

October 30, 2015

To
The Manager
Listing Department
NSE Limited
Mumbai - 400051

Dear Sir,

Sub: Copy of the proceedings of 05th AGM of the Company
Ref: Clause 31(d) of the Listing Agreement

We are sending the copy of the proceedings of the 05th Annual General Meeting of the Company held on 30th September, 2015.

This is for your information and record.

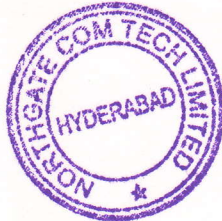
Thanking You.

Yours Faithfully,

For Northgate Com Tech Limited



Srinivasu Palacharla
Executive Director



MINUTES OF THE FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF NORTHGATE COM TECH LIMITED HELD ON WEDNESDAY 30TH SEPTEMBER, 2015 AT 02.30 P.M. AT KALINGA CULTURAL TRUST, PLOT NO.1269, ROAD NO.12, BANJARA HILLS, HYDERABAD - 500034.

The Following Directors were present:

- | | | |
|-----------------------------|---|--------------------|
| 1. Mr. Srinivasu Palacharla | - | Executive Director |
| 2. Mr. P.Parthasarathi | - | Director |
| 3. Mr. T.Naresh Kumar | - | Director |
| 4. Mr. Y.Ramesh | - | Director |

Present:

Mr. G.Sri Ranga, Partner M/s A.S.Naidu and Co.,- Scrutinizer

Members present in person	-	31
Members present in proxy	-	NIL

Mr.Srinivasu Palacharla, Executive Director elected as Chairman of the Meeting.

After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order. The Chairman informed the members that the Register of Directors shareholding, Revised Articles of Association, Auditors report and Secretarial Audit Report were available for inspection during the meeting of the members.

The Chairman made a welcome address to the Members and briefed about the performance, proposal of change of name and reduction of share capital of the company.

The Chairman then took up the formal proceedings of the Meeting with the concurrence of the members. The notice of the 05th Annual General Meeting together with the financial statements and directors' report were taken as read.

The Chairman informed that the Auditors report for the year ended 31st March, 2015 did not have any qualification, observation or comments on financial transactions or matters which have any adverse effect on the functioning of the company.



Thereafter, the Chairman informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the company had provided e-voting facility for resolutions to be transacted at the Annual General Meeting. The e-voting facility commenced on 26th September 2015, 9.00 a.m. and ended on 29th September 2015, 05.00 p.m. as per the above provisions.

Mr.G.Sri Ranga, Partner of M/s A.S.Naidu and Co., Chartered Accountants has been appointed as Scrutinizer for conducting the e-voting process and voting at the AGM in a fair and transparent manner.

Mr.G.Sri Ranga, Partner of M/s A.S.Naidu and Co., Chartered Accountants has been appointed as Scrutinizer for conducting the e-voting process and voting at the AGM in a fair and transparent manner.

The members were briefed about the process of poll and empty ballot box was displayed and sealed. The poll was then conducted and concluded. The locked ballot boxes were opened in the presence of 2 witnesses and poll papers were diligently scrutinized.

The Chairman then informed the members that the results of the e-voting and poll with the report of scrutinizer will be uploaded on the website of the company www.northgatetech.com and will be intimated to the National Stock Exchange of India Limited where the shares of the company are listed.

Thanking the members for their participation and support, the Chairman announced the formal closure of the 05th Annual General Meeting of the company.

All the resolutions as given in the notice of 05th Annual General Meeting are passed by the shareholders with requisite majority were duly recorded as a part of the proceedings of the meeting.



Result of the e-voting and poll on the Ordinary and Special Businesses at the 05th Annual General Meeting of the Company

On the basis of Scrutinizer report for e-voting and poll conducted in the AGM, the following resolutions as set out in the notice were duly passed:

R es ol ut io n N o.	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes polle d on Outst andin g share s (3)= [(2)/(1)]* 100	No. of Votes- in favour (4)	No. of Vote s- agai nst (5)	% of Votes polled on Outsta nding shares (6)= [(4)/(2)]* 100	% of Votes again st on votes polled (7)= [(5)/(2)]* 100
---	---------------------	---------------------------------	----------------------------------	--	---	---	--	--

ORDINARY BUSINESS:

I. ORDINARY RESOLUTION: ADOPTION OF THE AUDITED BALANCE SHEET OF THE COMPANY AS AT 31ST MARCH, 2015, THE STATEMENT OF PROFIT AND LOSS FOR THE FINANCIAL YEAR ENDED ON THAT DATE, AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:

1	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public- Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%



II. ORDINARY RESOLUTION: RE-APPOINTMENT OF MR.P.SRINIVASU (DIN:02950420) AS DIRECTOR WHO RETIRES BY ROTATION:

2	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

III. ORDINARY RESOLUTION: APPOINTMENT OF AUDITORS:

3	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

IV. SPECIAL BUSINESS - SPECIAL RESOLUTION: APPOINTMENT OF MR.P.SRINIVASU (DIN:02950420) AS EXECUTIVE DIRECTOR:

4	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%



V. SPECIAL BUSINESS - ORDINARY RESOLUTION: APPOINTMENT OF MRS.P.NAAZNEEN (DIN: 07195917) AS NON EXECUTIVE DIRECTOR:

5	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

VI. SPECIAL BUSINESS - SPECIAL RESOLUTION: CHANGE THE NAME OF THE COMPANY AS 'SPACENET ENTERPRISES INDIA LIMITED':

6	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

VII. SPECIAL BUSINESS - SPECIAL RESOLUTION: ADOPT NEW SET OF ARTICLES OF ASSOCIATION IN CONFORMITY WITH COMPANIES ACT, 2013:

7	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%



VIII. SPECIAL BUSINESS - SPECIAL RESOLUTION: APPROVE MATERIAL RELATED PARTY TRANSACTIONS:

8	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

IX. SPECIAL BUSINESS - SPECIAL RESOLUTION: APPROVE REDUCTION OF SHARE CAPITAL:

9	Promoter and Promoter Group	10547116	10391864	98.53	10391864	0	100.00%	0.00%
	Public-Institutional holders	8288492	0	0.00	0	0	0.00%	0.00%
	Public-Others	30182982	3168690	10.50	3167264	1426	99.95%	0.05%
	Total	49018590	13560554	27.66	13559128	1426	99.99%	0.01%

The meeting concluded at 02.50 P.M.

Place: Hyderabad
Date: 23rd October, 2015


CHAIRMAN

