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CIN: L30007GA1993PLC001341

02nd November, 2016

To,
The Manager
The Corporate Relationship Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

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

Sub: Submission of Minutes of Postal Ballot

Scrip Code: NSE: SMARTLINK

BSE: 532419

Dear Sir,

Pursuant to the Regulation 30, Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the signed minutes of the approval of the Postal Ballot results declared on 16th September, 2016 at the corporate office of the Company.

You are requested to take note of the same.

Yours Faithfully,

For SMARTLINK NETWORK SYSTEMS LIMITED



**URJITA DAMLE
COMPANY SECRETARY**

Smartlink Network Systems Ltd.

CORPORATE OFFICE : Plot No. 5, Kurla Bandra Complex Road, Santacruz (E), Mumbai - 400 098, India. • Tel.: +91 22 3061 6666 / 2652 6696 • Fax: +91 22 2652 8914
www.smartlink.co.in

HELD AT _____ ON _____ TIME _____

MINUTES OF ANNOUNCEMENT OF RESULTS OF THE RESOLUTION PASSED BY THE MEMBERS OF SMARTLINK NETWORK SYSTEMS LIMITED THROUGH POSTAL BALLOT PROCESS, DECLARED AT 11.00 A. M. ON FRIDAY, 16TH SEPTEMBER, 2016 AT THE CORPORATE OFFICE OF THE COMPANY AT PLOT NO. 5, BANDRA KURLA COMPLEX ROAD, OFF CST, SANTACRUZ (E), MUMBAI, 400098

PRESENT:

1. Mr. K. R. Naik - Executive Chairman

The approval of the members was sought through postal ballot for passing of Special Resolution in this respect. The Postal Ballot Notice dated 04th August, 2016 along with the Explanatory Statement and reasons for the proposed special businesses pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 was circulated to all the members.

The postal ballot notice dated 4th August, 2016 for passing of above resolution was despatched to the members of the Company on 13th August, 2016. The Postal Ballot forms and the self address business reply envelopes were also sent for use of the members. The members were requested to return the Postal Ballot form duly completed with their assent (for) and dissent (against) so as to reach the scrutinizer on or before 15th September, 2016.

The company had availed the e-voting service of the Karvy Computer Share Private Limited ("Karvy").

Further Pursuant to Section 108 of the Companies Act, 2013 read with Rule 22 (5) of the Companies (Management and Administration) Rules, 2014 the Company has appointed Mr. Shivaram Bhat, Practicing Company Secretary (Certificate of Practice No. 7853) as the scrutinizer ("Scrutiniser") for conducting the Postal Ballot process in a fair and transparent manner.

The scrutinizer has submitted the report dated 15th September, 2016, to Mr. K. R. Naik, Executive Chairman of the company and the results of the postal ballot has been declared on Friday, 16th September, 2016 at the Corporate office of the Company.

As per the Scrutinizer's Report, the results of the Postal Ballot are summarized as hereunder:

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Ballots Voting		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	33	1,65,15,568	39	6,447	72	1,65,22,015	99.99%
Voted Against	3	597	7	971	10	1,568	0.01%
Invalid	-	-	-	-	-	-	-

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Accordingly on the basis of the Scrutinizer's Report Mr. K. R. Naik, Executive Chairman of the Company, has declared the special Resolution as set out in the Postal Ballot notice dated 4th August, 2016. Has been passed by the members which is as reproduced below:

i) Approval for the sale of "DIGISOL Business"

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

"RESOLVED THAT pursuant to Sections 180 (1) (a), 188 and 110 and all other applicable provisions, if any, of the Companies Act, 2013, and applicable rules made thereunder, including any amendments, statutory modifications or re-enactments thereof, for the time being in force, applicable provisions of the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any government, regulatory or statutory authorities, the consent of the members be and is hereby granted/accorded to the board of directors of the Company (hereinafter referred to as the "Board of Directors", which expression includes any Committee constituted by the Board of Directors to exercise its powers, including the powers conferred by this resolution) to convey, transfer, its "Digisol Business" by way of a slump sale on a going concern basis to its wholly owned subsidiary Company along with respective employees, assets and liabilities, pertaining thereto including all licences, permits, approvals, all trademarks, consents, contracts whatsoever for a consideration not less than Rs.19.00 crores, being the fair value of the business subject to terms and conditions in this regard and with effect from such date as the Board of Directors may deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution the Board of Directors of the Company be and are hereby authorized to negotiate, finalize, enter into and execute all such, deeds, documents, agreements, letters and to do all such acts, deeds, matters and/or things as may be necessary and/or expedient in their discretion, including through one or more committees that may be constituted by the Board of Directors for this purpose, for giving effect to this resolution including finalizing/ determining the effective date, terms and conditions, finalizing and executing the necessary assignment/ conveyance/ business transfer documents, contracts, agreements and to seek their registration and thereof with the concerned authorities, filing intimations with and/ or obtaining approvals / consents with the concerned regulatory/ statutory authorities, completing the sale of the Digisol Business to its wholly owned subsidiary, in the interest of the Company."

ii) Approval for the sale of "EMS Business"

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

"RESOLVED THAT pursuant to Sections 180 (1) (a), 188 and 110 and all other applicable provisions, if any, of the Companies Act, 2013, and applicable rules made thereunder,

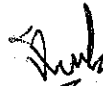
HELD AT _____ ON _____ TIME _____

including any amendments, statutory modifications or re-enactments thereof, for the time being in force, applicable provisions of the Memorandum and Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any government, regulatory or statutory authorities, the consent of the members be and is hereby granted/accorded to the Board of Directors of the Company (hereinafter referred to as the "Board of Directors", which expression includes any Committee constituted by the Board of Directors to exercise its powers conferred by this resolution) to convey, transfer, its Electronic Manufacturing Services business (the "EMS Business") by way of a slump sale on a going concern basis to its wholly owned subsidiary Company along with respective employees, assets and liabilities, pertaining thereto including all licences, permits, approvals, consents, contracts whatsoever for a consideration not less than Rs. 3.30 crores, being the fair value of the business subject to terms and conditions in this regard and with effect from such date as the Board of Directors may deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution the Board of Directors of the Company be and are hereby authorized to negotiate, finalize, enter into and execute all such, deeds, documents, agreements, letters and to do all such acts, deeds, matters and/or things as may be necessary and/or expedient in their discretion, including through one or more committees that may be constituted by the Board of Directors for this purpose, for giving effect to this resolution including finalizing/ determining the effective date, terms and conditions, finalizing and executing the necessary assignment/ conveyance/ business transfer documents, contracts, agreements and to seek their registration and thereof with the concerned authorities, filing intimations with and/ or obtaining approvals / consents with the concerned regulatory/ statutory authorities, completing the sale of the EMS Business to its wholly owned subsidiary, in the interest of the Company."

Date: 10th October, 2016

Place: Verna - Goa



K. R. Naik
Executive Chairman
DIN: 0002013

CHAIRMAN'S INITIALS _____