

5<sup>th</sup> February, 2018

To,  
Mr. Hari K - Asst. Vice President  
National Stock Exchange of India Ltd  
"Exchange Plaza", C-1, Block G,  
Bandra - Kurla Complex,  
Bandra (E), Mumbai - 400 051

To,  
The Manager - Corporate  
The Corporate relationship Department  
BSE Limited  
PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

**Scrip Code:NSE: SMARTLINK****BSE: 532419****Sub: Intimation of notice of Postal Ballot**

Dear Sir,

We hereby inform you that pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management & Administration) Rules, 2014, Regulation 30 of SEBI (LODR) Regulation, 2015 Postal Ballot notice form are being dispatched to the shareholders whose name appearing in the register of members / Beneficiary Owners as on cut-off date 23<sup>rd</sup> February, 2018 for seeking approval of the member of the Company by Postal Ballot, including e-voting by electronic means in the following matters;

Item No.	Brief Description
1	Change in name of the Company
2	Alteration in the object clause of the Memorandum of Association
3	Alteration in the Memorandum of Association of the Company as per the format of the Companies Act, 2013

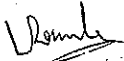
The voting period shall commence on Tuesday 6<sup>th</sup> March, 2018 at 10:00 a.m. (IST) and end on Wednesday 4<sup>th</sup> April, 2018 at 05:00 p.m. (IST).

A soft copy of the Postal Ballot Notice is being enclosed herewith and also uploaded on the website of the Company i.e. [www.smartlink.co.in](http://www.smartlink.co.in)

Thanking you,

Yours faithfully,

For SMARTLINK NETWORK SYSTEMS LIMITED

**URJITA DAMLE**  
**COMPANY SECRETARY****SMARTLINK NETWORK SYSTEMS LTD.**

Corporate Office : SMARTLINK House, Plot No. 5, Bandra-Kurla Complex Road, Off CST Road, Santacruz (E),  
Mumbai - 400 098, India | Land Phone : +91 22 3061 6666 / 2652 6696 | Fax: +91 22 2652 8914

Registered Office : L-7, Verna Industrial Estate, Verna, Salcete, GA, 403722, IN  
Land Phone : +91 832 2885400 | Fax: +91 832 2783395 | [www.smartlink.co.in](http://www.smartlink.co.in)

CIN : L30007GA1993PLC001341

# NOTICE

## Smartlink Network Systems Limited

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722

Corporate Identification Number (CIN): L30007GA1993PLC001341

Telephone: 0832-2885400; Fax: 0832-2783395;

Email: [company.secretary@smartlink.co.in](mailto:company.secretary@smartlink.co.in) Website: [www.smartlink.co.in](http://www.smartlink.co.in)

### POSTAL BALLOT NOTICE

#### Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

Notice is hereby given pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read together with Rule 22 of the Companies (Management & Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other Applicable law and Regulations, that the resolutions appended herewith are proposed to be passed as special resolution/s by means of Postal Ballot/Electronic Voting (e-voting). The explanatory statement pertaining to the resolutions setting out the material facts concerning each item and the reasons thereof are annexed hereto with the Postal Ballot Notice for your consideration.

Pursuant to Rule 22(5) of the Companies (Management & Administration) Rules, 2014, the Board of Directors have appointed Mr. Shivaram Bhat, Practicing Company Secretary (Certificate of Practice No. 7853) as the scrutiniser ("Scrutiniser") for conducting the Postal Ballot & e-voting process in a fair and transparent manner.

The members of the Company are requested to carefully read the instructions printed on the Postal Ballot Form, record your assent (for) or dissent (against) therein and return the Postal Ballot Form, in original, duly completed in all respects, in the enclosed self-addressed, postage pre-paid envelope/business reply envelope (if posted in India). The postage will be borne and paid by the Company. Postal Ballot forms if sent by courier or by registered post / speed post at the expense of the member will also be accepted. The Postal Ballot Form can also be deposited personally at the address given on the self address business reply envelope. The duly completed Postal Ballot Forms should reach the Scrutiniser, on or before the close of working hours (05:00 p.m.) on Wednesday, the 04<sup>th</sup> day of April, 2018. Please note that any Postal Ballot Form(s) received after the said date and time will be treated as not having been received.

E-Voting facility is also provided to all members to enable them to cast their votes electronically instead of dispatching Postal Ballot Forms. Members desiring to opt for e-voting facilities arranged by the Company are requested to follow the procedure as stated in the notes to the Notice and instructions for casting of votes by e-voting on the back of the Postal Ballot Form. Members of the Company will have both the options of voting i.e. by e-voting and through Postal Ballot Form. Kindly note that while exercising their vote, members of the Company can opt for only one of the modes of voting i.e. either through Postal Ballot Form or e-voting. If you are opting for e-voting, then you are requested not to vote through Postal Ballot Form and vice versa. In case member votes through both the modes, voting done by e-voting shall prevail and votes cast through postal ballot will be treated as invalid.

Upon completion of the scrutiny of the Postal Ballot Forms, the Scrutiniser will submit his report to the Chairman of the Company (the "Chairman") or to any other Director duly authorised in this regard. The result of the Postal Ballot would be announced by the Chairman or any other Director duly authorised, on Thursday, the 05<sup>th</sup> day of April, 2018 at 11:00 a.m. at the corporate office of the Company situated at Mumbai. The results declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. [www.smartlink.co.in](http://www.smartlink.co.in) within two (2) days of passing of the resolution and shall also be communicated to the stock exchanges, where the equity shares of the Companies are listed.

The date of declaration of the results of the postal ballot i.e. 05<sup>th</sup> day of April, 2018 shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

#### Proposed Special Resolution/s for approval of shareholders

##### 1. CHANGE IN NAME OF THE COMPANY

To consider and if thought fit, to pass the following resolution as a Special resolution: "RESOLVED THAT pursuant to the provisions of Section 4, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporations) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other approvals from regulatory authorities as may be necessary, consent of the Shareholders of the Company be and is hereby accorded for changing the name of the Company from "SMARTLINK NETWORK SYSTEMS LIMITED" to "SMARTLINK HOLDINGS LIMITED" or any other name as made available by the regulatory authorities whether under the Companies Act, 2013 or any other rules, laws, acts, statutes and regulations as may be applicable to the Company.

RESOLVED FURTHER THAT the name clause being clause "I" in the Memorandum of Association of the Company be altered accordingly with the new name as per the fresh Certificate of Incorporation.

RESOLVED FURTHER THAT subject to the above, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company as per the fresh Certificate of Incorporation.

RESOLVED FURTHER THAT Mr. K. R. Naik, Executive Chairman, Mr. K. G. Prabhu, Chief Financial Officer and Ms. Urjita Damle, Company Secretary of the Company be and are hereby authorized severally to do and perform or cause to be done and

perform all such acts, deeds matters and things as may be required and deemed necessary and incidental thereto including signing and filing of all forms and other documents with any statutory / regulatory authorities and to settle and finalize all issues that may arise in this regards to give effect to the above resolution."

##### 2. ALTERATION IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

To consider and if thought fit, to pass the following resolution as a Special resolution:

"RESOLVED THAT in accordance with provisions of Sections 13 of the Companies Act, 2013 or any amendment thereto or modification thereof, the consent of the members be and is hereby accorded, to delete the current Clause III (A) (1) of the Memorandum of Association of the Company and replace it with a new clause III (A) (1) as below:

1. To invest in, acquire, purchase, hold, sell, dispose of or otherwise
  - 1A. To deal in all types of shares, stocks, debentures, bonds, units of mutual funds, negotiable instruments, commercial paper, certificates of deposits, futures and derivative instruments, securities of any Company, government, public body or authority, municipal and local bodies, whether in India or abroad and to form, incorporate or promote, sell or otherwise dispose-off any company or companies, whether in India or elsewhere; and
  - 1B. To develop, construct, manage, lease, turn to account & deal in real estate and property of all kinds and in particular land, buildings, hereditaments and other property in India or elsewhere any right or interest in real or personal property and any claims against such property or against any persons or company and as regards land to develop the resources thereof any improving and civil constructions of commercial and residential building and to carry on business as builders contractors estate agents and estate managers.

RESOLVED FURTHER THAT Mr. K. R. Naik, Executive Chairman, Mr. K. G. Prabhu, Chief Financial Officer and Ms. Urjita Damle, Company Secretary of the Company be and are hereby authorized severally to file, sign, verify and execute all such e-forms, papers or documents, as may be required and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to the aforesaid resolutions including agreeing to any change to the aforesaid clause of the Memorandum of Association of the Company, as may be directed by the Registrar of Companies or any other regulatory / statutory authority."

##### 3. ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS PER THE FORMAT OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass the following resolution as a Special resolution:

"RESOLVED THAT pursuant to Section 4 & 13 of the Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted from time to time), and subject to the necessary approvals of the statutory authorities, if any, required in this behalf, the approval of the shareholders be and is hereby accorded for alteration in the Memorandum of Association of the Company by deleting Clause III (C) – "Other Objects" completely and consequently there shall be no other objects.

RESOLVED FURTHER THAT in accordance with provision of the Companies Act, 2013, the heading of clause III (A) and III (B) of the Memorandum of Association of the Company be renamed as under:

Clause III(A) – "The object to be pursued by the Company on its incorporation are:"

Clause III (B) – "Matters which are necessary for furtherance of the objects specified in clause III (A) are:"

RESOLVED FURTHER THAT the existing clause IV i.e. "The Liabilities of members is limited" be replaced by new clause i.e. "The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them".

RESOLVED FURTHER THAT the existing clause V be amended by deleting the words "with the power to the Company to increase or reduce such capital and to issue any part of its capital original or increased with or without any preference, priority or special privilege or subject to postponement of rights or to any condition or restrictions and so that unless the conditions of issue otherwise expressly declared, any issue of shares whether declared to be preference or otherwise shall be subject to power, herein before contained as may be permitted by the Companies Act, 1956."

RESOLVED FURTHER THAT the 'Companies Act, 1956' be replaced with the 'Companies Act, 2013' wherever it appears in the Memorandum of Association.

RESOLVED FURTHER THAT Mr. K. R. Naik, Executive Chairman, Mr. K. G. Prabhu, Chief Financial Officer and Ms. Urjita Damle, Company Secretary of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things and undertakes any changes, if any required, by any authority in the Memorandum of Association as may be considered necessary and appropriate to give effect to the above resolution."

By order of the Board of Directors  
For Smartlink Network Systems Limited

Reg office:

L-7, Verna Industrial Estate,  
Verna, Salcete, Goa 403722

Urjita Damle  
Company Secretary  
Mumbai, 22<sup>nd</sup> February, 2018

**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of item no. 1 to 3 set out in the notice is annexed hereto.
2. The Notice is being sent to all the shareholders, whose names appear on the Register of Members/list of Beneficial Owners on Friday the 23<sup>rd</sup> day of February, 2018 as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL).
3. The Company has appointed Mr. Shivaram Bhat, Practicing Company Secretary (Certificate of Practice No. 7853) as Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. After completion of scrutiny of the Postal Ballot Forms, he will submit his report to the Chairman or to any other Director duly authorised in this regard, in a fair and transparent manner. The results of the Postal Ballot would be announced by the Chairman or any other Director, duly authorized on Thursday, the 05<sup>th</sup> day of April, 2018 at 11:00 a.m. at the corporate office of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. [www.smartlink.co.in](http://www.smartlink.co.in) within two (2) days of passing of the resolution and shall also be communicated to the stock exchanges, where the Equity Shares of the Company are listed.
4. Shareholders who have registered their e-mail IDs for receipt of documents in electronic mode under the Green Initiative of Ministry of Corporate Affairs are being sent Notice of Postal Ballot by e-mail and others are sent through permitted mode of dispatch along with Postal Ballot Form. Shareholders who have received Postal Ballot Notice by e-mail and who wish to vote through Physical Postal Ballot Form can download the same from the website of the Company [www.smartlink.co.in](http://www.smartlink.co.in). To seek duplicate Postal Ballot Form, please contact our Registrar and Share Transfer Agent, M/s Karvy Computershare Private Limited.
5. In compliance with provisions of Section 110 of the Act read with the Companies (Management and Administration) Rules, 2014 the Company is offering e-voting facility to all the shareholders of the Company. The Company has availed the e-voting services of Karvy Computershare Private Limited ("Karvy").
6. Shareholders desiring to exercise vote by Postal Ballot Form are requested to carefully read the instructions printed on the reverse of the Postal Ballot Form and return the Postal Ballot Form duly completed, in all respects and signed in the enclosed self-addressed postage pre-paid envelope/business reply envelope to the Scrutiniser. The postage cost will be borne by the Company. However, envelopes containing Postal Ballot Forms, if sent in person, by courier or registered/speed post at the expense of the shareholders will also be accepted.
7. The Postal Ballot Form should be completed and signed by the member.
8. The voting rights of the shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday the 23<sup>rd</sup> day of February, 2018 being the cut-off date. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
9. **Facility to exercise vote by postal ballot including voting through electronic means will be available during the following period:**  
**Commencement of voting: From 10.00 a.m. on Tuesday, the 06<sup>th</sup> day of March, 2018**  
**End of voting: At 05.00 p.m. on Wednesday, the 04<sup>th</sup> day of April, 2018 (both days inclusive)**  
**(The facility for voting through electronic means will be disabled for voting by KARVY upon expiry of the aforesaid voting period)**
10. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decisions on the validity of a Postal Ballot Form shall be final and binding.
11. Votes will be considered invalid on the following grounds:
  - if the member's signature does not tally.
  - if the member has marked all his shares both in favour and also against the resolution.
  - if the Postal Ballot Form is unsigned.
  - if the Postal Ballot Form is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favor or against or if the signature could not be checked or on one or more of the above grounds.
  - if the information filled in the Postal Ballot Form is incomplete.
  - if any other form or photocopy of the Postal Ballot Form is used.
  - If any direction given by competent authority in writing to the Company to freeze the voting rights of the member.
12. Name, Designation, Address, E-mail ID and Phone Number of person responsible to address grievances connected with E-voting

Name	: Urjita Damle
Designation	: Company Secretary
Address	: L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722
Tel	: 0832 – 2885400
Email	: <a href="mailto:Company.Secretary@smartlink.co.in">Company.Secretary@smartlink.co.in</a>

13. In compliance with Regulation 44 of the Listing Regulations and Section 110 and other applicable provisions of the Act read with the related rules, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The instructions for e-voting are given on the back of the Postal Ballot Form.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No. 1 and 2**

The shareholders vide the resolution dated 16<sup>th</sup> September, 2016 had accorded approval for the transfer of Digisol brand business and manufacturing business to wholly owned subsidiaries. Consequent to the above transfer of business, your company's income is mainly from investments and rent on immovable properties. The assets of the company consists primarily of investments in various securities and land and buildings. The Company had made an application to the Reserve Bank of India for a certificate of registration, for categorising itself as Type I-NBFC-ND (Non Banking Financial Company not accepting public funds). The Reserve Bank of India ("RBI") vide its letter dated 12<sup>th</sup> February, 2018 has directed the Company to change the name of the Company to suit its present and proposed business i.e. Non-Banking Financial activities to further process the registration of certificate.

Hence to reflect the identity and the nature of activity of the Company, i.e., investments and real estate, it is proposed to change the name of the Company from "Smartlink Network Systems Limited" to "Smartlink Holdings Limited". The Directors believe that the name of the Company would reflect the nature of the present business of the company.

The Board at its meeting held on 22<sup>nd</sup> February, 2018 approved the proposed name change. Ministry of Corporate Affairs has approved the availability of name. The name change also needs in-principle approval from BSE and NSE under regulation 45 of the SEBI (LODR) Regulation, 2015 and the company is in the process of filing application with respective stock exchanges. Thus, subject to the regulatory approvals, it is proposed to change the name of the Company to "Smartlink Holdings Limited" or any other name as acceptable to the regulatory authorities and being made available by the Registrar of Companies.

The name available by ROC is valid for 60 days within which all formalities are proposed to be complied. However all the regulatory approvals may not come within the stipulated time. Hence, shareholders approval is being obtained to change the name of the Company with any other name as may be acceptable to the regulatory authorities without further specific consent by the members.

Pursuant to Sections 13 and 14 of the Companies Act, 2013 the, approval of the shareholders is also sought by way of a Special Resolution for alteration of Memorandum of Association and Article of Association of the Company consequent to the name change.

To reflect the identity and the nature of the present activities of the Company, i.e. investments and real estate, it is also proposed to amend the main objects under the objects clause of the Memorandum of Association of the Company by deleting clause III(A)(1) and replacing the same with the new clause III(A)(1) and thereafter to renumber the remaining sub-clauses if necessary. The proposed amendment in the Objects Clause of the Memorandum of Association are in the nature of enabling provisions, which will enable the Company to broad base its business. The above amendment would be subject to approval of the Registrar of Companies and any other Statutory or Regulatory Authority, as may be necessary.

A copy of Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Shareholders at the registered office of the Company during normal business hours on all working days upto the last date of voting.

The Board recommends the resolution as set out in item no. 1 and 2 to the Notice for approval of the shareholder as a Special Resolution/s.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding.

**Item No. 3**

Smartlink Network Systems Limited was incorporated on 31<sup>st</sup> March, 1993, under the provisions of the Companies Act, 1956.

The existing Memorandum of Association (MOA) were based on the Companies Act, 1956 and several clauses / regulations in the existing MOA contains references to the specific sections of the Companies Act, 1956 which are no longer in force. Hence it is proposed to alter the Memorandum of Association to bring it in line with the provisions as per the Companies Act, 2013.

A copy of Memorandum of Association of the Company together with the proposed alteration is available for inspection by the Shareholders at the registered office of the Company during normal business hours on all working days upto the last date of voting.

The Board recommends the resolution as set out in item no. 3 to the Notice for approval of the shareholder as a Special Resolution.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding.

**By order of the Board of Directors  
For Smartlink Network Systems Limited**

**Reg office:**  
L-7, Verna Industrial Estate,  
Verna, Salcete, Goa 403722

**Urjita Damle  
Company Secretary**  
Mumbai, 22<sup>nd</sup> February, 2018

# SMARTLINK NETWORK SYSTEMS LIMITED

Registered Office: L-7, Verna Industrial Estate, Verna, Salcete, Goa, 403722

Corporate Identification Number (CIN): L30007GA1993PLC001341

Telephone: 0832-2885400; Fax: 0832-2783395;

Email: [company.secretary@smartlink.co.in](mailto:company.secretary@smartlink.co.in) Website: [www.smartlink.co.in](http://www.smartlink.co.in)

## POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

Sr. No. :

1 Name(s) & Registered Address  
of the sole / first named Member:

2 Name(s) of the Joint-Holder(s),if any:

3 DP ID No / Client ID No/Registered:  
Folio Number

4 Number of Share(s) held:

I/ We hereby exercise my/ our vote in respect of the Resolution(s) to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot / e-voting dated 22<sup>nd</sup> February, 2018 by sending my/our Assent (FOR) or dissent (AGAINST) to the said Resolution by placing a tick mark (✓) at the appropriate box below:

Item No:	Brief Description	Number of Share Held	I / We assent to the resolution (For)	I / We dissent to the resolution (Against)
1	Change in name of the Company			
2	Alteration in the object clause of the Memorandum of Association			
3	Alteration in the Memorandum of Association of the Company as per the format of the Companies Act, 2013			

Place:

Date:

(Signature of Member)

## ELECTRONIC VOTING PARTICULARS

EVEN (E-VOTING EVENT NUMBER)	USER ID	PASSWORD

**Note:** Please read the instructions printed overleaf carefully before filling this Form or e-voting.

**A. GENERAL INSTRUCTIONS**

1. This Postal Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
2. A member can opt for one mode of voting i.e. either through e-voting or by postal Ballot Form. If a member casts votes by both the modes, then voting done through e-voting shall prevail and postal Ballot Form shall be treated as invalid.
3. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned.
4. For detailed instructions on e-voting, please refer to the notes appended below. The notice of Postal Ballot/ E- Voting has also been placed on the website of the company viz; [www.smartlink.co.in](http://www.smartlink.co.in) and on Karvy's website viz; <http://evoting.karvy.com/>
5. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Postal Ballot Form to declare the final result for the resolution forming part of the notice of Postal Ballot /E-voting.
6. Voting Rights in the Postal Ballot Form/ e-voting cannot be exercised by proxy.

**B. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY POSTAL BALLOT FORM**

1. A Member desiring to exercise vote by postal ballot should complete this Postal Ballot Form and send it in the attached self-addressed postage pre-paid envelope. Envelope containing postal ballot, if sent by courier at the expense of the registered members will also be accepted.
2. The Self addressed envelope bears the address of the Scrutinizer, Mr. Shivaram Bhat, Practicing Company Secretary, who was appointed by the Board of Directors of the Company at their Meeting held on 22<sup>nd</sup> February, 2018.
3. The Postal Ballot form should be completed and signed by the member, in case of Joint holding, this form should be completed and signed (as per the Specimen signature) by the first named member and in his/ her absence, by the next named member. Unsigned postal ballot form will be rejected.
4. The Postal Ballot Form will also be considered invalid if a Member has made any amendments to the Resolution(s) or imposed any condition while exercising his/ her vote.
5. The Consent must be accorded by recording the assent in the column 'FOR' and dissent in the column 'AGAINST' by placing tick mark (v) in the appropriate column.
6. There will be one postal ballot form for every 'Client ID' / 'Registered Folio' irrespective of the number of joint holders.
7. You may carefully read the instructions printed in this Postal ballot form and return the form duly completed in the attached self-addressed postage pre-paid envelope, so as to reach the Scrutinizer not later than 5.00 p.m. on 4<sup>th</sup> April, 2018. Postal Ballot form received after this date will be strictly treated as if the reply from the member has not been received.
8. Where the postal ballot form has been signed by an authorised representative of a Body Corporate, a certified copy of the relevant authorisation to vote on the postal ballot should accompany the postal ballot form.
9. Members are requested not to send any other paper along with the postal ballot form in the enclosed self addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. The Scrutinizer's decision on the validity of the Postal Ballot / e-voting will be final.

**C. PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE BY E-VOTING**

- A. In case a Member receiving an email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]
  - i. Launch internet browser by typing the following URL for e-voting: <https://evoting.karvy.com/>
  - ii. Enter the login credentials i.e. USER ID and PASSWORD mentioned in the Postal Ballot Form. Your Folio No / DP ID / Client ID will be your USER ID. However, if you are already registered with Karvy for e-voting, you can use your existing USER ID and password for casting your vote. Enter the verification code (Captcha) i.e. please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
  - iii. After entering details appropriately click on LOGIN.
  - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
  - v. Login again with the new credentials.
  - vi. On successful login, system will prompt to select the 'EVEN' (E-voting Event Number) i.e. the Company's name 'Smartlink Network Systems Limited'.
  - vii. On the voting page, you will see the 'Resolution Description' and against the same the option 'FOR/ AGAINST/ ABSTAIN' from voting.
  - viii. Enter the number of shares (which represents number of votes) under 'FOR/ AGAINST/ ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/ AGAINST' taken together should not exceed your total shareholding. If the shareholder does not want to cast his vote, select 'ABSTAIN' and the shares will not be counted under either head.
  - ix. Members holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.
  - x. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
  - xi. After selecting the resolution 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 click on 'CANCEL' to modify your vote.
  - xii. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote. **During the voting period, Members can login any number of times till they have voted on the Resolution.**
  - xiii. Corporate / Institutional Members (other than Individuals, HUF, NRI, etc) are required to send scan of certified true copy (PDF format) of the relevant Board Resolution / Power of Attorney / Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: [cs.sbhat@gmail.com](mailto:cs.sbhat@gmail.com) with a copy to [evoting@karvy.com](mailto:evoting@karvy.com) and [Company.Secretary@smartlink.co.in](mailto:Company.Secretary@smartlink.co.in).
  - xiv. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of <https://evoting.karvy.com/> (Karvy's website) or contact Mrs. C Shobha Anand, Contact No. 040-67162222 at [Unit: Smartlink Network Systems Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at 1800 345 4001 (Toll free).
  - xv. The voting period shall commence on Tuesday, 6<sup>th</sup> March, 2018 at 10:00 a.m. and will end on Wednesday, 4<sup>th</sup> April, 2018 at 05:00 p.m. (both days included). The e-voting module shall be disabled by Karvy at 5.00 p.m. on 4<sup>th</sup> April, 2018.
- B. In case of Members receiving physical copy of the Notice by Post [for Members whose email IDs are not registered with the Depository Participant(s) / Company]:
  - i. **USER ID and initial password** as provided in the Postal Ballot Form.
  - ii. Please follow all steps from Sr. No. (i) to (xv) as mentioned in (A) above, to cast your vote.
- C. **Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.**