



April 28, 2016,

National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E)
Mumbai-400 001, Maharashtra

Bombay Stock Exchange Limited
Floor 25, PJ Towers, Dalal Street
Mumbai-400 001, Maharashtra

Sub: Proceedings of the Extraordinary General Meeting held on April 26, 2016

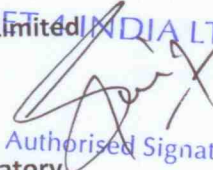
Dear Sir,

Please find enclosed herewith the proceedings of the Extraordinary General Meeting of the Company held on Tuesday, April 26, 2016 at 9:00 AM at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070 along with the scrutinizer report on e voting and poll.

You are kindly requested to take the same on your records and acknowledge its receipt.

Thanking you,

For Net 4 India Limited **NET 4 INDIA LTD.**

(Sumit Gupta) 
Authorised Signatory
Encl: a/a

Net 4 India Ltd.

Regd. Office :
139-A-1, S/F, Mohammadpur,
New Delhi-110061
Tel. : +91 11 26711150
Fax : +91 11 26711152
Email : info@net4.com
net4.in

Customer Care
0120-4989000
Sales Enquiry

**Report on the Extraordinary General Meeting of the Company held on April 26, 2016 at 9:00 AM
Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070 (Held in accordance with
the Companies Act, 2013 and the Rules made thereunder)**

Total number of shareholders on record date: 2565 Shareholders

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

**Promoters and Promoter Group: 1
Public: 89
Proxy:
Total Shares (Votes Casted) in Poll: 3501244 Shares
Total Shares (Votes Casted) in E voting: 353479**

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

Details of the Agenda:

ItemNo.1: Approval of the Appointment of M/s Lakshmi Tripti and Associates Chartered Accountants,) as the Statutory Auditors of the Company for the Financial Year Ending March 31, 2016

Resolution required: Ordinary Resolution

Mode of voting: Poll and E voting

Status: Resolution Passed as an Ordinary Resolution

For Net 4 India Ltd.
FOR NET 4 INDIA LTD.

Sumit Gupta
Authorised Signatory



Combined Scrutinizer's Report on E-Voting and Poll
[Pursuant to Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI Listing Obligations and Disclosure Requirements), 2015]

NAME OF THE COMPANY	NET 4 INDIA LIMITED
TYPE OF MEETING	Extra Ordinary General Meeting
DATE & TIME	26th April, 2016 at 9:00 A.M
DAY	Tuesday
VENUE	Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070

1. Appointment as Scrutinizer:-

I, Juhi Kathuria, Company Secretary in whole time practice was appointed on 1st April 2016 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 and as per Regulation 44, of SEBI Listing Obligations and Disclosure Requirements), 2015 on the agenda items to be transacted, at the Extra Ordinary General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070.

2. Dispatch of Notice Convening the Meeting:-

The Company has informed that on the basis of the Register of Members mentioned by the Registrar and Share Transfer Agent namely; Karvy Computershare Private Limited and the List of Beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company dispatched the Notice of the EGM on 1st April, 2016 through Courier or by Email to the members who had registered their Email ids with the Depositories/Company.

3. Cut-off date:-

The voting rights were reckoned as on 15th April, 2016 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-voting and voting at the Meeting.

4. Remote E-voting:-

(A) Agency:-

The company has engaged the services of Karvy Computershare Private Limited (hereinafter referred as a 'Service Provider') to offer the remote E-voting facility to its shareholders.

For NET 4 INDIA LTD

Authorised Signatory



(B) Remote E-voting:-

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

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



The E-voting facility was offered and kept open by the Company to its shareholders for the period commencing on 22nd April, 2016 at 9.00 A.M and ending on 25th April, 2016 at 5.00 P.M. The shareholders whose name appeared in the Register of Members/List of Beneficial owners as on 15th April, 2016 (i.e. cut-off date) were entitled to participate and vote electronically during the aforesaid period of E-voting. The members were required to cast their votes electronically conveying their assent and dissent in respect of the ordinary resolution, on the E-voting platform.

On 26th April, 2016, the vote cast through E-voting facility was unblocked by me in the capacity of the Scrutinizer in the presence of Ms. Bharti Mangal and Mr. Kishan Bhardwaj who were present as witnesses.

5. Voting the EGM:-

(a) At the Extra Ordinary General Meeting of the Company held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070, a poll was conducted on the resolution to facilitate the members present at the meeting, who did not participate in the E-voting to cast their votes through the poll. The scrutinizer shall have access after closure of period of Remote E-voting and before the start of the General Meeting, to only such details relating to members who have cast their votes through E-voting such as their names, Folio, Number of shares held but not the manner in which they have voted.

(b) 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 Ms. Bharti Mangal and Mr. Kishan Bhardwaj and poll papers were diligently scrutinized.

6. 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 and Regulation 44 of the SEBI Listing Obligations and Disclosure Requirements), 2015 relating to E-voting and Poll on the resolutions contained in the Notice of the EGM. My responsibility as a scrutinizer for the E-voting process and for the poll at the EGM is restricted to report on votes Cast in favour and against the resolution stated in the notice.

7. 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 the resolution contained in the Notice of the aforesaid Extra Ordinary General Meeting.

8. Results:-

(i) I observed that **89 shareholders** has cast their votes at the meeting out of which **15 shareholders** does not vote on the resolution and **31** Pooling papers were found defective and therefore rejected.

(ii) Further **9 shareholders** had cast their votes through remote e-voting.



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

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

For NET 4 INDIA LTD.



- (iii) The Consolidated Results with respect to the item on the agenda as set out in the notice of the EGM dated 1st April, 2016 is enclosed.
- (iv) Based on the aforesaid result, we report that, the **Ordinary Resolution** as contained in the Notice has been passed with requisite majority.
9. 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 Extra Ordinary General meeting and thereafter the same would be handed over to the chairman for safe keeping.

Yours Faithfully,



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

Date: 27.04.2016
Place: New Delhi

For NET 4 INDIA LTD.

Authorised Signatory



Consolidated Results on E-voting and poll are as follows:-

Item No 1:- To consider the approval of the appointment of Lakshmi Tripti and Associates Statutory Auditor of the Company

Particulars	Number of Votes contained in					
	Remote E-votes		Voting the EGM		Total	
	Number	Votes	Number	Votes	Number	Votes
Assent	9	353479	43	3500474	52	3853953
Dissent	0	0	0	0	0	0
Invalid	0	0	31	770	31	770
Total	9	353479	74	3501244	83	3854723

Note:- There were 14 shareholders holding 74 shares who attended the Meeting but did not vote at the Meeting. Further there was 1 shareholder holding 11 shares that attended the meeting but did not vote because he has participated in the remote e-voting process.

Based on the aforesaid result, I report that, the **Ordinary Resolution** as contained in the Notice has been passed with requisite majority.



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

Date: 27.04.2016
Place: New Delhi

For NET 4 INDIA LTD.

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

Extra Ordinary General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070

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, at the Extra General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED, held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070

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 box were subsequently opened in my presence and in presence of two witnesses namely Ms. Bharti Mangal and Mr. Kishan Bhardwaj, 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:

ORDINARY RESOLUTION

To consider the approval of the appointment of Lakshmi Tripti and Associates Statutory Auditor of the Company

(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
43	3500474	99.97



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

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

For NET 4 INDIA LTD.

(ii) Voted **against** the Resolution

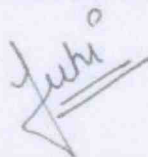
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
31	770

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

**Thanking you
Yours Faithfully,**




**Date: 27.04.2016
Place: New Delhi**

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

Note:- There were 14 shareholders holding 74 shares who attended the Meeting but did not vote at the Meeting. Further there was 1 shareholder holding 11 shares that attended the meeting but did not vote because he has participated in the remote e-voting process.

For NET 4 INDIA LTD.

Authorised Signatory





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

Extra Ordinary General Meeting of the Equity Shareholders of M/s NET 4 INDIA LIMITED Held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070

Sub: Scrutinizer's Report on E-voting Conducted in terms of passing of Resolution 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 Regulation 44 of SEBI Listing Obligations and Disclosure Requirements), 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 1st April, 2016 as the Scrutinizer by the Board of Directors of the NET 4 INDIA LIMITED purpose of scrutinizing the remote 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 Extra General Meeting of the Equity Shareholders of NET 4 INDIA LIMITED Held on Tuesday, 26th April, 2016 at 9:00 A.M at Tribe Brunch Aruna Asaf Ali Road Vasant Kunj New Delhi 110070. 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 the item of the business sought to be transacted at the EGM 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 resolution placed for approval of the shareholders was 15th April, 2016.
3. The e-voting remained open from 22nd April, 2016 at 9.00 A.M to 25th April, 2016 at 5.00 P.M.
4. At the time of unblocking of result on 26th April, 2016 in the presence of Ms. Bharti Mangal and Mr. Kishan Bhardwaj who were not the employees of the Company as witness to unblocking of votes.



5. A Summary on e-voting is given below:

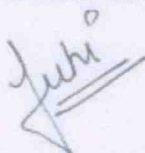
ORDINARY RESOLUTION

To consider the approval of the appointment of Lakshmi Tripti and Associates Statutory Auditor of the Company

Particulars	Number of Shares Held by them	Number of votes Cast
Voted in favour of Resolution	353479	353479
Voted against the Resolution	Nil	Nil
Invalid Votes	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 Extra Ordinary 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: 27.04.2016
Place: New Delhi

For NET 4 INDIA LTD.



Authorized Signatory