

NETLINK SOLUTIONS (INDIA) LIMITED

Corporate Identity Number (CIN): L45200MH1984PLC034789

Registered Office: 507, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053.

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OPEN OFFER FOR ACQUISITION OF 6,57,600 (SIX LAKHS FIFTY SEVEN THOUSAND SIX HUNDRED ONLY) FULLY PAID UP EQUITY SHARES OF ₹ 10/- EACH FROM THE SHAREHOLDERS OF NETLINK SOLUTIONS (INDIA) LIMITED (“NETLINK” / “TARGET COMPANY”) BY JUPITER INFOMEDIA LIMITED (“JUPITER” / “ACQUIRER NO 1”) AND JINESHVAR SECURITIES PRIVATE LIMITED (“JINESHVAR” / “ACQUIRER NO 2”) (HEREIN AFTER COLLECTIVELY REFER TO AS “ACQUIRERS”) PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) & 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (“SEBI (SAST) REGULATIONS”).

Recommendations of the Committee of Independent Directors (IDC) pursuant to Regulation 26(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to the Open Offer made by Jupiter Infomedia Limited (Acquirer No 1) and Jineshvar Securities Private Limited (Acquirer No 2) for acquisition of 6,57,600 (Six Lakhs Fifty Seven Thousand Six Hundred) Equity Shares of ₹ 10/- each, to the public shareholders of Netlink Solutions (India) Limited (“Target Company” or “Netlink”).

1	Date	June 28, 2021
2	Name of the Target Company (TC)	Netlink Solutions (India) Limited
3	Details of the Offer pertaining to Target Company	Open Offer for the acquisition of 6,57,600 (Six Lakhs Fifty Seven Thousand Six Hundred) Equity Shares of ₹ 10/- each, being constituting 26.00% of the Equity Share Capital of the Netlink Solutions (India) Limited (“Netlink”) by the Acquirers pursuant to and in compliance with Regulations 3(1) & 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
4	Name(s) of the acquirer and PAC with the acquirer	Acquirers: Jupiter Infomedia Limited and Jineshvar Securities Private Limited PAC: Nil
5	Name of the Manager to the offer	Aryaman Financial Services Limited
6	Members of the Committee of Independent Directors	1) Mr. Yogesh Girnara (Chairman) 2) Mr. Rajendra Lokare (Member) and 3) Mr. Premnath Mishra (Member)
7	IDC Member’s relationship with the TC (Director, Equity shares owned, any other contract / relationship), if any	<ul style="list-style-type: none">• All members of the IDC, including Chairman, are Independent Directors of the Target Company.• IDC Members do not hold any equity shares of the Target Company.• None of the IDC Members holds any other contract or relationship with the Target Company other than their position as Independent Directors of the Target Company.
8	Trading in the Equity shares/other securities of the TC by IDC Members	None of the IDC Members have traded in the equity shares of Target Company during 12 months prior to the date of the Public Announcement of the Offer.
9	IDC Member’s relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	None of the IDC Members have any relationship with the Acquirers or with any Directors of the Acquirers. Further none of the IDC members hold any Equity Shares of the Acquirers.
10	Trading in the Equity shares/other securities of the Acquirer by IDC Members	None of the IDC Members have traded in the equity shares of Acquirers during 12 months prior to the date of the Public Announcement of the Offer.
11	Recommendation on the Open offer, as to whether the offer is fair and reasonable	IDC Members believes that the Open Offer is fair and reasonable. IDC Members confirm that the Target Company has not received any complaint from the shareholders regarding the open offer process, valuation price or method of valuation.
12	Summary of reasons for recommendation	IDC Members have reviewed (a) the Public Announcement (b) Detailed Public Statement (c) Corrigendum to Detailed Public Statement and (d) Letter of Offer. IDC Members have also reviewed the quantum of trading and relevant prices on the Stock Exchange platform. Based on the above, the IDC Members are of the opinion that the Offer Price to the Public Shareholders of the Target Company is in compliance with the requirements of the Regulations and hence is fair and reasonable. The shareholders of the Target Company are advised to independently evaluate the Offer and take informed decision whether or not to offer their shares in the Open Offer.
13	Details of Independent Advisors, if any.	None
14	Any other matter(s) to be highlighted	None

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the SEBI (SAST) Regulations.

For Netlink Solutions (India) Limited

Mr. Yogesh Girnara
(IDC – Chairman)

Mr. Rajendra Lokare
(IDC – Member)

Mr. Premnath Mishra
(IDC – Member)

Place: Mumbai

Date: June 28, 2021