

Date: 06.04.2022

To The Listing Manager Listing Department, The <b>Bombay Stock Exchange Limited</b> , Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.	To The Listing Manager, Listing Department, The <b>Metropolitan Stock Exchange of India Limited</b> , 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
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Dear Sir/Madam,

**Subject: Minutes of the Resolutions passed by way of Postal Ballot by remote e-voting process**

We are enclosing copy of the minutes of resolutions passed by way of postal ballot by remote evoting process on 17<sup>th</sup> March, 2022. The results of postal ballot were announced vide our letter dated 18<sup>th</sup> day of March, 2022.

You are requested to kindly take the above information on record.

Thanking you,  
Yours Sincerely,

**For M/s. Nettlinx Limited**



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



# MINUTES BOOK

## NETTLINX LIMITED

### MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT (NOTICE DATED 11<sup>TH</sup> FEBRUARY, 2022) BY REMOTE E-VOTING PROCESS BY MEMBERS OF THE COMPANY ON THURSDAY, 17<sup>TH</sup> MARCH 2022, RESULTS OF WHICH WERE DECLARED ON FRIDAY, 18<sup>TH</sup> MARCH 2022.

The notice of postal ballot dated 11<sup>th</sup> February, 2022 ('Notice') pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration Rules), 2014, was sent by electronic mode to the members at their email addresses registered with the Depository Participant / the Company on 14<sup>th</sup> February, 2022. The Notice was sent to all the members whose names appeared in the Register of Members / the List of Beneficial Owners maintained by the Company / depositories as on 11<sup>th</sup> February 2022.

The Board of Directors at its meeting held on 11<sup>th</sup> February 2022, appointed Mr. Upender Reddy Sama, Partner of M/s. VCSR& Associates (M No ACS : 17738 and CP No: 6877) as the Scrutinizer for conduct of the e-voting process in a fair and transparent manner. Pursuant to the provisions of Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and various MCA circulars, the Company had provided e-voting facility to its Members in respect of the business to be transacted through postal ballot as stated in the Notice. The Company availed the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to the Members.

After scrutiny of votes cast through e-voting facility as received up to 5.00 p.m. on 17<sup>th</sup> March, 2022 (being the last date fixed for e-voting), Mr. Upender Reddy Sama, Partner of M/s. VCSR& Associates, Scrutinizer submitted their report on 18<sup>th</sup> March 2022 to the Chairman of the Company. Based on the report, the resolutions set out in the postal ballot notice dated 11<sup>th</sup> February, 2022, have been passed with requisite majority.

The details of voting on the proposed resolutions as per the Scrutinizer's report are as under:

#### **1. Appointment of Mr. Vijaya Bhasker Reddy Maddi (DIN: 00278842) as an Independent Director of the company:**

**"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

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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.”

**Result of voting through Postal Ballot by remote e-voting was as follows:**

Particulars	E-Voting		% of Votes Cast
	Number of Members Voted	Number of Votes Cast	
e-votes with assent for the Resolution as a percentage of net valid shares voted	21	5490026	99.99
e-votes with dissent for the Resolution as a percentage of net valid shares voted	2	695	0.01

The Chairman noted the results of voting as stated above and it was declared and recorded that the special resolution as set out in the Notice of Postal Ballot dated 11<sup>th</sup> February, 2022 were duly passed by the Members on 17<sup>th</sup> March 2022 with requisite majority.

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

“**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 01<sup>st</sup> 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

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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.”

**Result of voting through Postal Ballot by remote e-voting was as follows:**

Particulars	E-Voting		% of Votes Cast
	Number of Members Voted	Number of Votes Cast	
e-votes with assent for the Resolution as a percentage of net valid shares polled	22	5490226	99.99
e-votes with dissent for the Resolution as a percentage of net valid shares polled	1	495	0.01

The Chairman noted the results of voting as stated above and it was declared and recorded that the ordinary resolution as set out in the Notice of Postal Ballot dated 11<sup>th</sup> February, 2022 were duly passed by the Members on 17<sup>th</sup> March, 2022 with requisite majority.

Signature : \_\_\_\_\_  
Name : Dr. Manohar Loka Reddy  
Date : 06.04.2022  
Place : Hyderabad  
Designation : Managing Director

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