

**Report on the 29th Annual General Meeting of the Company held on December 30, 2015 at 9:00 AM
at Plot No. 2 Om Nagar Delhi – 110 044 (Held in accordance with the Companies Act, 2013
and the Rules made thereunder)**

Total number of shareholders on record date: 2513 Shareholders

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 2

Public: 60

Proxy:

Total Shares (Votes Casted) in Poll: 4743770 Shares

Total Shares (Votes Casted) in E voting: 2580704

No. of Shareholders Voted electronically – Scrutinizer's Report Attached

Details of the Agenda:

ItemNo.1: Consideration and Adoption of Annual Accounts for the Financial Year ended March 31, 2015

Resolution required: Ordinary Resolution

Mode of voting: Poll and E voting

Status: Resolution Passed as an Ordinary Resolution

Item No. 2: Re - appointment of Mr. Surya Chadha, Director

Resolution required: Ordinary Resolution

Mode of voting: Poll and E voting

Status: Resolution Passed as an Ordinary Resolution

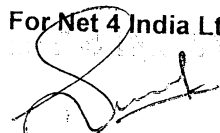
Item No. 3: Ratification of the Appointment of M/s Sandy Associates, Chartered Accountants, New Delhi (Firm Registration No. 007337N) as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until conclusion of the fourth consecutive Annual General Meeting

Resolution required: Ordinary Resolution

Mode of voting: Poll and E voting

Status: Resolution Passed as an Ordinary Resolution

For Net 4 India Ltd.



**Sumit Gupta
Authorised Signatory**

SCRUTINIZER REPORT

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

To,
Chairman
NET 4 INDIA LIMITED

29th(Twenty-ninth) Annual General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044

Dear Sir,

I Juhi Kathuria, Company Secretary in whole time practice (ACS 38056 CP No: 14913) having office at 1/32 Subhash Nagar Back Side, New Delhi-110027 was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 29th Annual General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED, held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044

I, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses namely Mr. Nishant Nayyar and Mr. Sahil Malhotra, who were not the employee of the Company and poll papers were diligently scrutinized. The voters were also scrutinized for the purpose of eliminating duplicate E-voting i.e. e-voting as well as on Poll. The poll papers were reconciled with the records maintained by the Company / and the Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll is as under:

RESOLUTION NO 1: ORDINARY RESOLUTION

Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon:-

(i) Voted in **favour** of the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	4673413	97.07

1/32, Subhash Nagar, Back Side, New Delhi-110027,

Contact No:-9811548473, 9811858596, Email Id: juhikathuria92@gmail.com unanimouschi@gmail.com



- (ii) Voted **against** the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

- (iii) **Invalid Votes**

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	70357

RESOLUTION NO 2: ORDINARY RESOLUTION

Re-appoint Mr. Surya Chadha who retires by rotation at this meeting and being eligible, offers himself for re-appointment:-

- (i) Voted in **favour** of the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	4673413	97.07

- (ii) Voted **against** the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

- (iii) **Invalid Votes**

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	70357

RESOLUTION NO 3: ORDINARY RESOLUTION

Ratification of Appointment of the Statutory Auditors:-

- (i) Voted in **favour** of the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	4673413	97.07

- (ii) Voted **against** the Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



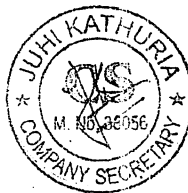
(iii) **Invalid Votes**

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	70357

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

**Thanking you
Yours Faithfully,**

**Juhi Kathuria(Scrutinizer)
Practising Company Secretary
CP: 14913 ACS: 38056**



**Date: 01.01.2016
Place: New Delhi**

Note:- There were 16 shareholders holding 731 shares who attended the Meeting but did not vote at the Meeting

SCRUTINIZERS' REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
NET 4 INDIA LIMITED

29th Annual General Meeting of the Equity Shareholders of M/s NET 4 INDIA LIMITED
Held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044

Sub: Scrutinizer's Report on E-voting Conducted in terms of passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 read with clause 35 B of Listing Agreement

Dear Sir,

I, Juhi Kathuria, Company Secretary in whole time practice having office at 1/32 Subhash Nagar Back Side, New Delhi-110027 was appointed on 18th November 2015 as the Scrutinizer by the Board of Directors of the NET 4 INDIA LIMITED purpose of scrutinizing the E-voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the agenda items to be transacted, at the 29th Annual General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044. I submit the report as under:

1. The Company has appointed Karvy Computershare Private Limited (KCPL or Karvy) as the service provider, for extending the facility of electronic voting to the shareholders of the Company. Karvy is also the Registrar & Share Transfer Agent of the Company. The service provider has provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted at the AGM of the Company. The service provider accordingly had set up e-voting facility on their website, <http://evoting.Karvy.com>
2. The cut-off date (record date) for the purpose of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 18th December, 2015.
3. The e-voting remained open from 26th December, 2015 at 9.00 A.M to 29th December, 2015 at 5.00 P.M.
4. At the time of unblocking of result on 30th December, 2015 in the presence of Mr. Nishant Nayyar and Mr. Sahil Malhotra who are not the employees of the Company as witness to unblocking of votes.
5. A Summary on e-voting is given below:

1/32, Subhash Nagar, Back Side, New Delhi-110027,
Contact No:-9811548473, 9811858596, Email Id: juhikathuria92@gmail.com unanimousca@gmail.com



RESOLUTION NO 1: ORDINARY RESOLUTION

Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon:

Particulars	Number of Shares Held by them	Number of votes Cast	% of total number of valid vote cast
Voted in favour of Resolution	2790196	2580704	92.50
Voted against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil

RESOLUTION NO 2: ORDINARY RESOLUTION

Re-appoint Mr. Surya Chadha who retires by rotation at this meeting and being eligible, offers himself for re-appointment:

Particulars	Number of Shares Held by them	Number of votes Cast	% of total number of valid vote cast
Voted in favour of Resolution	2790196	2580704	92.50
Voted against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil

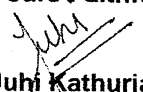
RESOLUTION NO 3: ORDINARY RESOLUTION

Ratification of Appointment of Statutory Auditors:

Particulars	Number of Shares Held by them	Number of votes Cast	% of total number of valid vote cast
Voted in favour of Resolution	2790196	2580704	92.50
Voted against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil

The Register all other papers and relevant records relating to E-voting shall remain in our safe custody until the chairman considers approves and sign the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the chairman or the company secretary for safe keeping.

Yours Faithfully,


Juhi Kathuria
Practising Company Secretary
Scrutinizer
CP: 14913 ACS: 38056



Date: 31.12.2015
Place: New Delhi



Combined Scrutinizer's Report on E-Voting and Poll

[Pursuant to Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
NET 4 INDIA LIMITED

29th Annual General Meeting of the Equity Shareholders of **M/s NET 4 INDIA LIMITED**
Held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044

Sub: Consolidated Scrutinizer's Report on voting through Electronic means (Remote e-voting) and poll process conducted pursuant to Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015

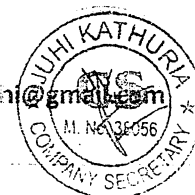
Dear Sir,

I, Juhi Kathuria, Company Secretary in whole time practice having office at 1/32 Subhash Nagar, Back Side, New Delhi-110027 was appointed on 18th November 2015 as the Scrutinizer by the Board of Directors of the NET 4 INDIA LIMITED purpose of scrutinizing the E-voting process and poll in a fair and transparent manner and ascertaining the requisite majority on E-voting and poll carried out as per the provisions of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014 on the agenda items to be transacted, at the 29th Annual General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Wednesday, 30th December, 2015 at 9:00 A.M at Plot No. 2 Om Nagar Delhi-110044. I, in the capacity of scrutinizer submit the consolidated report as under:

1. The company engaged the services of Karvy Computershare Private Limited (hereinafter referred as a '**Service Provider**') to offer the remote E-voting facility to its shareholders. The E-voting facility was offered and kept open by the Company to its shareholders for the period commencing on 26th December, 2015 at 9.00 A.M and ending on 29th December, 2015 at 5.00 P.M. The shareholders whose name appeared in the Register of Members/List of Beneficial owners as on 18th December, 2015 (i.e. cut-off date) were entitled to participate and vote electronically during the aforesaid period of E-voting. On 30th December, 2015, the vote cast through E-voting facility was unblocked by me in the capacity of the Scrutinizer in the presence of Mr. Nishant Nayyar and Mr. Sahil Malhotra who were present as witnesses.
2. At the 29th AGM of the Company held on Wednesday, 30th December, 2015 at 09:00 A.M. at Plot No. 2 Om Nagar Delhi-110044, a poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the E-voting to cast their votes through the poll.
3. Further, 1(one) ballot box kept for polling were locked in my presence with due identification marks placed by me in the presence of all the Members present at the meeting. Subsequently to the completion of the polling process were opened by me in the presence of Mr. Nishant Nayyar and Mr. Sahil Malhotra and poll papers were
diligently
scrutinized

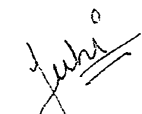
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4. All the resolutions were passed with requisite majority. I am herewith enclosing the details containing inter-alia, list of Equity shareholders, who cast their votes through E-voting and by poll on each of the resolutions.
5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 relating to E-voting and Poll on the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer for the E-voting process and for the poll at the AGM is restricted to report on votes Cast in favour and against the resolutions stated in the notice.
6. I have rendered Scrutinizer's Report Separately on the remote E-voting and by using Poll at the meeting and I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
7. The Register all other papers and relevant records relating to E-voting shall remain in my safe custody until the chairman considers approves and sign the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the chairman or the company secretary for safe keeping.

Yours Faithfully,



Juhi Kathuria
Practising Company Secretary
Scrutinizer
CP: 14913 ACS: 38056



Date: 01.01.2016
Place: New Delhi

The combined Results of E-voting and poll are as follows:-

Item No	Particulars of Resolution	Mode	Number of Votes in favour of the Resolution	Number of Votes in against the Resolution	Invalid Votes
1.	Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon	E-Voting	2580704	Nil	Nil
		Poll	4673413	Nil	70357
		Total	7254117	Nil	70357
2.	Re-appoint Mr. Surya Chadha who retires by rotation at this meeting and being eligible, offers himself for re-appointment	E-Voting	2580704	Nil	Nil
		Poll	4673413	Nil	70357
		Total	7254117	Nil	70357
3.	Ratification of Appointment Statutory Auditors	E-Voting	2580704	Nil	Nil
		Poll	4673413	Nil	70357
		Total	7254117	Nil	70357

