

May 7, 2014

To,
**The Manager – Corporate
Relationship Department
BSE Limited**
25th Floor, P.J. Towers,
Dalal Street, Mumbai-400 001

To,
**The Manager - Corporate Compliance
National Stock Exchange of India
Limited**
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051.

Sub: Submission of Postal Ballot Result:
Script Code: BSE -533146, NSE - DLINKINDIA

Dear Sir,

We wish to inform that the Members of the Company have passed a Special Resolution in connection with the appointment of and payment of remuneration to Mr. Gary Yang as the Managing Director as set out in the Postal Ballot Notice dated March 5, 2014 with requisite majority.

The scrutinizer Mr. Shivaram Bhat Practicing Company Secretary has submitted his report after completion of scrutiny of postal ballot forms received from members up to May 5, 2014 as summarised below;

Number of valid postal ballot forms received	233
Votes in favour of the resolution	18,928,911
Votes against the resolution	3,850
Number of invalid postal ballot forms received	6

The detailed disclosure of the declared results of the Postal Ballot in terms of Clause 35A of the Listing Agreement is enclosed herewith.

You are requested take the above on your records.

Thanking You,

Yours faithfully,
For **D-LINK (INDIA) LIMITED**



SHRINIVAS ADIKESAR
COMPANY SECRETARY

Disclosure in terms of Clause 35A of the Listing Agreement

In terms of Clause 35A of the Listing Agreement, the results of postal ballot conducted by the Company are detailed below in the prescribed form:

Date of the declaration of results of Postal Ballot:	May 7, 2014
Total number of shareholders as on February 28, 2014 (Cut-off date for reckoning the voting rights of the shareholders)	<u>19,611</u>
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable (The Resolution were passed through Postal Ballot)
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable (The Resolution were passed through Postal Ballot)
Promoters and Promoter Group:	
Public:	

Details of the Agenda

Item No.1: Appointment of and payment of remuneration to Mr. Gary Yang as Managing Director of the Company.

Resolution required:	Special Resolution
Mode of voting:	Postal ballot
Votes casted in favour of the resolution	18,928,911
Votes casted against the resolution	3,850
Result:	Passed with requisite majority

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares (3)=[(2) /(1)]* 100	No. of Votes - in favour	No. of Vote s - agai nst	% of Votes in favour on votes polled (6)=[(4)/ (2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	18114663	18114663	100	18114663	0	100	0
Public - Institutional holders	30	0	0	0	0	0	0
Public-Others	11890157	820148	6.90	814248	3850	99.28	0.47
Total	30004850	18934811	63.11	18928911	3850	99.97	0.02