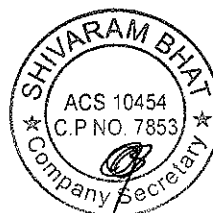
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	9	12,655,345	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 2

To re-appoint Mr. K. R. Naik (holding DIN 00002013), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

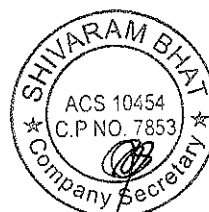
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
33	9	49,502	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 3

To consider and if thought fit, to pass Ordinary Resolution for appointment of Ms. Arati Naik (holding DIN 06965985) as Whole-time Director of the Company.

(i) Voted in favour of the resolution:

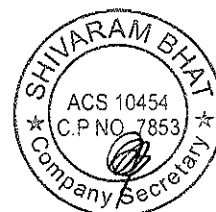
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
33	8	49,502	1,684	98.08

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	1,000	0.02

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 4

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. K. R. Naik as an Executive Chairman of the Company for a further period of Five years.

(i) Voted in favour of the resolution:

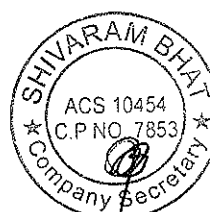
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
33	9	49,502	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 5

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. Pankaj Baliga (holding DIN 00002864) as an Independent Director of the Company to hold office for second term of five consecutive years.

(i) Voted in favour of the resolution:

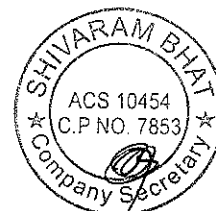
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	9	12,655,345	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 6

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. K. M. Gaonkar (holding DIN 00002425) as an Independent Director of the Company to hold office for second term of five consecutive years.

(i) Voted in favour of the resolution:

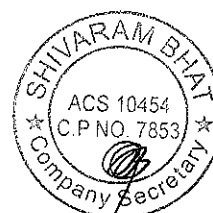
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
37	9	12,632,026	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

Item No. 7

To consider and if thought fit, to pass Special Resolution for re-appointment of Mr. Bhanubhai Patel (holding DIN 00223115) as an Independent Director of the Company to hold office for second term of five consecutive years.

(i) Voted in favour of the resolution:

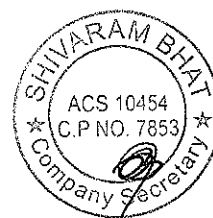
Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
38	9	12,655,345	2,684	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	0	0	0	0

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

9. A list of equity shareholders (in electronic format) who voted "FOR" and "AGAINST" for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
11. You may accordingly declare the result of the voting.

Thanking you,



Yours faithfully,

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

Place: Verna, Salcette, Goa.

Dated: September 28, 2019

Shivaram Bhat
Practising Company Secretary
CP No. 7853

For Smartlink Holdings Limited
(formerly known as Smartlink Network Systems Limited)

A handwritten signature in blue ink, appearing to read "Vernab", written over a horizontal line.

