

REF: DLK/L&S/2018-19/7-6

Date: July 9, 2018

To,
**The Manager – Corporate
Relationship Department
BSE Limited**
25th Floor, P.J. Towers,
Dalal Street, Mumbai-400 001
Security Code: BSE - 533146

To,
**The Manager - Corporate Compliance
National Stock Exchange of India
Limited**
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051.
Symbol : NSE - DLINKINDIA

Sub: Annual General Meeting - Newspaper Publication;

Dear Sir, / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the Notice of Annual General Meeting of the Company to be held on Friday, 3rd August, 2018 at 11:00 a.m. at Kesarval Gardens, Verna, Salcette, Goa – 403722.

Further, pursuant to Regulation 47 of the Listing Regulations, please find enclosed herewith the copies of notice published in the newspapers for the attention of the equity shareholders of the company in respect of the Annual General Meeting.

Kindly take the above on record and disseminate the information.

Thanking You,

Yours faithfully,
For **D-LINK (INDIA) LIMITED**


**SHRINIVAS ADIKESAR
COMPANY SECRETARY**

D-Link (India) Limited

CIN No.: L72900GA2008PLC005775

Regd. office: Plot No. U02B, Verna Industrial Estate, Verna, Goa - 403722.

Ph. No.: 0832-2885800 • Email: shares@dlink.co.in • Website: www.dlink.co.in

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the Tenth Annual General Meeting (AGM) of the members of D-Link (India) Limited (the Company) will be held on Friday, 3rd August, 2018 at 11:00 a.m. at Kesarval Gardens, Verna, Salcette, Goa - 403722, to transact the following business:

ORDINARY BUSINESS:

- To consider and adopt;
 - the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Directors' and Auditor's thereon.
 - the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Report of Auditors thereon.
- To consider declaration of dividend for the financial year ended 31st March, 2018.
- To consider re-appointment of Mr. Mukesh Lulla (DIN: 00524435), who retires by rotation and being eligible, offers himself for re-appointment.
- Appointment of Statutory Auditors:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made thereunder, as amended from time to time, pursuant to the proposal of the Audit committee and on recommendation of the Board, M/s B S R & Co. LLP, Chartered Accountants, (ICAI firm registration no. 101248W/W-100022) be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a period of 5 years commencing from the conclusion of this 10th Annual General Meeting till the conclusion of 15th Annual General Meeting of the Company on a remuneration and out-of-pocket expenses, as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

- Appointment and Payment of Remuneration to Managing Director & CEO:

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force) the approval of the members of the Company be and is hereby accorded for appointment of Mr. Tushar Sighat (DIN: 06984518) as Managing Director & CEO for a period of 3 years with effect from November 2, 2017 and payment of remuneration as detailed in the explanatory statement annexed hereto from time to time.

"RESOLVED FURTHER THAT any Director of the Company or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to do all

such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution."

**By order of the Board
For D-Link (India) Limited**

**Shrinivas Adikesar
Company Secretary**

Mumbai, Dated: 29th May, 2018

Registered Office:

Plot No. U02B, Verna Industrial Estate,
Verna, Goa - 403722, India.

Notes:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHALL BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto.
- Body corporate can be represented at the meeting by such person(s) as are authorised. Copies of resolution under section 113 of the Companies Act, 2013, authorising such person(s) to attend the meeting should be forwarded to the Company prior to the meeting.
- The Register of Members and the Share Transfer Register will remain closed from 14th July, 2018 to 20th July, 2018 (both days inclusive).

The dividend recommended by the Board, if approved by the shareholders at the 10th AGM, shall, be paid to those members whose names appear on the Register of Members during the aforesaid period.

- The amount of dividend remaining unclaimed or unpaid for a period of 7 years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF). Accordingly, in the year 2017-18, the Company had transferred the unclaimed or unpaid dividend for the year ended 31st March, 2010 to IEPF. Unclaimed Dividend in respect of the financial year ended 31st March, 2011 will be due for transfer to Investor Education and Protection Fund on or after 15th September, 2018. The Members who have not encashed the dividend warrants for the earlier years so far are requested to send their claims, if any, to the Company / Share Transfer Agent immediately. Once the amount is transferred by the Company to IEPF, no claim thereof shall lie against the Company.
- Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. Members holding shares in physical form and desirous of either registering or changing bank particulars are requested to write to the Company.
- Members are requested to send their queries at AGM, if any on the operations of the Company, to reach the Company Secretary at the Company's Registered Office, atleast 5 days before the meeting, so that the information can be compiled in advance.

8. Members are requested to register their e-mail addresses through their Depository Participant where they are holding their Demat Accounts for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the Registrar and Transfer Agents, giving reference of Folio Number.
9. Details under Regulation 36(3) of SEBI Listing Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice.
10. Electronic copy of the Annual Report for 2017-18 and notice of the AGM are being sent to all the members whose email IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2017-18 and notice of the AGM are being sent in the permitted mode.
11. Voting through electronic means:

A) Voting

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI Listing Regulations 2015, the Company is pleased to provide to its members facility to exercise their right to vote at the 10th AGM by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting (remote e-voting). The business may be transacted through e-Voting Services provided by Karvy Computershare Pvt Ltd (Karvy/RTA).
2. The facility for voting, through ballot paper, will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

B) General Instructions

- i) A member can opt for only one mode of voting, i.e. either by e-voting or through ballot. In case of Member(s) who cast their votes by both modes, then voting done through e-voting shall prevail and the Ballot form of that member shall be treated as invalid.
- ii) Facility of voting through Poll paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-voting or through Ballot Form shall be able to exercise their right at the Meeting.
- iii) 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 being 28th July, 2018. A person who is not a Member as on the cut off date should treat this Notice for information purposes only.
- iv) Mr. Shivaram Bhat - Practising Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v) The e-voting period commences on 31st July, 2018 (9:00 am) and ends on 2nd August, 2018 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. 28th July, 2018, may cast their vote electronically. The e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently or cast the vote again.
- vi) Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date may obtain the login ID and password by sending a request at evoting@karvy.com However if you are already registered with Karvy for e-voting, then you can use your existing user ID and password/ PIN for casting your vote.
- vii) The Results along with the Scrutinizer's Report shall be placed on the Company's website www.dlink.co.in and on the website of Karvy immediately after the result are declared by the Chairman or any other person authorised by the Chairman, and the same shall be communicated to the BSE Limited and National Stock Exchange of India Limited.

ANNEXURE No. 1 TO THE NOTICE

Statement pursuant to Section 102 of the Companies Act, 2013.

Item no. 4:

As regards to appointment of Auditors, the following details are given for information of the shareholders:

M/s Deloitte Haskins & Sells LLP, Chartered Accountant (Registration No.117366W/W-100018) were appointed as the auditors of the Company for a period of 4 (four) years at the sixth AGM of the Company till the conclusion of the 10th AGM.

In terms of the provisions of Section 139 of the Companies Act, 2013 read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, an audit firm can be appointed as auditors of a Company for not more than two terms of five consecutive years each. For the purpose of calculating the period of ten years, the period for which the audit firm had held office as auditors, prior to 1st April, 2014, was required to be taken into account. The Companies Act, 2013 also provides a transition period of three years, within which the concerned companies are required to mandatorily rotate its auditors. Accordingly, Deloitte Haskins & Sells LLP will complete their term of four years at the conclusion of 10th Annual General Meeting and are not eligible for re-appointment.

Pursuant to the recommendation of the Audit Committee of Directors, the Board of Directors of the Company proposes to appoint B S R & Co LLP, Chartered Accountants, (Firm Registration No. 101248W/W-100022.) as the Auditors of the Company for one term of 5 years and to hold office as such

from the conclusion of this 10th AGM until the conclusion of the 15th AGM of the Company.

The Board, accordingly, recommends the appointment of B S R & Co LLP, Chartered Accountants as the Auditors of the Company as set out at Item No. 4 of this Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

Profile of B S R & Co. LLP

B S R & Co. ('the firm') was constituted on 27th March 1990 having firm registration no. as 101248W. It was converted into limited liability partnership i.e. B S R & Co. LLP on 14th October, 2013 thereby having a new firm registration no. 101248W/W-100022. The registered office of the firm is at 5th Floor, Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai, Maharashtra - 400 011

B S R & Co. LLP is a member entity of B S R & Associates, a network registered with the Institute of Chartered Accountants of India. The other entities which are part of the B S R & Associates include B S R & Associates LLP, B S R & Company, B S R and Co, B S R and Associates, B S R and Company, B S S R & Co and B B S R & Co.

B S R & Co. LLP is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodara, Noida, Jaipur and Kochi.

Item No. 5:

The Board of Directors appointed Mr. Tushar Sighat as Managing Director & Chief Executive Officer of the Company with effect from 2nd November, 2017 for a period of 3 years.

The remuneration proposed during the term of appointment/ financial year is as below;

1. Basic Salary: Rs. 300,000/- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of Rs. 600,000/- per month.
2. Other Allowances: Rs. 600,000/- per month with such annual increment as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time, subject to a ceiling of Rs. 1,200,000/- per month.
3. Performance linked variable pay and / or any other compensation as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time and the same may be made on a pro-rata basis every month or on an annual basis subject to maximum of Rs. 20,000,000/- per annum.
4. Perquisites: In addition to the Salary as set out above, the Managing Director & CEO shall be entitled to the following perquisites:
 - a. House Rent Allowance equivalent to 40% of the Basic Salary.
 - b. Use of Company's car for official duties and telephone shall not be considered as perquisites.
 - c. Reimbursement of all Medical expenses upto maximum of Rs. 25 lakhs p.a.
 - d. Provident Fund and Gratuity as per the applicable laws and policy of the Company.
 - e. Earned Leave encashment as per the rules of the Company.
 - f. For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made thereunder, wherever

applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The payment of remuneration, as may be determined by the Board or a duly constituted Committee thereof, from time to time, within the maximum limits of remuneration for Managing Director approved by the Members of the Company.

During the financial year 2017-18, the Company has paid the remuneration to Mr. Tushar Sighat in the capacity of Wholetime Director & CEO upto 1st November, 2017 and said appointment and payment of remuneration was approved by way of Special Resolution dated 1st September, 2017.

This Explanatory Statement may also be considered as the requisite abstract under Section 190 of the Companies Act, 2013 setting out the terms and conditions of appointment of Managing Director of the Company.

In the event of inadequate profits, the company may, subject to certain conditions, including the passing of a special resolution, may pay remuneration to its directors not exceeding double the limits prescribed in Section II of Part II of Schedule V to the Companies Act, 2013 as amended.

Except Mr. Tushar Sighat, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise and do not have any conflict of interest in the Resolution.

The Board recommends the Resolutions as set out in the accompanying Notice for the approval of members.

The information as required to be disclosed under Section II of Part II of Schedule V to the Companies Act, 2013 is given in the Annexure to the Notice.

**By order of the Board
For D-Link (India) Limited**

**Shrinivas Adikesar
Company Secretary**

Mumbai, Dated: 29th May, 2018

Registered Office:

Plot No. U02B, Verna Industrial Estate,
Verna, Goa - 403722, India.

ANNEXURE No. 2 TO THE NOTICE

[SCHEDULE V PART II SECTION II 1(B) (iv) OF THE COMPANIES ACT, 2013]

I. GENERAL INFORMATION

1. Nature of Industry

D-Link (India) Limited, is engaged in marketing and distribution of networking products in India and SAARC region. It offers products that extend across home, small-and-medium, and enterprise network equipment, including Ethernet switches, firewall security, wireless access points, Internet protocol (IP) surveillance cameras, networking storage, Internet of Things ("IoT") and structured cabling etc.

2. Date or expected date of commencement of commercial production

Not Applicable.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not Applicable.

4. Financial Performance based on given indicators

(Rs in Cr)

Particulars	FY-2018	FY-2017	FY-2016	FY-2015	FY-2014
Revenue	641.58	696.64	700.74	625.32	487.58
Other Income	2.19	2.15	1.39	1.56	1.12
Total Income	643.78	698.79	702.13	626.89	488.70
Expenditure	(626.96)	(673.32)	(667.11)	(592.31)	(465.84)
Interest	(0.85)	(0.51)	(0.36)	(0.46)	(0.82)
PBDT	16.82	25.47	34.66	34.11	22.05
Depreciation	(1.06)	(1.17)	(1.47)	(1.70)	(1.68)
PBT	15.75	24.30	33.19	32.41	20.37
Tax	(5.33)	(8.44)	(11.69)	(11.08)	(6.78)
Net Profit	10.42	15.86	21.50	21.33	13.58

5. Foreign investments or collaborations, if any

D-Link (India) Limited is part of D-Link Corporation one of the largest networking companies widely recognized as a global enterprise with active presence worldwide. D-Link Holding Mauritius Inc., a 100% subsidiary of D-Link Corporation, holds 51.02% shareholding in the Company as on 31st March, 2018.

II. INFORMATION ABOUT THE APPOINTEE:

a) Background details of Mr. Tushar Sighat

Mr. Tushar Sighat brings with him vast experience and domain expertise spanning over 27 years. In his current role, he is responsible for driving the company's growth, and play a strategic role in strengthening D-Link's position as a leader in networking solutions in India and SAARC region. Mr. Tushar Sighat has a B.E in Electronics & Telecommunication.

b) Past remuneration of Mr. Tushar Sighat

	2017-18	2016-17	2015-16	2014-15
Salary and allowances	23,980,000	27,021,114	21,002,923	19,190,065
Contribution to Provident Fund	As per applicable laws and policy of the Company			
Car	For official and personal use			
Telephone, Mobile, mediclaim and other amenities	As per the Company's rule			

c) Recognition or awards

Mr. Tushar Sighat has been consistently recognized for his leadership skills. D-Link's crowning glory was its selection by the Association Otherways Management & Consulting for the prestigious 'Majestic Five Continent Award for Quality & Excellence' and 'Total Quality Management Aptitude Seal' for its achievements and success and its unwavering commitment to quality. The award symbolised international recognition for the Company and was received by Mr. Tushar Sighat, D-Link India's Executive Director & CEO, at a high profile ceremony in Berlin, Germany in April, 2016.

d) Job profile and his suitability

As Managing Director & CEO, Mr. Sighat will be responsible for the complete operations of D-Link in India and SAARC region, i.e., Sales operations, Manufacturing, Administration, Product warranty Service etc. Mr. Tushar has over 27 years of work experience and is a IT networking veteran. Under his leadership, the Company has grown and posted revenue to an all-time high since inception.

e) Remuneration proposed per annum

The remuneration paid / proposed to be paid is detailed hereinabove in the explanatory statement.

f) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

The proposed remuneration is comparable and commensurate with the size and nature of the business of the Company and the responsibility of the appointee. The nomination and remuneration committee has taken into consideration of industry benchmark for payment of remuneration.

g) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Besides the remuneration proposed, no other pecuniary relationship exists. Mr. Tushar Sighat Holds 16,427 shares in the Company.

III. OTHER INFORMATION:

1. Reasons of loss or inadequate profits

The Company has continuously shown growth over the years. Rollout of GST Regulations affected the business in the beginning and shown positive growth latter part of the year. The change in technology has also adversely impacted the turnover and profitability of the Company.

2. Steps taken or proposed to be taken for improvement

The Company continues to maintain and strengthen its market position both in terms of Revenue and profitability. The Company is expected to benefit from the government's vision of pan-India internet connectivity and its contribution in the upcoming smart city projects. The Company also expects to gain on wider product platform that will be backed by parent company which will result in improving the profitability.

3. Expected increase in productivity and profits in measurable terms

Based on the above strategy, the Company expects to achieve improved level of turnover on account of introduction of new products in CCTV segment. The Company CCTV range offers tailor made solution that feature latest technology. The Company expects higher turnover on upcoming smart city projects. Increase in turnover will result in the better utilization of resources and improved margin leading to improvement in profitability. This will enable the Company to achieve better performance in the current year as well as years ahead.

IV. DISCLOSURES:

The other relevant disclosures mentioned in the Board of Director's report under the heading "Corporate Governance", attached to the financial statement.

**By order of the Board
For D-Link (India) Limited**

**Shrinivas Adikesar
Company Secretary**

Mumbai, Dated: 29th May, 2018

Registered Office:

Plot No. U02B, Verna Industrial Estate,
Verna, Goa - 403722, India.

DETAILS OF DIRECTORS

Seeking appointment and re-appointment at the 10th Annual General Meeting (Pursuant to Regulation 36(3) of SEBI Listing Regulations 2015):

Name of Director	Mr. Mukesh Lulla	Mr. Tushar Sighat
Date of Birth	27 th November, 1967	30 th September, 1969
Date of Appointment	4 th February, 2016	30 th September, 2014
Brief Resume	Mr. Mukesh Lulla brings on the Board a unique blend of technical expertise and savvy entrepreneurial skills. Mr. Lulla is a veteran in global technology marketing, business development and holds a Master's degree in Electrical Engineering from the University of Southern California, and a Bachelor's degree in Electronics Engineering from N.I.T. Surat. Mr. Lulla has been awarded several patents related to programmable silicon and software algorithms in the field of embedded networking technology and security.	Mr. Tushar Sighat brings with him vast experience and domain expertise spanning over 27 years. In his current role, he is responsible for driving the company's growth, and play a strategic role in strengthening D-Link's position as a leader in networking solutions in India and SAARC region. Mr. Tushar Sighat has a B.E in Electronics & Telecommunication.
Disclosure of relationship between Director inter-se	None	None
Names of the listed entities in which she/he holds directorships.	None	None
Chairman/Member of the Committee(s) of Board of Directors of other listed entities.	None	None
Shareholding in the Company	26,18,773	16,427
No of meetings attended	Four board meetings	Four board meetings

**By order of the Board
For D-Link (India) Limited**

**Shrinivas Adikesar
Company Secretary**

Mumbai, Dated: 29th May, 2018

Registered Office:

Plot No. U02B, Verna Industrial Estate,
Verna, Goa - 403722, India.



D-Link®
 Building Networks for People

डी-लिंग (इंडिया) लिमिटेड

CIN : L72900GA2008PLC005775

नोंदणीकृत कार्यालय : प्लॉट क्र. : यू०२ बी, वेर्णा इंडस्ट्रियल इस्टेट, वेर्णा, सालसेत, गोवा - ४०३ ७२२
 ई-मेल आयडी : shares@dlink.co.in वेबसाईट : www.dlink.co.in दूरध्वनी : ०८३२-२८८५८००

वार्षिक सर्वसाधारण बैठकीची सूचना

याद्वारे सूचना देण्यात येते की, डी-लिंग (इंडिया) लिमिटेडची १०वी वार्षिक सर्वसाधारण बैठक शुक्रवार, दि. ३ ऑगस्ट, २०१८ रोजी सकाळी ११.०० वाजता केसरवाल गार्डन्स, वेर्णा, सालसेत, गोवा - ४०३ ७२२ येथे आयोजित केली जाईल.

कंपनी (व्यवस्थापन आणि प्रशासन) रूल्स, २०१४ च्या नियम १८ सह वाचता येणाऱ्या कंपनी कायदा, २०१३ च्या सेक्शन १०१ आणि १३६ला अनुसरून एजीएमची कामकाज चालवण्यासह ३१ मार्च, २०१८ रोजी संपलेल्या आर्थिक वर्षाच्या लेखापरीक्षित आर्थिक निष्कर्ष आणि त्यावरील लेखापरिक्षक व संचालकांचा अहवाल ज्या सदस्यांनी त्यांचे ई-मेल अॅड्रेस डिपॉझिटरी पार्टीसीपन्ट (सहभागी) यांच्याकडे नोंदवलेले आहेत, त्यांना ई-मेलद्वारे पाठविलेले आहेत, आणि प्रत्यक्ष प्रत सर्व सदस्यांना ज्यांनी ई-मेल अॅड्रेस नोंदविलेले नाहीत, त्यांना त्यांच्या पोस्टाच्या पत्त्यावर परवानगी रितीने पाठविलेले आहेत, त्याबाबत सूचना.

२०१७-२०१८ च्या वार्षिक अहवालासह, नोटीस कंपनीची वेबसाईट www.dlink.co.in वर उपलब्ध आहे. भारधारक, ज्यांना वार्षिक अहवालाची प्रत्यक्ष प्रत पाहिजे आहे, त्यांनी त्यांची विनंती ई-मेलद्वारे कंपनीकडे shares@dlink.co.in किंवा कंपनीच्या आरटीए einward.ris@karvy.com येथे करावी.

कंपनी कायदा, २०१३ च्या सेक्शन ९१ला अनुसरून याद्वारे नोटीस देण्यात येते की, सदस्यांचे नोंदणी पुस्तक आणि कंपनीचे शेअर (भाग) हस्तांतरण पुस्तक १४ जुलै, २०१८ ते २० जुलै, २०१८ (दोन्ही दिवस समाविष्ट) वार्षिक सर्वसाधारण बैठक आणि लाभांश अधिकार जर काही असेल याकरिता बंद राहिल.

कंपनी कायदा, २०१३ च्या सेक्शन १०८ त्याअंतर्गत वाचता येणाऱ्या नियमांना अनुसरून आणि सेबीच्या (सूचीबद्धता आणि विमोचन आवश्यकता) विनियमन, २०१५ च्या विनियम ४४ ला अनुसरून कंपनीला सर्व सदस्यांना ज्यांची नावे सदस्यांच्या नोंदणी पुस्तकात आलेली आहेत अशा सर्व सदस्यांना / २८ जुलै, २०१८ रोजीच्या अंतिम तारखेला असलेले लाभधारक मालक यांना एजीएमसमोर ठराव एजीएमच्या ठिकाणी एवजी कुठूनही म्हणजे रिमोट ई-मतदान सुविधा इलेक्ट्रॉनिक माध्यमातून करून देताना आनंद होत आहे. कंपनीने ई-मतदान सुविधा पुरविण्यासाठी काव्हर्चीची सेवा प्राधिकृत एजन्सी म्हणून नेमलेली आहे. ही सेवा http://evoting.karvy.com येथे उपलब्ध आहे. सर्व सदस्यांना याबाबत माहिती दिलेली आहे.

१. एजीएम येथे चालणारे कामकाज एजीएमच्या दि. २९ मे, २०१८ रोजीच्या नोटीसीत निश्चित केल्याप्रमाणे इलेक्ट्रॉनिक माध्यमातून मतदानाद्वारे चालेल.
२. रिमोट ई-मतदान प्रारंभाची तारीख व वेळ : ३१ जुलै, २०१८ रोजी सकाळी ९.०० वाजता आहे आणि २ ऑगस्ट, २०१८ रोजी संध्याकाळी ५.०० वा. संपेल. त्यानंतर मतदानाकरिता काव्हर्चीद्वारे ई-मतदान मॉड्युल असमर्थ (बंद) केले जाईल.
३. सदस्य त्याच्या रिमोट ई-मतदानाद्वारे मतदानाचा हक्क बजावल्यानंतर सुद्धा एजीएममध्ये सहभागी होऊ शकतो; परंतु एजीएम येथे त्याला मतदान करण्याची परवानगी नाही.
४. कोणीही व्यक्ती, ज्याच्याकडे कंपनीचे शेअर्स आहेत, आणि एजीएमची नोटीस वितरीत झाल्यानंतर भागधारक झालेला आहे आणि अंतिम तारखेनुसार शेअर्स घेतलेले असतील तर काव्हर्ची (युनिट : डी-लिंग (इंडिया) लिमिटेड) यांना evoting@karvy.com येथे विनंतीद्वारे लॉग इन आयडी आणि पासवर्ड मिळवू शकतात.
५. मतपत्रिकाद्वारे मतदान करण्याची सुविधासुद्धा एजीएमच्या ठिकाणी उपलब्ध करून दिली जाईल आणि जे सदस्य एजीएमला उपस्थित असतील आणि ज्यांनी यापूर्वी रिमोट ई-मतदानद्वारे त्यांचे मत नोंदवलेले नसेल त्यांना एजीएमच्या ठिकाणी मतपत्रिकेद्वारे मतदानाचा हक्क बजावता येईल.
६. इलेक्ट्रॉनिक मतदानासाठी सूचना, सदस्यांना विनंती करण्यात येते की, त्यांनी ई-मतदान नोटिसीमध्ये पुरविण्यात आलेल्या सूचनांचे पालन करावे, आणि इलेक्ट्रॉनिक मतदानाशी संबंधित जर काही शंका/प्रश्न उपस्थित झाले तर सदस्यांनी वारंवार विचारले जाणारे प्रश्न (एफएक्यू) जे http://evoting.karvy.com किंवा लिहा ई-मेल - evoting@karvy.com किंवा मिस शोभा आनंद, दूरध्वनी : ०४०-३३२१५४२४, पत्ता : काव्हर्ची सेलेनियम टॉवर बी, प्लॉट ३१-३२, गाचीबोवली फायान्सियल जिल्हा, नानाक्रमगुडा, हैदराबाद - ५०० ०३२ येथे संपर्क साधावा.

डी-लिंग (इंडिया) लिमिटेड करिता
 सही/-
 श्रीनिवास अदिकेसर
 कंपनी सचिव

तारीख : ७ जुलै, २०१८
 ठिकाण : वेर्णा-गोवा.



D-Link (India) Limited

CIN: L72900GA2008PLC005775

Regd. Office: Plot No. U02B, Verna Industrial Estate, Verna, Salcette, Goa - 403722.

Email id: shares@dlink.co.in; Website: www.dlink.co.in; Phone: 0832-2885800.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Tenth Annual General Meeting (AGM) of D-Link (India) Limited will be held on Friday, 3rd August, 2018 at 11:00 a.m. at Kesarval Gardens, Verna, Salcette, Goa - 403722.

Pursuant to section 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 the Notice of the AGM setting out the business to be transacted thereat together with the Audited Financial Statements for the year ended 31st March, 2018 and the Reports of the Auditors and Directors thereon has been sent by email, to the members who have registered their email address with the Depository Participant, and the physical copy has been dispatched, to all other members whose email address is not registered, at their postal address in the permitted mode.

The Annual Report 2017-18 along with AGM Notice is available on the Company's website at www.dlink.co.in. The shareholders, who wish to receive physical copies of the Annual Report, may email their request to the Company at shares@dlink.co.in or to RTA of the Company at einward.ris@karvy.com.

Pursuant to Section 91 of Companies Act, 2013, Notice is hereby given that the Register of Members and Share Transfer Books of the Company will remain closed from 14th July, 2018 to 20th July, 2018 (both days inclusive) for the purpose of Annual General Meeting and entitlement of dividend, if any.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide the facility to cast vote by electronic means to all members whose names appear in the Register of Members/Beneficial owners as on the cut-off date i.e. 28th July, 2018 on all resolutions set forth in the AGM notice from a place other than the venue of AGM i.e. remote e-voting. The Company has engaged the services of Karvy as the Authorized Agency to provide the e-voting facility which is available at <https://evoting.karvy.com>. All the members are informed that:

1. The business to be transacted at AGM as set out in the AGM notice dated 29th May, 2018 may be transacted through voting by electronic means;
2. Date and time of commencement of remote e-voting is 31st July, 2018 (9:00 am) and ends on 2nd August, 2018 (5:00 pm). The e-voting module shall be disabled by Karvy for voting thereafter.
3. A member may participate in the AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM.
4. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date may obtain the login ID and password by sending a request to Karvy (Unit: D-Link (India) Limited) at evoting@karvy.com.
5. The facility for voting through ballot paper, will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right to vote at the AGM through ballot paper.
6. For electronic voting instructions, members are requested to follow the instructions provided in the e-voting notice and in case of any queries/grievances connected with electronic voting, members may refer to Frequently Asked Questions (FAQ) available at <https://evoting.karvy.com> or write an email to evoting@karvy.com or may contact Ms. Shobha Anand, Phone: 040 - 33215424, address: Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad - 500032.

For D-Link (India) Limited

Sd/-

Date : 7th July, 2018

Shrinivas Adikesar

Place : Verna-Goa

Company Secretary

POLITICAL HOT POTATO

EU migration policies seen building blocks for 'Fortress Europe'

Italy and Malta both denied entry to rescue ships in recent days

REUTERS BRUSSELS, July 8

DEALS ON MIGRATION agreed in the European Union and Germany may end up more about rhetoric than reality but they indicate a shift toward a 'Fortress Europe' way of thinking that could pose the bloc's biggest existential threat yet.

The deal in Germany to process migrants in police facilities within 48 hours on its southern border with Austria followed an agreement reached the previous Friday in Brussels to try to review asylum requests in camps around the Mediterranean, including Africa, and share responsibility for migrants rescued at sea.

Critics immediately slammed the two pacts as unworkable and possibly against EU law on the right to seek asylum. Most north African countries have already refused to host such sites because of potential security risks, among other things.

To make the German plan work, Berlin will need to secure bilateral agreements with the EU states where migrants first applied for asylum to take them back if necessary. Berlin says 14 countries have agreed to start negotiations but pacts



will be difficult to agree with those it needs most, Italy and Austria, where the governments hold a tough anti-immigration line.

Austria has said it may be forced in turn to protect its own southern borders, such as those it shares with Italy and Slovenia, to stop migrants transiting from the south.

With Italy and Malta both denying entry to rescue ships in recent days, pushing the vessels to Spain, rights groups say Europe is on its way to ceding its right to claim leadership on humanitarian issues rooted in its own World War Two experience.

"I am worried that international humanitarian law is increasingly being treated as an annoyance," Eugenio Ambrosi,

the EU envoy for U.N. migration agency IOM, told Reuters.

"One would think that the experience of the first half of the 20th century should have taught us all a lesson."

EU diplomats and officials worry that member states are fighting and even hardening their positions just as they need to be unified to face Britain's departure from the union next year and tensions with US President Donald Trump and Russia.

Migration is playing an oversized role in European domestic politics, too. A showdown between German Chancellor Angela Merkel and her conservative southern partner threatened to topple her coalition government though she appears safe for now.

"It is my deep conviction that the migration question decides whether Europe will last," German Chancellor Angela Merkel told the German parliament last week.

A big part of the problem is that the EU has failed to distribute evenly among its population of 500 million what UN data shows is fewer than 2 million new arrivals since 2014, partly because countries like Poland and Hungary refuse to take part.

That has exacerbated disproportionate pressure on southern countries like Greece or Italy. Three years later, the problem has still not been resolved.

"We used to be in the business of helping each other out," said one senior EU diplo-

mat who asked not to be named because his comments differed from his government's official line. "But the spirit of consensus is gone. Everyone is going it alone."

The issue is coming to a head just as migration numbers to Europe are actually tailing off. Only about 46,100 refugees and migrants have made the dangerous sea crossing so far this year, UN data shows, nowhere near the more than a million arrivals in 2015.

The 1,480 people who have perished in the sea this year compares to some 3,700 deaths recorded for the whole of 2015.

In fact the agreement made in Brussels may be worth less than the paper it is written on, EU diplomats and officials say.

"For all the talk of the harsh new measures, most of it is either more of what we have been doing for the last three years, or very difficult and time-consuming to do, like significantly raising the number of people we sent back, or contradictory," said one EU diplomat, who asked not to be named because he was not authorised to speak about the matter publicly.

Meanwhile the political mood in Europe is increasingly turning against migrants.

Italian new interior minister Matteo Salvini's use of the hashtag #stoptheinvasion on Twitter should have been considered beyond the pale for a member of a serving EU gov-

ernment just a few years ago.

In 2015, Hungarian Prime Minister Viktor Orban was widely criticised for contravening EU laws when he built a fence on his southern border.

But now his other idea - presented back in 2016 as 'Africa hotspots' where the EU would handle all refugees and migrants in Africa before bringing over only those who win asylum - is back in the latest EU agreement, with only some revisions. One thing EU leaders have succeeded in doing so far is preventing the collapse of the cherished Schengen travel zone that feeds jobs and businesses across the bloc by guaranteeing control-free movement of people and goods.

The threat to Schengen is real, however, as several countries including Austria, Germany and France have already introduced some emergency border checks since 2015.

The current discussions about the German-Austrian border - and Vienna's threat to restrict its own border - shows how easily one country's move could trigger a chain reaction.

Physically re-erecting dividing lines inside Europe could deal a mortal blow to what backers praise as the most successful peace project in Europe since World War Two, coming after the wounds caused by Britain's vote to leave. "If Schengen falls apart, this is it. There will no longer be an EU as we have known it," said an EU official.

French Davos castigates American web giants for not playing fair

BLOOMBERG London, July 8

WHAT WAS MEANT to be an opportunity to mingle in the sun in a southern French city turned partially into a public denunciation of tax practices of US web giants.

Aix-en-Provence is hosting an annual weekend gathering of politicians and chief executives that is sometimes described as a more relaxed (and warmer) version of Davos. Decision-makers can network between talks at a local university and cocktail receptions at a hotel particulier-turned art museum before heading to a night at the opera.

This year, the US internet giants didn't have an easy ride. In at least two public sessions on Saturday, companies such as Alphabet's Google, Amazon.com and Netflix have borne the brunt of discontent by telecom operators and the public alike.

Alain Weill, chief executive officer at Altice Europe - owner of France telecom company SFR - said although Google and Netflix benefit from the domestic network infrastructure, they aren't required to contribute by making investments while at the same time they urge local operators like SFR to improve it.

Part of the problem rests with the legal framework, Weill said, urging lawmakers and regulators to level the playing field.

"Rules for pure players like Netflix should be the same as the rules for more traditional companies," he said. He gave the example of Google being allowed to do targeted ads while



In at least two public sessions on Saturday, companies such as Alphabet's Google, Amazon.com and Netflix borne the brunt of discontent by telecom operators and the public alike

TV networks in France cannot. "That's what lawmakers should be working on," he said. "Otherwise we are victims of discrimination."

His view was echoed by Xavier Bertrand, leader of a province in northern France, who described the current state of play as unfair competition.

Sebastien Missoffe, the managing director of Google France, said that the search giant had paid an average corporate tax rate of 26 percent annually in the past decade. "We cannot suggest that Google doesn't pay taxes," in France, he said. The audience's reaction: boos.

There has been public outrage in France in recent years for what many consider to be low levels of taxes paid by businesses that generate hundreds of millions in revenues.

AI AT WORK

High-skilled white-collar work? Machines can do that, too

THE NEW YORK TIMES New York, July 8

ONE OF THE best-selling T-shirts for the Indian e-commerce site Myntra is an olive, blue and yellow colour-blocked design. It was conceived not by a human but by a computer algorithm - or rather two algorithms.

The first algorithm generated random images that it tried to pass off as clothing. The second had to distinguish between those images and clothes in Myntra's inventory. Through a long game of one-upmanship, the first algorithm got better at producing images that resembled clothing, and the second got better at determining whether they were like - but not identical to - actual products.

This back and forth, an example of artificial intelligence at work, created designs whose sales are now "growing at 100%," said Ananth Narayanan, the company's chief executive. "It's working."

Clothing design is only the leading edge of the way algorithms are transforming the fashion and retail industries. Companies now routinely use artificial intelligence to decide which clothes to stock and what to recommend to customers.

And fashion, which has long shed blue-collar jobs in the United States, is in turn a leading example of how artificial intelligence is affecting a range of white-collar work as well. That's especially true of jobs that place a premium on spotting patterns, from picking stocks to diagnosing cancer.

"A much broader set of tasks will be automated or augmented by machines over the coming years," Erik Brynjolfsson, an economist at the Massachusetts Institute of Technology, and Tom Mitchell, a Carnegie Mellon computer scientist, wrote in the journal Science last year. They argued that most of the jobs affected would become partly automated rather than disappear altogether.

The fashion industry illustrates how machines can intrude even on workers known more for their creativity than for cold empirical judgments. Among those directly affected will be the buyers and merchandise planners who decide which dresses, tops and pants should populate their stores' inventory.



A key part of a buyer's job is to anticipate what customers will want using a well-honed sense of where fashion trends are headed.

"Based on the fact that you sold 500 pairs of platform shoes last month, maybe you could sell 1,000 next month," said Kristina Shiroka, who spent several years as a buyer for the Outnet, an online retailer. "But people might be over it by then, so you cut the buy."

Merchandise planners then use the buyer's input to figure out what mix of clothing - say, how many sandals, pumps and flats - will help the company reach its sales goals.

In the small but growing precincts of the industry where high-powered algorithms roam free, however, it is the machine - and not the buyer's gut - that often anticipates what customers will want.

That's the case at Stitch Fix, an online styling service that sends customers boxes of clothing whose contents they can keep or return, and maintains detailed profiles of customers to personalise their shipments.

Stitch Fix relies heavily on algorithms to guide its buying decisions - in fact, its business probably could not exist without them. Those algorithms project how many clients will be in a given situation, or 'state', several months into the future (like expanding their wardrobe after, say, starting a new job), and what volume of clothes people tend to buy in each situation. The algorithms also know which styles people with different profiles tend to favour - say, a petite nurse with children who lives in Texas.

Myntra, the Indian online

retailer, arms its buyers with algorithms that calculate the probability that an item will sell well based on how clothes with similar attributes - sleeves, colours, fabric - have sold in the past. (The buyers are free to ignore the projection.)

All of this has clouded the future of buyers and merchandise planners, high-status workers whose annual earnings can exceed \$100,000.

At more conventional retailers, a team of buyers and support workers is assigned to each type of clothing (like designer, contemporary or casual) or each apparel category, like dresses or tops. Some retailers have separate teams for knit tops and woven tops. A parallel merchandise-planning group could employ nearly as many people.

Buyers say this specialisation helps them intuitively understand trends in styles and colours. "You're so immersed in it, you almost get a feeling," said Helena Levin, a longtime buyer at retailers like Charlotte Russe and ModCloth.

Levin cited mint-green dresses, a top seller earlier this decade. "One day it just died," she said. "It stopped. 'O.K., everything mint, get out.' Right after it, it looked old. You could feel it." But retailers adept at using algorithms and big data tend to employ fewer buyers and assign each a wider range of categories, partly because they rely less on intuition.

At Le Tote, an online rental and retail service for women's clothing that does hundreds of millions of dollars in business each year, a six-person team handles buying for all branded apparel - dresses, tops, pants, jackets.

algorithms could identify what to add to its stock based on how many customers placed the items on their digital wish lists, along with factors like online ratings and recent purchases.

Bombfell, a box service similar to Stitch Fix catering only to men, relies on a single employee, Nathan Cates, to buy all of its tops and accessories. The company has built algorithmic tools and a vast repository of data to help Mr. Cates, who said he could more accurately project demand for clothing than a buyer at a traditional operation.

"We know exactly who our customers are," he said. "We know exactly where they live, what their jobs are, what their sizing is."

For now, at least, only a human can do parts of his job. Cates is obsessive about touching the fabric before purchasing an item and almost always tries it on first.

"If this is a light colour, are we going to see your nipples?" he explained. (The verdict on a mint T-shirt he donned at the company's headquarters in New York? "A little nippy.")

There are other checks on automation. Negotiations with suppliers typically require a human touch. Even if an algorithm can help buyers make decisions more quickly and accurately, there are limits to the number of supplier relationships they can juggle.

Arti Zeighami, who oversees advanced analytics and artificial intelligence for the H & M group, which uses artificial intelligence to guide supply-chain decisions, said the company was 'enhancing and empowering' human buyers and planners, not replacing them. But he conceded it was hard to predict the effect on employment in five to 10 years. Experts say some of these jobs will be automated away.

The Bureau of Labour Statistics expects employment of wholesale and retail buyers to contract by 2% over a decade, versus a 7% increase for all occupations. Some of this is because of the automation of less sophisticated tasks, like cataloging inventory, and buying for less stylistically demanding retailers (say, auto parts).

There is at least one area of the industry where the machines are creating jobs rather than eliminating them, however.

Transatlantic ties hang in the balance as Trump comes to Europe

REUTERS Brussels/Washington, July 8

EUROPEAN LEADERS say they no longer have any illusions about Donald Trump as they welcome the US president at a Nato summit this week, but they fear his 'America first' agenda may force a moment of reckoning that works to no-one's benefit.

After searching for stability and familiarity in US foreign policy in Trump's first year in office, America's friends in Europe have come to accept the president as an unpredictable political insurgent. But that does not make it any easier to see their own priorities undermined.

Germany's foreign minister Heiko Maas warned in a recent speech that 'old pillars of reliability are crumbling', in a veiled reference to the US withdrawal from the 2015 Iran nuclear deal to tariffs on EU metals exports and the threat of more to come on cars.

On Nato's old foe Russia, the administration has sent mixed messages by intensifying a US military build-up in Europe while railing against fellow Nato members on defence spending and failing to coordinate on new sanctions on Moscow in 2017.

The US president - the de facto leader of the nearly 70-year-old North Atlantic Treaty Organisation - has indicated what his message will be at the two-day meeting from Wednesday: other governments must dramatically step up military spending and lower import tariffs.

"I'm going to tell Nato: You've got to start paying your bills. The United States is not going to take care of everything," Trump told a rally last week, adding: "They kill us on trade."

US officials and politicians regularly say Washington spends 70% of its defence budget on Nato, a claim that is flatly denied in Europe. One senior EU official said the number is more like 15%. Like many of the officials and diplomats quoted for this story, he asked not to be named because he was not authorised to speak on the record.

EU officials also contend EU tariffs on most US imports are already low.

A disastrous Nato summit could provide even worse optics than the divisive Group of Seven meeting in June, especially if a scheduled meeting with Russia's Vladimir Putin in Helsinki on July 16 is more convivial, Nato diplomats said.



Nato officials in a recent speech in Brussels that Trump was taking a new approach to problems that have festered for years, such as the Middle

East peace process - even if it means going it alone.

"In the actions we take, we are hoping to spur a multilateral response to address some of the world's toughest challenges," Mitchell said. He was echoing private comments made earlier to senior EU diplomats in Washington by the US National Security Council, which were described to Reuters. Hill sought to place Trump's policy decisions into a coherent whole, they said.

"It came as shock. We re-

alised Trump cares little for the coordinated US-EU foreign policy of the past," said one senior diplomat present. "We are stuck without US leadership."

At a reception in June celebrating 100 years of American and European partnership in Brussels, Washington's top diplomat to the European Union, Adam Shub, sought to highlight common ground, even on issues such as trade and Iran. The gesture met with muttered disagreement from EU diplomats in the room.

D-Link Building Networks for People D-Link (India) Limited. NOTICE OF ANNUAL GENERAL MEETING. NOTICE is hereby given that the Tenth Annual General Meeting (AGM) of D-Link (India) Limited will be held on Friday, 3rd August, 2018 at 11:00 a.m. at Kesarval Gardens, Verna, Salcette, Goa - 403722.