

**ANNOUNCEMENT OF POSTAL BALLOT RESULT**

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011, (Provisions of law in force at the time of commencement of postal ballot process) and Section 110 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014, the approval of the members of the Company was sought by means of Postal Ballot vide notice dated March 5, 2014, in connection with the appointment of and payment of remuneration to Mr. Gary Yang as the Managing Director of the Company for a period of five years commencing from March 1, 2014.

Mr. Shivaram Bhat, a Practising Company Secretary, who was appointed as independent Scrutinizer for the Postal Ballot, has submitted his report dated May 7, 2014. I am pleased to announce the result of the postal ballot process on the basis of the report submitted by the Scrutinizer.

Details of Postal Ballot forms received (valid or invalid) and voting on the resolution based on the scrutinizer's report dated May 7, 2014 are as follows:

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 Special Resolution as set out in the notice dated March 5, 2014, has been approved by the members with requisite majority.

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

  
**C.M. GAONKAR**  
**EXECUTIVE DIRECTOR & CFO**

Date : May 7, 2014.  
Place: Mumbai.