

DEN**DEN NETWORKS LIMITED**

Registered Office: 236, Okhla Industrial Area,

Phase-III, New Delhi-110020

CIN: L92490DL2007PLC165673

Website: www.dennetworks.com - E-mail: investorrelations@denonline.in

Telephone Number: - 011-40522200; 40522242; Fax No. - 011-40522203

Notice of 08th Annual General Meeting, Remote E-Voting and Book Closure**(A) Annual General Meeting**

Notice is hereby given that the eighth Annual General Meeting ("AGM") of the Members of the Company is scheduled to be held on Tuesday, 29th September, 2015 at 11.30 a.m. at Shri Ram Centre, 4, Sardar Hashmi Marg, Mandi House, New Delhi-110001 to transact the business as set out in the notice convening the said AGM. The notice convening the AGM and Annual Report for the financial year 2014-15 have been sent in electronic mode to all the members whose names appeared in the list of beneficial owners as provided by the CDSL/NSDL (depositories) as on Sep 3, 2015 at their e-mail ids as registered with the Depository Participant(s). Physical copies of these documents have been sent to all other members whose names appeared on the Register of Member of the Company as on August 28, 2015 at their registered address in the prescribed mode. The ordinary businesses and the special businesses as set out in the notice of the 08th AGM may be transacted by electronic voting. The electronic transmission/physical dispatch of notice of 08th AGM alongwith the Annual Report 2014-15 and attendance slip/proxy form was completed on 03rd Sep, 2015. The notice of the 08th AGM and the Annual Report for the financial year 2014-15 are also available and can be downloaded from the Company's website i.e., www.dennetworks.com.

(B) E-voting

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 as amended and clause 35B of the listing agreement, the Company is pleased to provide all its members (holding shares both in physical mode and in electronic form) the facility to exercise their votes electronically from a place other than the venue of the AGM (remote e-voting) through the e-voting services provide by Karvy on all the resolutions set out in the notice. The remote e-voting period commences on 25th September, 2015 (9.00 a.m. IST) and ends on 28th September, 2015 (5.00 p.m. IST). During this period the members of the Company holding shares either in physical or dematerialised mode, as on cut off date i.e. September 22, 2015 may cast their vote electronically. E-voting module shall be disabled by the Karvy for voting thereafter and shall not be allowed beyond the said date and time. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to Karvy. The members who have cast their vote by remote e voting may attend the AGM, but shall not be entitled to cast their vote again. Mr. Manoj Kumar Jain, Practicing Company Secretary has been appointed as the scrutinizor to scrutinize the Ballot form and remote e-voting process in a fair and transparent manner. The Results declared along with the Scrutinisers Report shall be placed on the Company's web site and on the website of Karvy immediately after the result is declared by the Chairman and results shall also be communicated to the stock exchanges. All documents referred to in the notice and explanatory statement are available for inspection at the Registered office of the company on working days (Monday to Friday) between 10.00 a.m. and 1.00 p.m upto the date of the AGM. Members are requested to send their queries related to the accounts, if any, at the Registered Office of the Company at least 10 days before the date of the Annual General Meeting, so that the information can be made available at the meeting.

Book Closure

Notice is hereby further given that pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 & clause 16 of the listing agreement the Register of Members & Share Transfer Books of the Company will remain closed from 22nd September 2015 to 26th September, 2015 (both days inclusive).

By Order of the Board of Directors
For DEN Networks Limited

Sd/-

Jatin Mahajan
Company Secretary

Membership No. - F-6887

Place : New Delhi

Date : 04.09.2015



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