



Date: 30th December, 2013

To,
Bombay Stock Exchange Limited,
Corporate Relations Department,
1st Floor, New Trading Ring,
P. J. Tower, Dalal Street,
Mumbai - 400 001

Ref: BSE Script Code: 517534

Sub: Submission of Certified True Copy of the Resolution and Cheque for Book Closure
Date for the Consolidation of Share Capital from Rs. 10/- to Rs. 100/- per share.

Dear Sir / Madam,

Please find herewith the **Certified True Copy of the Resolution** passed by the Shareholders of the Company for Consolidation of Shares with treatment of Fractional entitlements and The Cheque of **Rs. 11,236/- (Rupees Eleven Thousand Two Hundred Thirty Six Only)** of ICICI Bank, JB Nagar Branch, with the Cheque No. **115939** in favor of BSE Limited.

Kindly take a note of the same and update in your records.

Thanking you,

Yours Faithful,

For, We Internet Limited

(Formerly known as Nivvah Infrastructure & Telecom Services Limited)

Company Secretary & Compliance Officer
CC - To,
Madhya Pradesh Stock Exchange Limited
201, Palika Plaza, Phase II,
M.T.H. Compound,
Indore - (M.P.) - 452 001,

We Internet Limited

(formerly known as Nivvah Infrastructure & Telecom Services Limited)

Corporate Office: A - 39, Giriraj Industrial estate, Mahakali Caves Road, Andheri (East), Mumbai - 400 093 Ph #022- 31925850 | Email: sales@ weinternet.in
Regd. office: Sodani Complex, 39, A. B. Road, Patwardhan Marg, Dewas (M.P.) - 455001 | Tel. No.: 07272 - 222342 | www.weinternet.in



EXTRACTS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE MEMBERS OF WE INTERNET LIMITED AND SUBSEQUENT RESULT DECLARED ON 21ST DAY OF DECEMBER, 2013 AT 11.00 AM AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT - A - 39, GIRIRAJ INDUSTRIAL ESTATE, MAHAKALI CAVES ROAD, ANDHERI (EAST), MUMBAI - 400 093

TO RECLASSIFY THE AUTHORISED SHARE CAPITAL OF THE COMPANY BY CONSOLIDATING ITS FACE VALUE FROM RS 10/- (RUPEES TEN ONLY) TO RS 100/- (RUPEES HUNDRED ONLY) PER SHARE:

The Postal Ballot notice was sent on 19th November, 2013 to the Shareholders of the Company and the duly filled envelope was received on 19th December, 2013 being the last date of the receiving the same. Mr. Suhas S. Ganpule, Scrutinizer for the Postal Ballot has submitted his report and on the basis of the same, the Managing Director of the Company has declared the result on 21st December, 2013 and following resolution was passed by consent of Shareholders holding 1,61,76,031 shares.

"RESOLVED THAT subject to the provision of Section 94 (1) (b) of the Companies Act, 1956, (including any statutory modification (s) or re - enactment thereof, for the time being in force), the provisions of the Articles of Association of the Company and subject to such consents, approvals, permissions and sanctions as may be necessary, the equity share capital of the Company be altered by consolidating the existing 755, 00, 000 (Seven Crores Fifty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each, into 75, 50, 000 (Seventy Five Lakhs Fifty Thousand) Equity Shares of Rs. 100/- (Rupees Hundred) each fully paid provided that no member shall be entitled to a fraction of a share and all fractional entitlements resulting from the consolidation shall be aggregated into whole shares and the number of whole shares so arising shall be held by a trustee appointed by the Board of Directors (hereinafter referred as the "the Board" which term shall be deemed to include any Committee thereof) of the Company (Trustee) who shall be dispose of the said whole shares and the shares and the proceeds of sale of such whole shares shall be distributed proportionately among the members who would otherwise be entitled to fractional entitlements."

"RESOLVED FURTHER THAT pursuant to section 16, and other applicable provisions if any, of the Companies Act, 1956, the Memorandum of Association of the Company be and is hereby altered in the manner set out below:

In Clause "V" of the Memorandum of Association of the Company, for the words and figures Rs. 755,000, 000/- (Rupees Seventy Five Crores Fifty Lakhs only) divided into 755, 00, 000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each the words and figures 75, 50, 000 (Seventy Five Lakhs) Equity Shares of Rs. 100/- (Rupees Hundred only) each, be substituted respectively."

"RESOLVED FURTHER THAT pursuant to the provisions of section 31 and other applicable provisions of the Companies Act, 1956 the Articles of Associations of the Company be and is hereby altered in the manner set out below:

In Article "5" of the Articles of Associations of the Company, for the words and figures "The Authorised Share Capital of the Company is Rs. 755,000, 000/- (Rupees Seventy Five Crores Fifty Lakhs only) divided

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into 755, 00, 000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each with power to increase, reduce or consolidate the said capital" the words "The Authorised Share Capital of the Company be such as specified in clause "V" of the Memorandum of Association of the Company with power to increase, reduce or consolidate the said capital" be substituted respectively.

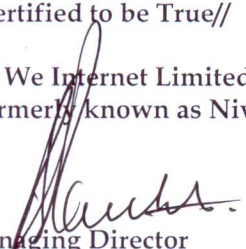
"RESOLVED FURTHER THAT the Company shall, with or without the surrender of the share certificates, issue dispatch the new share certificates of the consolidated shares, in lieu thereof, to the shareholders who hold shares in physical forms and credit the respective beneficiary accounts to those shareholders, who hold existing shares or opt to receive the consolidated shares in dematerialized / electronic form."

"RESOLVED FURTHER THAT the treatment to be given to the fractional entitlement if any, including rounding upward or downwards, issue of fractional coupons and the terms and conditions for Consolidation of fractional entitlements will be paid in Cash as per the Market Price rate after the Book Closure date in the manner as may be approved by the Stock Exchanges."

"RESOLVED FURTHER THAT the Board of Directors of the Company are hereby authorised to fix record date and do all the acts arising out of and incidental to the abovementioned consolidation of Equity Shares, as may be deemed fit and necessary to give effect to this resolution."

//Certified to be True//

For We Internet Limited,
(Formerly known as Nivya Infrastructure & Telecom Services Limited)


Managing Director

We Internet Limited

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ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956

Consolidation of the Authorised Share Capital of the Company:

The Board of Directors ("the Board") of the Company is of the opinion that this change can be correlated. The Authorised Share Capital of the Company consists of Rs. 755,000, 000/- (Rupees Seventy Five Crores Fifty Lakhs only) divided into 755, 00, 000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

The equity shares of your company are listed on the National Stock Exchange Limited (NSE), Bombay Stock Exchange Limited (BSE) and Madhya Pradesh Stock Exchange Limited (MPSE). The shares are actively traded on NSE, BSE and MPSE. The Board of Directors at their meeting held on 30th October, 2013 has recommended the consolidation of equity shares of the company from Rs. 10/- (Rupees Ten only) to Rs. 100/- (Rupees Hundred only) each in absolute numbers.

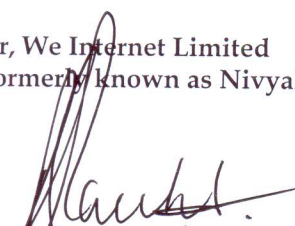
The consolidation shall become effective from the record date which will be decided by the Board after obtaining the shareholder's approval, which will be notified through the Stock Exchanges.

Shareholders attention is also invited to the fact that in view of the foregoing, the existing Capital Clause "V" in the Memorandum of Association and Article 5 in the Articles of Association of the Company relating to the equity shares also need relevant amendment to give effect to the consideration.

Accordingly, in terms of Section 192A of the Companies Act, 1956 approval of the members is being sought through Postal Ballot for passing the Special Resolution as set out in the Notice.

The Directors of the Company are deemed to be concerned or interested in the resolution only to the extent of shares held by them in the company.

For, We Internet Limited
(Formerly known as Nivayah Infrastructure & Telecom Services Limited)



Managing Director

Date: 21st December, 2013
Place: Mumbai

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