



Linaks Microelectronics Limited

Regd.Off:12.6 Km Barabanki Road, Chinhut, Lucknow 227 105
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30-Sep-16

The Listing Manager
The Stock Exchange Mumbai,
Phiroze Jeejeebhoy Towers,
Fort, Dalal Street
Mumbai 400 001

Sir,
Re. : Submission of Minutes of 31st AGM held on 27.09.16

As required under Listing Agreement, we are uploading herewith Minutes of 31st Annual General Meeting of the Company held on 27.09.2016.

Thanking you,

Yours faithfully,
For Linaks Microelectronics Ltd.

ANIL KUMAR SINGH
Managing Director
DIN : 00225518

Encls: As above

Minutes of the 31st Annual General Meeting of M/s Linaks Microelectronics Ltd. commenced at 11.00 a.m. and concluded till 12.00 noon held at the Registered Office of the Company at 12.6 k.m., Barabanki Road, Chinhat, Lucknow on Tuesday the 27th September, 2016

PRESENT

- | | | |
|-------------------------|---|-----------------------------------|
| 1. Mr. Anil Kumar Singh | - | Managing Director/Member |
| 2. Mr. Meena Singh | - | Director/Member |
| 3. Mr. Ram Chandra Gaur | - | Director |
| 4. Mr. U.B. Singh | - | Director/Chairman Audit Committee |
| 5. Mr. Atul Kumar Singh | - | Member |
| 6. Mrs. Manvi Singh Deo | - | Member |
| 7. Mr. Hriday Nath Rai | - | Member |

And ten other members in person, none by proxy. Dr. Gautam Singh and Mr. Udayan Singh attended the meeting through video conferencing.

Sri Anil Kumar Singh was unanimously elected as Chairman of the meeting whereupon he occupied the Chair.

The quorum being present, the Chairman called the meeting to order.

The notice convening the meeting was read by Sri Anil Kumar Singh, Managing Director.

The Register of members, Directors' Share holdings and other requisite registers as required to be maintained pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder were kept open and accessible to the members during the continuance of the meeting.

The Auditors' Report on the Annual Accounts for the year ended on 31.3.2016 was read by Sri U.B. Singh, Director of the Company.

With the consent of the members present in the meeting, the audited annual accounts of the Company for the year ended 31.3.2016 and the Directors' Report were taken as read. The Chairman then invited the comments on the aforesaid annual accounts of the Company but no comments were offered.

E-Voting and Poll Results

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and the revised Clause 35B of the Listing Agreement, the Company had provided E-voting facility to all Members holding shares of the Company as on the cut-off date i.e. 20th September, 2016 to enable them to cast their votes in respect of the resolutions contained in the Notice of the Meeting.

The Company made arrangements with National Securities Depository Limited (NSDL), who provided the portal for e-voting. The remote e-voting period opened for 3 (three) days i.e. from 10.00 a.m. on 24th September, 2016 to 5.00 p.m. on 26th September, 2016. The Company has appointed Ms. Divya Matah, Practicing Company Secretary, Lucknow as Scrutinizer for carrying out E-voting in a fair and transparent manner.

In the AGM held on Tuesday, the 27th September, 2016, the Chairman proposed to facilitate those members present at the AGM, who had not cast their vote earlier by remote E-voting but who would like to vote at the AGM through Ballot in case of Poll, but none of the members took the Ballot Papers and instead preferred to vote by show of hands in respect of items of business as set out in the notice of the Meeting. However, the Company had also appointed Ms. Divya Matah, Practicing Company Secretary, Lucknow as Scrutinizer for conducting the Poll by way of Ballot Papers.

The Chairman hereby declare the results of voting on 30th of September, 2016 on the basis of the combined report of voting (i.e. E-voting and Poll) submitted by Ms. Divya Matah, Scrutinizer as well as voting by show of hands. The results of the voting are as follows:

ORDINARY BUSINESS:					
Particulars	Number of Votes Contained in			TOTAL	Percentage
	Remote E votes	Poll through physical Ballots at AGM	Voting by show of hands		
Item No. 1:					
To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016, the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)					
Proposed by: Mr. Anil Kumar Singh					
Seconded by: Mrs. Meena Singh					
The ordinary resolution set out at item no. 1 of the notice pertaining to the adoption of annual accounts along with annexure, proposed and seconded by the aforementioned shareholders and taken up for consideration with the consent of the Members present.					

The Chairman stated that the audited Annual Accounts of the Company for the year ended 31st March, 2016, the Auditors' Report thereon and the Directors' Report attached thereto have been with the members for some time and, therefore, with the permission of the members present, the same were taken as read.

"RESOLVED THAT the audited Balance Sheet, Statement of Profit & Loss and (Cash Flow Statement) along with the notes forming part of the audited financials for the financial year ended 31st March 2016 along with the Auditors' Report and the Directors' Report thereon for the financial year ended 31st March 2016, be and are hereby taken as read, approved and adopted by the members."

Assent	0	0	15	15	100%
Dissent	0	0	0	0	0
Invalid	0	0	0	0	0
Total	0	0	15	15	100%

The Chairman declared that the Ordinary Resolution passed with requisite majority.

Item No. 2:

To appoint a director in place of Dr. Gautam Singh (DIN 00189284), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Proposed by: Mrs. Meena Singh

Seconded by: Mr. Atul Kumar Singh

The ordinary resolution set out at item no. 2 of the notice pertaining to the appointment of Dr. Gautam Singh (DIN 00189284), who retires by rotation and being eligible offers himself for re-appointment, proposed and seconded by the afore mentioned shareholders and taken up for consideration with the consent of the Members present.

"Resolved that Dr. Gautam Singh (DIN 00189284), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby appointed a Director of the Company, whose term of office will be liable to determination by retirement of Directors by rotation."

Assent	0	0	15	15	100%
Dissent	0	0	0	0	0
Invalid	0	0	0	0	0
Total	0	0	15	15	100%

The Chairman declared that the Ordinary Resolution passed with requisite majority.

Item No. 3:

To appoint a director in place of Mr. Udayan Singh (DIN-00189219), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Proposed by: Mr. Atul Kumar Singh

Seconded by: Mrs. Manvi Singh Deo

The ordinary resolution set out at item no. 3 of the notice pertaining to the appointment of director in place of Mr. Udayan Singh (DIN 00189219), who retires by rotation and being eligible offers himself for re-appointment, proposed and seconded by the afore mentioned shareholders and taken up for consideration with the consent of the Members present.

“Resolved that Mr. Udayan Singh (DIN 00189219), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby appointed a Director of the Company, whose term of office will be liable to determination by retirement of Directors by rotation.”

Assent	0	0	15	15	100%
Dissent	0	0	0	0	0
Invalid	0	0	0	0	0
Total	0	0	15	15	100%

The Chairman declared that the Ordinary Resolution passed with requisite majority.

Item No. 4:

To ratify the appointment of M/s S.R. Gupta and Co., Chartered Accountants as statutory auditors of the Company and fix their remuneration. (Ordinary Resolution)

Proposed by: Mrs. Manvi Singh Deo

Seconded by: Mr. Hriday Nath Rai

The ordinary resolution set at item no. 4 of the notice pertaining to the ratification of Auditor and their remuneration, proposed and seconded by the afore mentioned shareholders and taken up for consideration with the consent of the Members present.


"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. S.R. Gupta & Co., Chartered Accountants (Firm Registration No. 001939C), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the 32nd Annual General Meeting on such remuneration as may be determined by the Board of Directors."

Assent	0	0	15	15	100%
Dissent	0	0	0	0	0
Invalid	0	0	0	0	0
Total	0	0	15	15	100%

The Chairman declared that the Ordinary Resolution passed with requisite majority.

There being no other business, the meeting ended at 12.00 noon with a Vote of Thanks to the Chair.

Place : LUCKNOW
Date : 30.09.2016


(Anil Kumar Singh)
Chairman of the Meeting