



Date: 26 Nov, 2016
CIN NO.:-L72900PN1985PLC145004

To,
Department of Corporate Services,
BSE Limited, P.J. Towers,
Dalal Street, Mumbai - 400 001

Subject: Intimation of Postal Ballot Notice
Scrip Code: 512279

Dear Sir,

With respect to the captioned matter, we are submitting herewith the notice of postal ballot for your record. The resolution at Item No. 7 included in the notice calling 31st Annual General Meeting ('AGM Notice') is proposed to be passed as a Special Resolution by way of postal ballot / e-voting.

Further to inform, that the company has sent email and dispatched the notice of postal ballot along with postal ballot form, concerned resolution & explanatory statement, prepaid self-addressed envelope to all the members, who was members of the company as on the cutoff date i.e. 18th November 2016

The company is also offering E-voting facility to all such members on the CDSL e-voting platform.

Kindly acknowledge receipt and take note of the same.

Yours faithfully,
For N2N TECHNOLOGIES LIMITED

DIRECTOR



N2N Technologies Limited

Suzlon One Earth, Ground Floor, Right Wing, Sun Lounge, Hadapsar,
Solapur Kharadi Bypass Road, Opp. Magarpatta City, Pune, Maharashtra, India 411028.
Phone : (020) 30525201 / 02 www.n2ntechno.com
(Formerly Visisth Mercantile Limited)

N2N TECHNOLOGIES LIMITED

Registered Office: Sun Lounge-Ground floor, Suzlon One Earth, Opp, Magarpatta city Hadapsar, Pune 411 028

CIN: L72900PN1985PLC145004

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013)

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act'), read together with the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, that the resolution at Item No. 7 of the notice calling 31st Annual General Meeting ('AGM Notice') proposed to be passed as a Special Resolution by way of postal ballot / e-voting. The explanatory statement pursuant to Section 102 of the Act pertaining to the aforesaid resolution setting out the material facts is forming part of the AGM Notice. (for your reference, Resolution & Explanatory statement are reproduced below)

Resolution No.7 : Sale, Transfer or Disposal of the shares held by the company in DSR INFOTECH LIMITED (Associate Company):

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

"RESOLVED THAT in accordance with provisions of section 180(1)(a), 188 and the applicable provision of the Companies Act, 2013 and Regulation 24 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("LODR"), the rules there under, including any statutory modifications and amendments to each of the foregoing, and subject to provisions contained in the Memorandum and Articles of Association of the Company, the requisite approvals, if any, of any relevant statutory, regulatory or government authorities, and further subject to such terms and conditions as may be prescribed by any of the aforesaid authorities while granting such approvals, the consent, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board", which term shall include any committee of directors constituted by the Board) to sell or transfer or otherwise dispose of its investment either as a whole or in part in DSR Infotech Limited ("DSR") at a price not lower than book value of DSR Infotech Limited.

RESOLVED FURTHER THAT consent of the Members of the Company is further accorded for related party transaction as may be required to enter by the Company with any of its Related Party for effecting sale of shares held by the Company in DSR Infotech Limited and this resolution shall be enabling resolution to Board to enter into Contract including but not limited to Related Party Contract.

RESOLVED FURTHER THAT the Company do utilize the sale proceeds for general corporate purposes of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be necessary from time to time for giving effect to the above resolution."

EXPLANATORY STATEMENT :

Your Company holds 3,24,500 equity shares of Rs 100/- each in DSR INFOTECH LIMITED aggregating to 49% of equity share capital of DSR Infotech Limited.

During the current financial year, DSR Infotech Limited completed rights issue of its equity shares, due to which shareholding of your Company was diluted from 68.39% to 49% of paid up capital of DSR Infotech Limited. Your Directors feel it prudent to withdraw investment from the DSR Infotech Limited and your Board of Directors considers the proposed sale in the best interest of the Company. The proceeds from the proposal sale of investment shall be utilized for general corporate purposes.

Your Directors propose resolution under section 180(1)(a) and 188 of Companies Act, 2013 read with regulation 24 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("LODR") for the approval of the shareholders. Your Board recommends the Special Resolution at Item No.4 of the accompanying Notice for approval by the Members of the Company.

Shri Rahul Shah and Shri Akhand Pratap Singh, Directors of the Company are deemed to be interested or concerned in the transaction. Other Directors and Key Managerial Personnel of the Company or their respective relatives are not concerned or interested in the passing of the Resolution at Item No 4 of the accompanying Notice except to the extent of their shareholding in the company.

N2N TECHNOLOGIES LIMITED

Registered Office: Sun Lounge-Ground floor, Suzlon One Earth, Opp, Magarpatta city Hadapsar, Pune 411 028
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A postal ballot form ('the Form') is annexed hereto for your consideration.

Members are requested to carefully read the instructions printed on the Form, record their assent (for) or dissent (against) therein by filling necessary details and affixing their signature at the designated place in the Form and return the same in original duly completed in the enclosed self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer not later than the close of working hours on Friday, December 30, 2016.

In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the Members to cast their votes electronically. The e-voting period commences on 1 December 2016 (9.00 am) and ends on 30 December 2016 (5.00 pm).

E-voting is optional mode of voting against postal ballot method to record your assent or dissent .

Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on November 18 , 2016 (record date) entitled to participate in the e-voting/ballot process. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date)

Members are requested to read carefully the Instructions relating to e-voting/postal ballot given under the postal ballot form.

Place: Mumbai
Date: November 25, 2016

By Order of the Board of Directors

Rahul Shah
Director

N2N TECHNOLOGIES LIMITED

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CIN: L72900PN1985PLC145004

POSTAL BALLOT FORM
(To be returned to the Scrutinizer appointed by the Company)

EVSN NO : **161126001**

POSTAL BALLOT FORM NO :

1. Name and Registered Address of the
Sole/First Named member(s) / Beneficial Owner(s)

2. Joint holders name, if any :

3. Folio No. / DP ID* / Client ID* :

4. Number of Shares held :

I/We hereby exercise my/our vote in respect of the Special Resolution set out at Item No. 7 of the AGM notice dated November 25, 2016 to be passed through Postal Ballot by conveying my/our assent or dissent to the said Resolution by writing "For" or "Against" at the appropriate box below:

No.	Resolutions	No. of Shares held	<i>I/We assent (For)</i>	<i>I/We dissent (against)</i>
Special Business :				
1	Sale, Transfer or Disposal of the shares held by the company in DSR INFOTECH LIMITED (Associate Company): (For complete text of the Special Resolution please refer to Item No. 7 of AGM Notice)			

Date :

Place:

Member's Signature _____

EVOTING PERIOD: DECEMBER 1, 2016 TO DECEMBER 30, 2016

LAST DATE TO RECEIVE PHYSICAL POSTAL BALLOT FORM: DECEMBER 30, 2016

Note: Please read the instruction carefully before exercising your vote

INSTRUCTIONS

Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), assent or dissent of the Shareholders in respect of the Resolutions contained in the Postal Ballot Notice is being sought through postal ballot process. All the Equity Shares of the Company are presently held in physical form as well as demat form. The shareholder(s) can opt only one mode of voting, i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physical postal ballot and vice versa. However, in case shareholders cast their vote by physical ballot and e-voting, then voting done through e-voting will prevail and voting done through physical ballot will be treated as invalid.

INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM

1. A member / beneficial owner desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the company in the attached self-addressed business reply envelope. Postage will be borne and paid by the company. However, envelopes containing postal ballots, if sent by courier at the expense of the registered member/beneficial owner will also be accepted.
2. The self-addressed envelope bears the address of the scrutinizer appointed by the Board of Directors of the company.
3. This form should be completed and signed by the member/beneficial owner. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member/ beneficial owner and in his absence, by the next named member/ beneficial owner. There will be one Postal Ballot Form for every Folio / Client ID irrespective of the number of joint holders.
4. Please note that Postal Ballot shall not be signed by the proxy.
5. Assent or dissent to the proposed resolution may be recorded by placing a tick mark(✓) in the appropriate column. The assent or dissent received in any other form shall not be considered valid.
6. The voting rights of Shareholders shall be in proportion to their shares in the paid up Equity Share Capital of the Company as on 18 November 2016.
7. Incomplete, unsigned or incorrectly ticked Postal Ballot Form will be rejected.
8. Duly completed Postal Ballot Form should reach the Company or the Scrutinizer not later than the close of working hours on 30 December 2016. All Postal Ballot Forms received after this date will be strictly treated as if the reply from the member/beneficial owner has not been received.
9. The results of the Voting by Postal Ballot will be announced by the Chairperson of the Company or in his absence, any other person authorized by him / her, on December 31, 2016 at the Registered Office of the Company.
10. In case of shares held by Company(ies), Trusts, Societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Authority, authorising the signatory to execute and sign the Postal Ballot Form. Further, where the form has been signed by a representative of the President of India or Governor of State, certified copy of the nomination should accompany the Postal Ballot Form.
11. Members /beneficial owners are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed envelope as the envelope will be sent to the Scrutinizer and any extraneous paper found in the envelope would be destroyed by the Scrutinizer. Members /beneficial owners are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and affixing their signatures.
12. A member may request for duplicate postal ballot form, if so required. However, the duly filled in and signed duplicate postal ballot form should reach the Scrutinizer not later than the date specified in point no (8) above.
13. Postal Ballot form received by fax will be rejected as if reply from the shareholder has not been received unless the original postal ballot form is received within prescribed time period.
14. The Scrutinizer's decision on the validity of a Postal Ballot will be final.
15. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written Postal Ballot Forms will be rejected.
16. There will be one Postal Ballot for every Folio/ClientID.
17. Members are requested to fill in the postal ballot form in indelible ink and not in any erasable writing mode.

Voting through electronic means

Pursuant to the provisions of Sections 107 and 108, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the option of E-Voting facility to all the members of the Company. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting. The Company has appointed Mr. Hardik Savla, Practicing Company Secretaries, Mumbai as Scrutinizer.

The procedure and instructions for e-voting are as under:

(i) Open your web browser during the voting period and log on to the e-voting website www.evotingindia.com.

(ii) Now click on "Shareholders" to cast your votes.

(iii) Now, select the "Company Name" from the drop down menu and click on "SUBMIT".

(iv) Now, fill up the following details in the appropriate boxes:

For Members holding shares in Demat Form

USER ID	a) For NSDL:- 8 Character DP ID followed by 8 digits Client ID b) For CDSL:- 16 digits beneficiary ID For Members holding shares in Physical Form:- Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.

Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the sequence number (Sequence number has been provided in the ballot paper as Serial number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name.

Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Please enter any one of the details in order to login. In case both the details are not recorded with the depository and company, please enter the Member id / folio number in the Dividend Bank details field.

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

(vi) Members holding shares in Physical form will then reach directly to the voting screen.

(vii) Members holding shares in Demat form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password is also to be used by the Demat holders for voting for resolution 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.

(viii) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.

(ix) If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing login id and password are to be used.

(x) For Members holding shares in physical form, the password and default number can be used only for e-voting on the resolutions contained in this Notice.

(xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Enter the number of shares (which represents number of votes) under YES/NO or alternatively you may partially enter any number in YES and partially in NO, but the total number in YES and NO taken together should not exceed your total shareholding.

(xii) After selecting the resolutions 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.

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

(xiv) Institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at: savlahardik@yahoo.com with a copy marked to: helpdesk.e-voting@cdslindia.com

(xv) In case you have any queries or issues regarding e-voting, please contact helpdesk.e-voting@cdslindia.com.

(xvi) The e-voting period commences on 1 December 2016 (9.00 am) and ends on 30 December 2016 (5.00 pm).

(xvii) During this period members holding shares in physical or dematerialized form as on 18 November 2016 may cast their vote electronically. The e-voting module shall be displayed by CDSL for voting thereafter.

(xviii) The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on 18 November 2016 by postal ballot.