

D-Link (India) Limited

Date: August 3, 2019

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 Plazza, Bandra Kurlia Complex, Bandra (Easti, Mumbai- 400 051.

Symbol: NSE - DLINKINDIA

Sub: Disclosure of voting results of the Annual General Meeting:

Descr Sir.

With reference to above captioned subject, please find enclosed herewith the fishesing in respect of the Annual General Mesting of the Company held on August 2019 at 11:00 a. m. at The Fern Kesarval Gardens, Verna, Gos - 403722.

- 1. Consolidated voting results pursuent to Regulation 44(8) of the SEEI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure I.
- 2. Scrutinisers Report dated August 2, 2019 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

COMPANY SECRETARY



Annexure - I

Date of the AGM/EGM	August 2, 2019
Total number of shareholders on record date / cut-off date	24,434
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public	55
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	NA
Public	NA





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dividend for	ry/ Special	
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Resolution No. 2 To consider decia	Resulution req	Whather promoter, promote interested in the agenda/re-

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Resolution No. 4 Appointment of Mr. Hung-VI Kao (BM: 08190631) as a Director of the Company.	AHUB	
fg. 4 t of Mr. Hung-Vi Kao (DiN: OS	intign reguired. (Ordinary) Special)	Whather promoter group are in interested in the agenda/resolution?
Resolution No. 4 Appointment of M	Kessiution regarded	Whether promoter, promoter gr interested in the agenda/resolut

eategary.	भेरतिह अर्भेशमङ	Ne. of shares held	No. of votes patient	% of votes Police on Sutstanding shares	NS. 9f V955g = IR.	No. of	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter	1984	1,81,14,663	₽d∑	₽C	⊕ (0)		,	1
ersus.	Pastal Ballet				Not Applicable	a Pile		
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	Total	1,71,55,654	38.41.591	16.56	35.41.291	-	100	
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2	Intel	1,71,55,054	28,41,591	16.56	28,41,591	9.0	9	
Total		1 1 1	****		Section Section			





Besolution No. 6 Special resolution for 15-appointment of Mr. Satish V. Godbole (DIN: 025396364) as an Independent Director of the Company.

Whether promoter, promoter group are interested in the agenda (resolution? Category Wode of Wating Mr. of shares held	State gramat	er group are						
Estreary *	OLI COLUMN	solution?	No					
	Mede of Yoting	Mb. of shares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=[2/1]*100	4	2	6=[4/2]*100	7=[5/2]*100
1818F	F-784118		1,81,14,663	100	1,81,14,663		100	
Pramater Bramater	1184	1,81,14,663						
()	Postel Ballot				Not Applicable	able		
	Total	1,81,14,663	1,81,14,663	100	1,81,14,663	,	100	
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	Pestal Bailet				Not Applicable	able		
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L	5:58 ¹¹ 18		27,35,378	15.95	27,35,378		100	
Non Institutions	Poll	1,71,55,054	1,06,188	0.62	1,06,188		100	
1	Postal Ballot				Not Applicable	able		
	Total	1,71,55,054	28,41,566	16.56	28,41,566		100	1
**************************************		3,55,04,850	2,09,56,229	59.02	2.09.56.229		100	





Special resolution for variation in torms of Appointment and Payment of Remuneration to Managing Director & CEO. Resolution No. 7

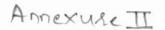
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?

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Shivaram Bhat Company Secretary

309, Gera 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,

Chairman, Annual General Meeting of the Equity Shareholders of D-Link (India) Limited

Held on Friday, 2nd day of August, 2019 at 11:00 a.m. At Verna, Salcette, Goa

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Eleventh Annual General Meeting of the Equity Shareholders of D-Link (India) Limited, held on Friday, 2nd day of August, 2019 at 11:00 a.m. at Verna, Salcette, Goa, submit my report as under:



Page 1 of 10

- 1. The Company has extended the facility of e-voting to the shareholders by tying up with the Karvy Fintech Private Limited ('Karvy') e-voting facility.
- 2. The e-voting remained open for the period commencing from Tuesday, 30th July, 2019, 09:00 a.m. to Thursday, 1st August, 2019, 05:00 p.m.
- 3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
- 4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
- 5. Thereafter, using the scrutinizer's login on the Karvy e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:

Pooja Alornekar

Siddhi Salkar

- 6. The votes cast by the shareholders through the e-voting facility were scrutinized.
- 7. I did not find any poll papers invalid.



8. The result of the voting is as under:

Item No. 1

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2019, together with the Reports of the Directors' and Auditors' thereon.

(i) Voted in favour of the resolution:

Number of mem	lumber of members voting		Number of votes cast by them	
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
50	17	106,213	20,850,041	100

(ii) Voted against the resolution:

Number of mem	bers voting	Number of votes cast by them		% of total	
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast	
0	0	0	0	0	

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



Declaration of Dividend for the year ended 31st March, 2019.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting		erson or by E-voting o	
50	17	106,213	20,850,041	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	_	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
0	0	0	0	0

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



Re-appointment of Mr. Tushar Sighat (DIN: 06984518), who retires by rotation, as Director of the Company.

(i) Voted in favour of the resolution:

Number of mem	Number of members voting		Number of votes cast by them	
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
49	17	89,786	20,850,041	100

(ii) Voted against the resolution:

Number of mem	bers voting	Number of votes	cast by them	% of total
Those present in person or by proxy at AGM		Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
0	0	0	0	0

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



Appointment of Mr. Hung-Yi Kao (DIN: 08190631), as Director of the Company.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
50	17	106,213	20,850,041	100

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
0 * **	0	0	0 100 %	0

Total number of members whose	Total number of votes cast by the	
votes were declared invalid		
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Special Resolution for Re-Appointment of Mr. Rajaram Ajgaonkar (DIN: 00605034) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
50	17	106,213	20,850,041	100

(ii) Voted against the resolution:

Number of mem	bers voting	Number of votes	s cast by them	% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
0	0		0	0

Total number of votes cast by them	
0	



Special Resolution for Re-Appointment of Mr. Satish V. Godbole (DIN: 02596364) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM		Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
49	17	106,188	20,850,041	100

(ii) Voted against the resolution:

Number of mem	bers voting	Number of votes	cast by them	% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM		number of valid votes cast
0	0	0	0	. 0

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



Special resolution for variation in terms of appointment and payment of remuneration to Managing Director & CEO.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
49	14	89,786	20,847,411	99.99

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total
Those present in person or by proxy at AGM	Through E-voting	Those present in person or by proxy at AGM	Through E-voting	number of valid votes cast
0	3	0	2,630	0.01

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



Shivaram Bhat Company Secretary

- A list of equity shareholders (in electronic format) who voted "FOR", "AGAINST" for each resolution is enclosed.
- 10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
- 11. You may accordingly declare the result of the voting.

Thanking you,

Place: Panaji, Goa. Dated: 02/08/2019



yours faithfully,

Suth

Shivaram Bhat Practising Company Secretary CP No. 7853

