

REF: DLK/L&S/2021-22/9-3

Date: September 3, 2021

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: Disclosure of voting results of the Annual General Meeting:

Dear Sir,

With reference to above captioned subject, please find enclosed herewith the following in respect of the Annual General Meeting of the Company held on September 3, 2021, at 11:00 a.m. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

1. Consolidated voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure I.**
2. Scrutinisers Report dated September 3, 2021, pursuant to the provisions of Section 108 of the Companies Act 2013 as **Annexure II.**

All the resolutions were passed with requisite majority.

You are requested to kindly take the same on record.

Thanking You,

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


SHRINIVAS ADIKESAR
COMPANY SECRETARY

Annexure - 1

	D-LINK (INDIA) LIMITED
Date of the AGM/EGM	03-09-2021
Total number of shareholders on record date	47578
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	76

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2021, together with the Reports of the Directors' and Auditor's thereon										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	18,114,663	18,114,663	100.00	18,114,663	0	100.000	-	-	-	
	Poll		0	0.00	0	0	-	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-	
	Total		18,114,663	100.00	18,114,663	0	100.000	-	-	-	-
Public- Institutions	E-Voting	52,865	0	0.00	0	0	-	-	-	-	
	Poll		0	0.00	0	0	-	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-	
	Total		0	0.00	0	0	-	-	-	-	-
Public- Non Institutions	E-Voting	17,337,322	2,659,383	15.34	2,659,265	118	99.996	0.004	-	-	
	Poll		594	0.00	594	0	100.000	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-	
	Total		2,659,977	15.34	2,659,859	118	99.996	0.004	-	-	-
Total		35,504,850	20,774,640	58.51	20,774,522	118	99.999	0.001	-	-	
Whether resolution is Pass or Not.	Yes										



Resolution No.	2										
Resolution required: (Ordinary/Special)	ORDINARY - To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	18,114,663	18,114,663	100.000	18,114,663	0	100.000	-	-	-	
	Poll		0	0.000	0	0	-	-	-	-	
	Postal Ballot (if applicable)		0	0.000	0	0	-	-	-	-	
	Total		18,114,663	100.000	18,114,663	0	100.000	-	-	-	-
Public- Institutions	E-Voting	52,865	0	0.000	0	0	-	-	-	-	
	Poll		0	0.000	0	0	-	-	-	-	
	Postal Ballot (if applicable)		0	0.000	0	0	-	-	-	-	
	Total		0	0.000	0	0	-	-	-	-	
Public- Non Institutions	E-Voting	17,337,322	2,659,383	15.339	2,659,259	124	99.995	0.005	-	-	
	Poll		594	0.003	594	0	100.000	-	-	-	
	Postal Ballot (if applicable)		0	0.000	0	0	-	-	-	-	
	Total		2,659,977	15.343	2,659,853	124	99.995	0.005	-	-	
Total		35,504,850	20,774,640	58.512	20,774,516	124	99.999	0.001	-	-	
Whether resolution is Pass or Not.	Yes										

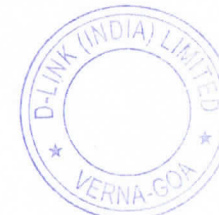


Resolution No.	3									
Resolution required: (Ordinary/Special)	ORDINARY - To declare dividend on equity shares for the Financial Year ended March 31, 2021									
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	18,114,663	18,114,663	100.00	18,114,663	0	100.000	-	-	-
	Poll		0	0.00	0	0	-	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-
	Total		18,114,663	100.00	18,114,663	0	100.000	-	-	-
Public- Institutions	E-Voting	52,865	0	0.00	0	0	-	-	-	-
	Poll		0	0.00	0	0	-	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-
	Total		0	0.00	0	0	-	-	-	-
Public- Non Institutions	E-Voting	17,337,322	2,659,383	15.34	2,659,265	118	99.996	0.004	-	-
	Poll		594	0.00	594	0	100.000	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	0	-	-	-	-
	Total		2,659,977	15.34	2,659,859	118	99.996	0.004	-	-
Total		35,504,850	20,774,640	58.51	20,774,522	118	99.999	0.001	-	-
Whether resolution is Pass or Not.	Yes									



Resolution No.		4								
Resolution required: (Ordinary/Special)		ORDINARY - To re-appoint a Director in place of Mr. Hung Yi Kao (DIN08190631), who retires by rotation and being eligible, offers himself for re-appointment								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	18,114,663	18,114,663	100.00	18,114,663	-	100.000	-	-	-
	Poll		0	0.00	0	-	-	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-
	Total		18,114,663	100.00	18,114,663	-	100.000	-	-	-
Public- Institutions	E-Voting	52,865	0	0.00	0	-	-	-	-	-
	Poll		0	0.00	0	-	-	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-
	Total		0	0.00	0	-	-	-	-	-
Public- Non Institutions	E-Voting	17,337,322	2,659,233	15.34	2,659,104	129	99.995	0.005	-	150
	Poll		594	0.00	594	-	100.000	-	-	-
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-
	Total		2,659,827	15.34	2,659,698	129	99.995	0.005	-	150
Total		35,504,850	20,774,490	58.51	20,774,361	129	99.999	0.001	-	150
Whether resolution is Pass or Not.		Yes								

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Resolution No.	5										
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms. Madhu Vishal Gadodia (DIN 07583394) as an Independent Director of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	18,114,663	18,114,663	100.00	18,114,663	-	100.000	-	-	-	
	Poll		0	0.00	0	-	-	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-	
	Total		18,114,663	100.00	18,114,663	-	100.000	-	-	-	-
Public- Institutions	E-Voting	52,865	0	0.00	0	-	-	-	-	-	
	Poll		0	0.00	0	-	-	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-	
	Total		0	0.00	0	-	-	-	-	-	-
Public- Non Institutions	E-Voting	17,337,322	2,659,233	15.34	2,659,104	129	99.995	0.005	-	150	
	Poll		594	0.00	594	-	100.000	-	-	-	
	Postal Ballot (if applicable)		0	0.00	0	-	-	-	-	-	
	Total		2,659,827	15.34	2,659,698	129	99.995	0.005	-	-	150
Total		35,504,850	20,774,490	58.51	20,774,361	129	99.999	0.001	-	150	
Whether resolution is Pass or Not.	Yes										



CS Shivaram Bhat
Company Secretary

309, Gere Imperium 1, Patto, Panaji, Goa 403001

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders
of D-Link (India) Limited
(Regd. Office: Plot No U02B, Verna, Salcette, Goa - 403726)

Held on Friday, 3rd day of September, 2021 at 11:00 a.m. IST,
through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of D-Link (India) Limited (CIN: L72900GA2008PLC005775), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 13th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, 3rd day of September, 2021 at 11:00 a.m. IST through VC / OAVM.


I have also been appointed to scrutinize the e-voting process held at the said AGM.



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1. I submit my report as under:

- a) The Company has informed me that on 10th August, 2021 it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 6th August, 2021, the record date/cut-off date fixed for the purpose.
- b) The Company has extended the facility of e-voting to the shareholders by tying up with the KFin Technologies Private Limited ('KFintech') e-voting facility.
- c) The remote e-voting remained open for the period commencing from Tuesday, 31st August, 2021, 9:00 a.m. to Thursday, 2nd September, 2021, 05:00 p.m.
- d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020.
- e) After the conclusion of the AGM, using the scrutinizer's login on the KFintech e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Naik Desai



Pooja Alornekar

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the KFintech e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on 27th August, 2021, provided by the Registrar and Share Transfer Agents of the Company namely KFin Technologies Private Limited.



g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the resolutions considered.

Item No. 1

To consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2021, together with the Reports of the Directors' and Auditor's thereon - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
89	2,07,74,522	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	118	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 2

To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
88	2,07,74,516	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
3	124	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 3

To declare dividend on equity shares for the Financial Year ended March 31,
2021 - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
89	2,07,74,522	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	118	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 4

To re-appoint a Director in place of Mr. Hung Yi Kao (DIN: 08190631), who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
86	2,07,74,361	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
4	129	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 5

Re-appointment of Ms. Madhu Vishal Gadodia (DIN: 07583394) as an Independent Director of the Company - Special Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
86	2,07,74,361	100

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
4	129	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.

Thanking you, yours faithfully,

Place: Panaji, Goa.

Date : September 3, 2021



A handwritten signature in black ink, appearing to be "Shivaram Bhat", written over a horizontal line.

Shivaram Bhat
Practising Company Secretary
C P No. 7853

UDIN: A010454C000892346

A handwritten signature in blue ink, consisting of several loops, written over a horizontal line.

~~Chairman/ Director/ Company Secretary~~

