

Date: 10.04.2023

<p>To The Listing Manager Listing Department, The Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.</p>	<p>To The Listing Manager, Listing Department, The Metropolitan Stock Exchange of India Limited, 205(A), 2nd Floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla, (West), Mumbai-400 070</p>
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Sub: **Results of Postal Ballot – Notice dated 06th March, 2023**

Ref: Scrip Code: 511658 (NETTLINX)

Dear Sir,

This is further to our letter dated 08th March, 2023 submitting the Postal Ballot Notice for seeking approval of the Members of the Company by way for special resolution for Capitalization of Reserves of the company and to issue Bonus Equity Shares. In this regard, please note that Mr. Upender Reddy Sama, Practising Company Secretary, partner of VCSR & Associates who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 10th April, 2023. In accordance with the said Report, the Members of the Company have approved the Special Resolution as embodied in the Postal Ballot Notice dated 06th March, 2023, for Capitalization of Reserves of the company and to issue Bonus Equity Shares with a majority of 100% votes as detailed under:-

Resolution Number	1. To Capitalize Reserves of the company and to issue Bonus Equity Shares.
Votes in favour of the resolution	100%
Votes against the resolution	0.00%





The results of the Postal Ballot were accordingly announced today.

We enclose herewith:

- Results of Postal Ballot;
- Scrutinizer's Report;
- Certified True Copy of the resolutions as approved by the Members.

You are requested to kindly take above information on record.

Thanking you,
Yours Sincerely,

For M/s.Nettlinx Limited



Manohar Reddy Loka
Managing Director
DIN: 00140229




Results of Postal Ballot
As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations 2015, pertaining to the voting result of Postal ballot through remote e- voting.

Name of the Company	NETTLINX LIMITED
Date of Postal Ballot Notice	06 th day of March, 2023
Voting Start Date	09:00 A.M. on Friday, 10 th March, 2023
Voting End Date	05:00 P.M. on Saturday, 08 th April, 2023
Total number of Members as on record date	2865 Members as on 03 rd day of March, 2023
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable

Agenda wise disclosure:

Name of the Company		NETTLINX LIMITED						
Resolution-1		To Capitalize Reserves of the company and to issue Bonus Equity Shares						
Resolution Required: (Special/Ordinary/)		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
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	6723275	4965545	73.85	4965545	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institutions	E-Voting	800	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	4739237	311628	6.57	311627	1	100	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Total		11463312	5277173	46.03	5277172	1	100	0.00





CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY MEMBERS OF THE COMPANY THROUGH POSTAL BALLOT ON 08TH DAY OF APRIL, 2023.

1. To Capitalize Reserves of the Company and to issue Bonus Equity Shares:

“RESOLVED THAT pursuant to the relevant provisions of the Articles of Association of the Company and pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable Regulations and Guidelines issued by the Securities and Exchange Board of India (the “SEBI”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reserve bank of India(RBI) subject to such approvals, consents, permissions, conditions and sanctions as may be considered necessary from appropriate authorities and the terms and conditions, if any, as may be specified while according such approvals and subject to acceptance of such terms and conditions by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee constituted by the Board or any person(s) authorised by the Board in this regard) and pursuant to the recommendation of the Board, the consent of the members of the Company be and is hereby accorded for capitalization of a sum not exceeding of Rs.12,08,83,120/- (Rupees Twelve Crores Eight Lakhs Eighty Three Thousand One Hundred Twenty only) from and out of the Free Reserves, Capital reserves, Securities Premium Account & Retained Earnings of the Company as may be considered necessary for the purpose of issue of Bonus Equity Shares of the Company of face value of ₹.10 (Rupees Ten only) each, credited as fully paid-up Equity Shares, to the eligible members of the Company, in the proportion of (1:1) 1 (One) new fully paid Equity Share of face value of Rs.10/- each(Rupees Ten only) for every 1(One) existing fully paid Equity Share of face value of Rs.10/- each(Rupees Ten only), held by the Members of the Company, whose names will appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the Depositories on the record date to be determined by the Board for this purpose.”

“RESOLVED FURTHER THAT the new equity shares of ₹10 (Rupees Ten only) each to be issued and allotted as bonus shares shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank paripassu in all respects and carry the same rights as the existing fully paid equity shares of the Company and shall be entitled to participate in full in any dividend (s) and any other corporate actions to be declared after the bonus shares are allotted.”



“RESOLVED FURTHER THAT the Board be and is hereby authorized to reserve 3,00,000 equity shares to the outstanding convertible warrants issued by the company , consequent to the issue of Bonus Shares.”

“RESOLVED FURTHER THAT in the case of members who hold shares or opt to receive the shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and in the case of members who hold equity shares in certificate form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.”

“RESOLVED FURTHER THAT the issue and allotment of the said bonus shares to the extent they relate to Non-Resident Indians (NRIs) Members, Foreign Portfolio Investors, Foreign Nationals, Foreign Corporate Bodies (including Overseas Corporate Bodies), Persons of Indian Origin and other Foreign Investors of the Company, shall be subject to the shall be subject to approval of RBI, If applicable and as may be necessary.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Dr. Manohar Loka Reddy(Holding DIN: 00140229) Managing Director of the Company and/or Mr. Venkateswara Rao Narepalem (Holding DIN:01116904), Director cum CFO of the Company and/or Mr. Sairam Gandikota, Company Secretary & Compliance Officer of the company be and are hereby authorised jointly and/or severally to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient or incidental in this regard including but without limitation to file any documents with the Securities and Exchange Board of India, Stock Exchange(s) where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or Concerned Authorities, applying and seeking necessary listing approvals from the Stock Exchange(s), and to settle any question, difficulty or doubt that may arise in regard thereto.”

On being put to vote through remote evoting/postal ballot, the above resolution was passed as special resolution.

**//CERTIFIED TRUE COPY//
NETTLINX LIMITED**

**MANOHAR REDDY LOKA
MANAGING DIRECTOR
DIN: 00140229**



**EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 AND 110 OF THE
COMPANIES ACT, 2013**

Item No. 1:

To Capitalize Reserves of the company and to issue Bonus Equity Shares:

The equity shares of your Company are listed and actively traded on the BSE and MSEI, considering the growth in the business over the recent years and strong financial positions, the Board in its meeting held on March 06, 2023, with a view to encourage the participation of small investors by making equity shares of the Company affordable, increasing the liquidity of the equity shares of the Company, considered, approved and recommended issue of bonus shares in the proportion of 1 (one) new fully paid-up equity share of the Company of ₹ 10/- each for every 1 (One) existing fully paid -up equity shares of the Company of ₹ 10/- each held by the Members on the Record Date (to be determined) by capitalizing a part of free reserves and/or or such other account as may be considered necessary by Board of Directors of the Company.

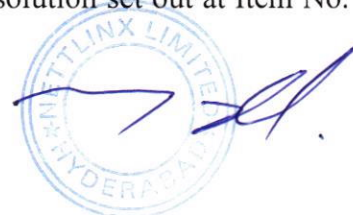
As on March 31, 2022, the free reserves, Capital Reserve, retained earnings and securities premium account is ₹23,28,52,760/-. Since, Securities Premium and/or Free Reserves and/or Capital Reserves and/or Retained Earnings required for implementing the bonus issue is Rs. 12,08,83,120/-, the issue of bonus shares need to be considered.

Articles of Association of the Company permits capitalization of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

The issue of bonus equity shares by way of capitalization of the sums standing to the credit of securities premium account and/or any other permitted reserves / surplus of the Company, as may be considered appropriate for the purpose of issue of bonus equity shares requires members' approval in terms of Sections 63 of the Companies Act, 2013, Articles of Association of the Company, regulations issued by Securities & Exchange Board of India (SEBI) and other applicable statutory and regulatory approvals.

Further, it is proposed to authorize severally Dr. Manohar Loka Reddy (Holding DIN:00140229) Managing Director of the Company and/or Mr. Venkateswara Rao Narepalem (Holding DIN: 01116904), Director cum CFO of the Company and/or Mr. Sairam Gandikota, Company Secretary & Compliance Officer of the company to complete all the regulatory formalities as prescribed by MCA, ROC, SEBI, Stock Exchanges on which the Company's shares are listed i.e. BSE and MSEI and/or any other regulatory or statutory authority in connection with the issue of bonus shares.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of this Notice except to the extent of their shareholding.





Accordingly, the Board recommends the resolution No.1 to be passes as Special Resolution by the members of the company, on the terms and conditions set out in the resolution.

**//CERTIFIED TRUE COPY//
NETTLINX LIMITED**

**MANOHAR REDDY LOKA
MANAGING DIRECTOR
DIN: 00140229**



REPORT OF SCRUTINISER

To,
The Board of Directors,
Nettlinx Limited
Regd Address:5-9-22, Flat No.303,
3rd Floor, My Home Sarovar Plaza,
Secretariat, Saifabad,
Hyderabad, Telangana-500063, India.

Date:10.04.2023

Dear Sir,

Sub: Scrutizer's Report on Postal ballot conducted as per Companies Act 2013 and allied rules.

We, were appointed as Scrutinizer by the Company on 06th day of March, 2023 to conduct the postal ballot in terms of the provisions of Section 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable provisions, if any on the resolutions as contained in the postal ballot notice dated 06th day of March, 2023.

We submit our report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.
2. Our responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.

UDIN:A017738E000042840



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3. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Act was sent only by electronic mode to those Members whose names appeared in the Register of Members/List of Beneficial Owners as on 03rd March, 2023 ("Cut-off Date"), received from National Securities Depository Limited ("NSDL) and Central Depository Services (India) Limited ("CDSL) and whose e-mail address was registered with the Company / Depositories / Depository Participants A copy of the Postal Ballot Notice is also available on the website of the Company (www.nettlinx.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed BSE Limited (www.bseindia.com), Metropolitan Stock Exchange of India Limited(www.msei.com)and the website of Central Depository Services(India) Limited (CDSL), the remote e-voting service providing agency to the Company (www.evotingindia.com). Members, who held Equity Share(s) of the Company as on 03rd March, 2023, were entitled to vote through remote e voting process in relation to the Resolution specified in the Postal Ballot Notice. The dispatch of the Postal Ballot Notice was completed on 08th day of March, 2023.
4. The Company has appointed "Central Depository Services(India) Limited (CDSL)", as the Agency, for providing the facility of remote e-voting to the Members of the Company CDSL has provided a system for recording the votes of the shareholders electronically.
5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on 09th day of March, 2023, public notices were published by the Company in Business Standard (English Newspaper) and in Nava Telangana (Telugu Newspaper) informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
6. In accordance with the MCA Circulars, the physical copies of the Postal Ballot Notice, along with postal ballot forms and pre-paid business envelope, were not sent to any Member. Accordingly, the communication of the assent and dissent of the Members had taken place through the remote e-voting only.
7. The remote e-voting commenced on 09:00 A.M. on Friday, 10th March, 2023 and ended on 05:00 P.M. on Saturday, 08th April, 2023 both days inclusive. The remote e-voting facility was provided by Central Depository Services(India) Limited (CDSL).

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8. All the data of remote e-voting i.e., the results of e-voting along with the list of shareholders who voted "For" and "Against the Resolutions were downloaded from the e-voting portal of Central Depository Services(India) Limited (CDSL), by unblocking the remote e-voting event in the presence of two witnesses, Mr. Siva Prasad Jarugula & Mr. Chakilam Sharath who are not in the employment of the Company on Monday, 10th April, 2023 at around 10:00A.M. IST.

9. All votes casted through remote e-voting up to 5:00 pm IST on Saturday, 08th April, 2023 the last date and time fixed by the Company, were considered for scrutiny.

10. The summary of the results of the postal ballot conducted through remote e-voting is, as under:

Resolution No-1:

To Capitalize Reserves of the company and to Issue Bonus Equity Shares;

i. Voted **in favour** of the resolution:

Mode	Number of Members Voted	No of Votes cast in favour of the Resolution	% of total number of valid votes cast
Postal ballot(Re-Mote Evoting)	43	5277172	100
Total	43	5277172	100

ii. Voted **against** the resolution:

Mode	Number of Members Voted	No of Votes cast against the Resolution	% of total number of valid votes cast
Postal ballot(Re-Mote Evoting)	1	1	0.00
Total	1	1	0.00

iii. Invalid Votes

Mode	Number of Members	No of Votes cast
Postal ballot(Re-Mote Evoting)	0	0
Total	0	0

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11. Votes casted by the members through remote e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.

12. Based on the above remote voting. We report that the special resolution for Capitalization of Reserves of the company and to issue Bonus Equity Shares as contained in the Postal Ballot Notice dated 06th day of March, 2023, have been carried on with the requisite majority. You may accordingly declare the result of Postal Ballot through remote e-voting.

13. The relevant records relating to voting shall remain in our custody until the Managing Director considers, approves and signs the minutes and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

For VCSR & Associates
Company Secretaries

S.U.Reddy

(Upender Reddy Sama)
Partner

ACS No.17738, CP No. 6877
UDIN:A017738E000042840
Date: 10.04.2023
Place: Hyderabad



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