

TRANSFORM SUSTAIN & GROW

ANNUAL REPORT 2020-21

Corporate Information

Directors

Sujay R. Sheth Chairman - Independent Director

Dilip Thakkar Independent Director **Neha Nagpal** Independent Director **Anshuman Ruia** Non-Executive Director Naresh Kothari Non-Executive Director Sanjeev Verma Whole-Time Director **Executive Director** Deepak Kumar Bansal

Mahua Mukherjee **Executive Director**

Chief Financial Officer

Deepak Kumar Bansal

Company Secretary & Compliance Officer

Aditya Goswami

Auditors

M/s. Walker Chandiok & Co LLP

Registered Office

Essar House, 11 Keshavrao Khadye Marg, Opposite Race course, Mahalaxmi, Mumbai 400034.

- **8** +91 22 6660 1100
- +91 22 2354 4331
- info@agcnetworks.com
- www.agcnetworks.com

CIN: L32200MH1986PLC040652

Regional Offices - India

Bengaluru, Chennai, Gandhinagar, Gurugram, Hyderabad, Kolkata, Mumbai & Pune.

Global Presence

North America, Latin America, Europe, India & SAARC, Middle East & Africa, Asia-Pacific

Bankers

- India Yes Bank Limited, IDBI Bank Limited & Bank of India
- United States of America Fifth Third Bank and East West Bank

Registrar and Share Transfer Agent (RTA)

Datamatics Business Solutions Limited Plot No.B-5, Part B, Cross Lane, MIDC, Marol,

- Andheri (East), Mumbai 400093 **8** +91 22 6671 2001-2006
- +91 22 6671 2209
- www.datamaticsbpm.com
- investorsqry@datamaticsbpm.com

Audit Committee

Sujay R. Sheth (Chairman) Dilip Thakkar

Mahua Mukherjee

Nomination and Remuneration Committee

Dilip Thakkar (Chairman)

Sujay R. Sheth

Naresh Kothari

Stakeholders Relationship Committee

Sujay R. Sheth (Chairman)

Dilip Thakkar

Sanjeev Verma

Corporate Social Responsibility Committee

Sujay R. Sheth (Chairman)

Sanjeev Verma

Mahua Mukherjee

Ethics and Compliance Committee

Sujay R. Sheth (Chairman)

Mahua Mukherjee

Risk Management Committee

Sujay R. Sheth (Chairman)

Sanjeev Verma

Neha Nagpal



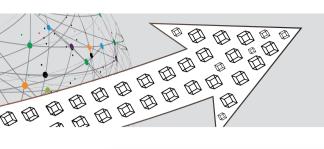


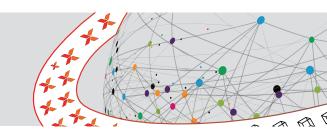
Table of Contents

Corp	orate	Overv	view

Chairman's Message	04
Whole-Time Director's Message	05
Company at a glance	06
Statutory Reports	
Notice of Annual General Meeting	18
Directors' Report	43
Management Discussion and Analysis	81
Corporate Governance Report	96
WTD and CFO Certificate	120
Secretarial Compliance Report	121
Business Responsibility Report	123
Financial Statements & Independent Auditors' Report	
Independent Auditors' Report on Standalone Financial Statements	133
Standalone Financial Statements along with notes annexed thereto	144
Independent Auditors' Report on Consolidated Financial Statements	208
Consolidated Financial Statements along with notes annexed thereto	222
AOC-1	305
Financial Highlights (Consolidated)	311

AGC Networks Limited



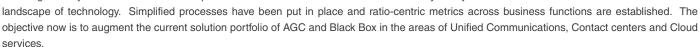


MESSAGE FROM THE CHAIRMAN

Dear Shareholders,

Governments, enterprises and individuals everywhere continue to rise to the occasion to prepare themselves in anticipation of the next normal scenario, as they slowly but surely, move beyond the extant challenges. I am happy to share that your Company too has taken several initiatives to help and optimize the planning and execution of the rapid digital journey of our customers across the world.

With the acquisition of Black Box in early 2019, the initial focus was on streamlining the integration between AGC and Black Box and laying a solid foundation for future growth. Since then, your Company continues to strengthen key fundamentals to enable quick and effective transformation as demanded by the dynamic



This is while enhancing the current solution portfolio across Cloud Computing & Virtualization, Cyber Security, Managed SoC and NoC, Managed Services, IoT, Data Center and Collaboration solutions to both the existing and new customers.

Your Company now also can support its client requests for deployments and support in many more countries. The combination of increased global coverage and lower support costs has enabled your Company to become the global IT infrastructure solutions provider of choice in spirit and form. Staying true to the Glocal approach and address our customer's on-going solution integration needs, your Company continues to on-board geographic focused Systems Integrators, who create the local connect with customers through forward integrated technologies which are specific to that market.

The next normal will present several opportunities in the areas of operations of your Company, and our capable management team, very ably supported by dynamic and enthusiastic executive teams across practices and geographies, are keeping a keen eye on these developments.

Technology will continue to be the key enabler for enterprises and mid-market organizations to showcase their products and solutions, and it will be the key differentiator. Your Company's understanding of customer needs, and its strong relationships with all major technology providers will ensure all customers are provided best-in-class customized solutions and support services.

The last year has been a challenging year in every way, but the indomitable spirit of our teams, a deeply committed leadership, and a set of supportive customers made it a successful year for your Company.

I thank each one of our shareholders and stakeholders, for your faith and support through these trying times, and wish you and your families the very best for the better times ahead.

Stay Healthy, Stay Safe!

Best Wishes,

Sujay R. Sheth







MESSAGE FROM THE WHOLE-TIME DIRECTOR

Dear Shareholders.

The widespread "Hybrid Working Models" has required individuals, societies, businesses & governments to turn to technology in order to evolve a working model and this has placed Your Company in an advantageous position. The new normal is driving people across AGC Black Box to stay focussed on delivering value to customers through collaborative efforts.

Our leadership's relentless focus on Relationship, Relevance and Results with our customers along with the capabilities of our cross functional global teams working together have helped accelerate our customer's business in the midst of this global pandemic.

In FY21, Your Company delivered consolidated revenues of INR 4,674 Crores, consolidated EBIDTA of INR 352 Crores and Net Profit of INR 78 Crores.

Your Company continues to invest in expanding its breadth of solutions in the areas of digital transformation, cloud and cyber security to drive growth.

Our presence in 30+ countries has enabled us to facilitate and develop digital solutions across industries and functions and be closer to our customers and their businesses.

Since AGC's acquisition of Black Box in Jan 2019, the Company has successfully executed multifaceted sustainable cost saving initiatives that have resulted in improved recurring cash flows. AGC management implemented changes that allowed Black Box to achieve operational efficiencies, improve product offerings and introduce new technologies to clients. These initiatives have improved our relevance to customers and we continue to gain wallet share from our blue chip customers' base.

Despite a turbulent and challenging year, we ensured business continuity and delivered enhanced value for our customers. This was possible because we acted quickly and decisively during the pandemic, protecting our people, taking strategic decisions and securing consistent performance across our business streams. I am extremely grateful to our employees, our clients, the leadership team, our Board members, and all our well-wishers, who have supported us with their trust and guidance through this challenging year.

As we look ahead we will continue to focus on expanding and enhancing skills of our talent base, making the workforce more flexible, prioritizing strategic workforce planning and performance management to deliver differentiated value proposition to our customers.

As I scan our horizon, I am struck by the range of possibilities that beckon and we are uniquely positioned to take advantage of all the opportunities that lie ahead.

We aim to create value for a broad range of stakeholders in a sustainable way. Our resilience and empathy are manifest in our ability to serve our customers without interruption, empower our employees to quickly adjust to hybrid working and provide the much-needed relief to our communities in a time of crisis.

Your Company will continue to invest in talent and technology of the future more specifically in the areas of Digital Workplace, Data Center & Cloud Services and Cyber Security added with our anywhere anyplace delivery model.

We continue to pursue our 'GLOCAL' strategy and be our customer's preferred partner of choice in each of the global markets that we operate in. Our endeavour is to provide globally benchmarked technology solutions and services to our customers in their specific geography and customized to their business needs.

Thank you for your support and guidance.

Stay Healthy, Stay Safe!

Warm Regards,

Sanjeev Verma

AGC Networks Limited Page 5





TRANSFORM | SUSTAIN | GROW

At AGC Black Box, our strategy is TSG: Transform, Sustain & Growth through evaluating the industry landscape, gauging business futures, securing & aligning the relevant technology from global technology partners to deliver customized solutions and services to global customers.

AGC Black Box have implemented changes to achieve operational efficiencies and improve product offerings. AGC Black Box drives process excellence & optimizes resource productivity to enable a culture of true digital transformation.

Sustainability indicates the growing importance of continental and global consciousness occurring together with the increasing salience of local and regional requirements. Given our broad geographic footprint and presence in over 30 countries around the world, aligned with best-in-class technology partners in an evolving and complex environment, we are able to provide solutions to our clients locally anywhere in the world, thereby increasing efficiencies and also reducing costs.

Technology is emerging at an infinite speed and delivering updated tech to the customer is vital. Focusing on a constant endeavor to evolve and provide solutions by enabling better experiences and empowering customers through emerging technology platforms and certified resources is the key. These have been in the areas of Cloud-based offerings with customer opportunities identified and relevant investments made in Data Center technologies to enable the end customer.

AGC Black Box continue to be a leader in the Enterprise Communication space for over 36+ years now and are carving a niche through continuous focus on a growth trajectory enabled and delivered through a uniform Global deployment approach and onboarding of the strategic acquisitions to be in line with the existing 'customer first' strategy.

ORGANIC GROWTH OPPORTUNITIES



Page 6 AGC Networks Limited





ABOUT US

Integrating Tech. Accelerating Your Business.

AGC Black Box is a globally trusted IT solutions provider delivering cutting-edge technology products and world-class consulting services to businesses for over 36+ years, in over 30+ countries in every industry. Providing go-to technology solution integration to architect, deploy, manage and secure the customer's IT environment through customized solutions and services that accelerates business.

The breadth of our global reach and depth of our expertise accelerates customer success by bringing people, ideas, and technology together to solve real-world business problems. This is by offering holistic solutions leveraging both technologies as well as enterprise-wide capabilities that allow us to manage customer expectations.

We help businesses navigate the ever changing landscape by partnering with leading technology vendors (OEMs) like Avaya, McAfee, Palo Alto, Cisco, Corning, RingCentral, NEC, Juniper, HPE, CommScope, Prsym, Trend Micro, Verint, Poly among others to provide need-based, value-added services and 'End to End' solutions to esteemed customers across the globe.

Our portfolio includes both value-added products as well as strategic alliances to offer comprehensive technological guidance at any level. We deliver digital transformation solutions including Connected Buildings and Structured Cabling, Deployment of IoT Devices, Multi-Site Deployment, Customer Experience, Networking, Cyber Security, Digital Workplace and Unified Communications, Data Center and Edge Networks, and Managed Services.

Your Company also markets, sells, and distributes IT infrastructure products directly to consumers, through distributors, value-added resellers, web retailers, and large system integrators.

Who Are We



AGC Black Box is a leading digital technology solutions provider, having expertise in architecting, deploying, managing and securing customer's IT and communications infrastructure.

What We Do



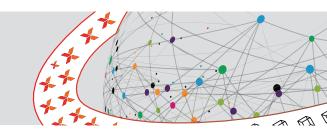
We deliver technology solutions for our customers by harnessing technology innovation to digitally transform and accelerate their business in the areas of connected buildings & IoT, digital workplace & customer experience, data center & edge networks, wireless & mobility (including 5G) and cyber security.



We also sell and distribute technology infrastructure products to enhance customer experience through online web, distributors, integration partners and value-added resellers.

AGC Networks Limited Page 7

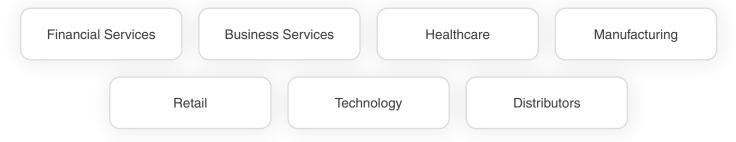




AUGMENTED SERVICE OFFERINGS AND SCALE VIA ACQUISITION OF BLACK BOX



Well diversified across Industries



Page 8 AGC Networks Limited





GLOBAL SOLUTION INTEGRATION BUSINESS PILLARS

Solutions

Connected Buildings



Global Multisite Deployments
Structured Cabling
Digital Transformation Implementation
Deployment of IoT Devices

Digital Workplace



Premise & Hybrid UC&C Managed UCaaS (Cloud) Premise to Cloud Upgrade Carrier Services

Customer Experience



Contact Center Self-Service/Automation Application Integration Analytics

Enabling

Technology

In-Building 5G/OnGo



4G to 5G Upgrade 5G and Public Safety DAS OnGo Networking RTLS

Edge Networking & Data Centers



Core Networking
Wi-Fi 6
SD-WAN & Connectivity
Physical Implementation

Cyber Security



Incident & Event Monitoring Endpoint Detection & Response VPN & Firewall Governance & Assessments

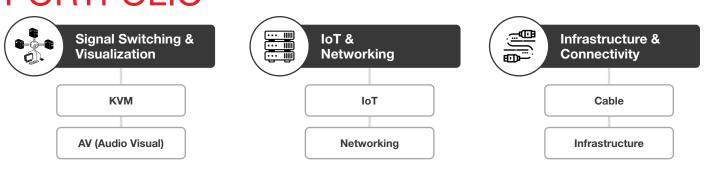
Delivery Models



Services

Professional (Consult, Assess, Design, Project Management) & Field (On-Site, Deploy)
Support (Monitoring (NoC & SoC), Incidents, Remote Activities), Managed Services (XaaS, Custom)

TECHNOLOGY PRODUCT SOLUTIONS PORTFOLIO



AGC Networks Limited Page 9





AGC BLACK BOX SNAPSHOT



8,000+

Customers Served Globally



100 +

Fortune 500 Companies



5,000+

Active Client Locations Serviced



30+

Global Partners



3,500+

Employees Globally



18

Delivery Centers Across 6 Regions



1000+

Certifications



30+

Presence in Countries

CUSTOMER RELATIONSHIPS

EXTENDING ACROSS BOUNDARIES.



TECHNOLOGY

8 of the Fortune 10 Largest Tech Companies



HEALTHCARE

4 of the 6 Largest US Hospitals



MANUFACTURING

7 of the 10 Largest Manufacturers



ENERGY & UTILITIES

3 of the Fortune 5 Largest Utility Co. in the US



MEDIA & BROADCASTING

7 of the Forbes Top 10 Broadcast Companies



RETAIL

3 of the 6 Largest US Retailers



HOSPITALITY

The 3 HNN Largest Hotels in the World



BANKING

6 of the Forbes 10 Largest US Banks