



**ALLSEC
TECHNOLOGIES
LIMITED**

Annual Report
2016 - 17



Board of Directors

Mr. T. Anantha Narayanan
Mr. C. Jayaram
Mr. D. Padmanabhan
Ms. Lalitha Sankaran
Mr. Manish Gaur
Mr. Kapil Modi
Mr. A. Saravanan
Mr. R. Jagadish

Chairman
Director
Director
Director
Investor Nominee
Investor Nominee
Director
Director & CEO

Management Team

Mr. R. Vaithiyanathan
Mr. P. Raghunath
Mr. C. Mahadevan
Mr. Saravanan Thambusamy

Senior Vice President - Operations & HR
Vice President - Finance
Vice President - HR Operations
Vice President - Technology

DGM Legal & Company Secretary

Mr. A. Mohan Kumar

Auditors

Walker Chandio & Co LLP
Chartered Accountants
Chennai

Registered Office

7H Century Plaza,
560-562 Anna Salai,
Teynampet,
Chennai 600 018.

Corporate Office

46B Velachery Main Road,
Velachery, Chennai 600 042.

Bankers

- Canara Bank
- HDFC Bank

Registrars & Transfer Agents

KARVY Computershare Private Limited
Karvy Selenium Towers, No - B,
Plot No. 31-32, Gachibowli,
Financial District, Nanakramguda
Hyderabad - 500 032



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Notice is hereby given that the 18th Annual General meeting of the Shareholders of **ALLSEC TECHNOLOGIES LIMITED** will be held at 10 A.M. on Thursday, the 10th Day of August 2017 at Narada Gana Sabha, Mini Hall, 314, TTK Salai, Alwarpet, Chennai 600 018 to transact the following business:

Ordinary Business:

- 1) To consider and adopt the Standalone and Consolidated Balance Sheet as at 31st March 2017 and the Profit and Loss Account for the period ended 31st March 2017 along with the Schedules, the report of the Directors and Auditors thereon.
- 2) To appoint a Director in the place of Mr. A.Saravanan (DIN: 00033683) who retires by rotation and being eligible, offers himself for re- appointment.
- 3) To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution;

“RESOLVED THAT M/s Walker Chandio & Co LLP (ICAI Firm Registration No.:001076N / N500013), Chartered Accountants, the retiring auditors of the company, be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the company on such remuneration as may be decided by the Board of Directors plus reimbursement of actual travel and other out-of-pocket expenses.”

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
- 2) The Register of Members of the Company and Transfer Books thereof will be closed from 3rd August 2017 to 10th August 2017 (both days inclusive).
- 3) The Securities and Exchange Board of India has made it mandatory for all companies to use the bank account details furnished by the depositories for payment of dividend through Electronic Clearing Service (ECS) to investors wherever ECS facility is available. Hence, the members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, ECS mandates, power of attorney, change of address/ name, etc., to their depository participant only and not to the Company's Registrar and Transfer Agent. Changes intimated to the depository participant

will help the Company and its Registrars to provide efficient and better services to the Members.

- 4) As per the Circular No.17/95/2011 CL-V dated 21st April, 2011 issued by the Ministry of Corporate Affairs, to facilitate the Green Initiative in the Corporate Governance, share holders are allowed to receive the Notice / Documents like Annual report, etc through electronic mode i-e: to their e-mail address registered with the Company/ Depository participant.
- 5) In line with the above initiative by the Ministry of Corporate Affairs, all the members are requested to update their email address on their respective depository account with the depository participant to provide better service at all times.
- 6) The proxies appointed, should bring their attendance slips sent herewith, duly filled in, for attending the meeting.
- 7) Electronic copy of the Notice of the 18th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 18th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

Voting through electronic means

- 8) The Company has provided 'remote e-voting' (e-voting from a place other than venue of the AGM) facility through Karvy Computershare Private Limited as an alternative, for all members of the Company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of the 18th Annual General Meeting of the Company (the AGM Notice).
- 9) The facility for voting through ballot / polling paper shall also be made available at the venue of the 18th AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.
- 10) The Company has appointed M/s Srinivasan & Shankar, Chartered Accountants, Chennai as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the



relevant Rules, the Company has fixed 3rd August 2017 as the 'Cut-off Date'. The remote e-voting / voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. 3rd August 2017 only.

INSTRUCTIONS FOR e-VOTING

I. Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Computershare Private Limited (Karvy) on all resolutions set forth in this Notice, from a place other than the venue of the Meeting (Remote e-voting).

(A) In case a Member receives an email from Karvy [for Members whose email IDs are registered with the Company/Depository Participants (s)]:

- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVENT" i.e., 'Name of the Company'

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email mani@srinishankar.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "**Corporate Name_ Event No.**"

(B) In case of Members receiving physical copy of Notice [for Members whose email IDs are not registered with the Company/Depository Participants (s)]:

- i. E-Voting Event Number – XXXX (EVEN), User ID and Password is provided in the Attendance Slip.



- ii. Please follow all steps from Sl. No. (i) to (xii) above to cast your vote by electronic means.

- II. Instructions for Voting at AGM: The Members, who have not cast their vote through Remote e-voting can exercise their voting rights at the AGM. The Company will make necessary arrangements in this regard at the AGM Venue. Members who have already cast their votes by Remote e-voting are eligible to attend the Meeting; however those Members are not entitled to cast their vote again in the Meeting.

A Member can opt for only single mode of voting i.e. through Remote e-voting or voting at the AGM. If a Member casts votes by both modes then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

OTHER INSTRUCTIONS

- a) In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.karvy.com> (Karvy Website) or contact (Unit: Name of the Company) of Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at evoting@karvy.com or phone no. 040-6716 1500 or call Karvy's toll free No. 1-800-34-54-001 for any further clarifications.
- b) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- c) The remote e-voting period commences on 7th August 2017 (9.00 A.M. IST) and ends on 9th August 2017 (5.00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 3rd August, 2017, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- d) The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. 3rd August, 2017.
- e) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., 3rd August,

2017, he/she may obtain the User ID and Password in the manner as mentioned below :

- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. Member may call Karvy's toll free number 1800-3454-001.
- iv. Member may send an e-mail request to evoting@karvy.com. However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

PROCEDURE AND INSTRUCTIONS FOR WEB CHECK-IN/ATTENDANCE REGISTRATION

- 1) **Web Check-in / Attendance Registration:** Members are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall. Alternatively, to facilitate hassle free and quick registration/entry at the venue of the AGM, the Company has provided a Web-Check in facility through Karvy's website. Web Check-in on the Karvy's website enables the Members to register attendance online in advance and generate Attendance Slip without going through the registration formalities at the registration counters.

Procedure of Web Check-in is as under:

- a) Log on to <https://karisma.karvy.com> and click on "Web Checkin for General Meetings (AGM/ EGM/CCM)".
- b) Select the name of the company: Allsec Technologies Limited
- c) Pass through the security credentials viz., DP ID/Client ID/Folio no. entry, PAN No &



- "CAPTCHA" as directed by the system and click on the submission button.
- d) The system will validate the credentials. Then click on the "Generate my attendance slip" button that appears on the screen.
 - e) The attendance slip in PDF format will appear on the screen. Select the "PRINT" option for direct printing or download and save for the printing.
 - f) A separate counter will be available for the online registered Members at the AGM Venue
- for faster and hassle free entry and to avoid standing in the queue.
- g) After registration, a copy will be returned to the Member.
 - h) The Web Check-in (Online Registration facility) is available for AGM during e-voting Period only i.e., 07th August 2017 (9.00 A.M. IST) to 09th August 2017 (5.00 P.M. IST).
 - i) The Members are requested to carry their valid photo identity along with the above attendance slip for verification purpose.

By Order of the Board

A. Mohan Kumar

Company Secretary

Place: Chennai

Date : 15th May, 2017

Registered Office:

7H, Century Plaza, 560-562,

Anna Salai,

Teynampet, Chennai 600 018.

**Annexure to Item No.2 of the Notice****Details of Directors seeking appointment / reappointment at the forthcoming Annual General Meeting**

Name of the Director	Mr. A. Saravanan
Date of Birth	18-April-1962
DIN	00033683
Date of Appointment on the Board	24-August-1998
Qualifications	B.Sc. (Physics), Chartered Accountant from Institute of Chartered Accountant of India
Shareholding in Allsec	3112119 Equity shares of Rs.10/- each (20.42 % on the paid-up capital)
List of Directorship held in Companies	Allsec Technologies Limited Allsectech Inc., USA Allsectech Manila Inc., Philippines Retreat Capital Management Inc, USA
Nature of expertise in specific functional areas	Mr.A.Saravanan is a qualified Chartered Accountant. He has over 27 years of experience in finance and management across different industry segments, which he has effectively used whilst being the co-promoter of the Allsec group of companies. He headed marketing initiatives in areas of investments, merchant banking, portfolio management, brokerages and debt syndication for the Allsec group of companies. As the Promoter Director, he is responsible for business development, strategy and finance and he also directly oversees the marketing initiatives of the Company across all geographies.

Place: Chennai

Date : 15th May 2017

A. Mohan Kumar

Company Secretary

Registered Office: 7H, Century Plaza, 560-562, Anna Salai, Teynampet, Chennai 600 018.



(Rs.in Lakhs)

S. No.	Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016	Year Ended March 31, 2015	Year Ended March 31, 2014	Year Ended March 31, 2013	Year Ended March 31, 2012	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2009	Year Ended March 31, 2008
A	Profit and Loss Account										
	Revenue	11621	10836	9747	10674	10747	12471	14154	12208	9649	9901
	Gross Profit before Interest, Depreciation & Tax (EBITDA)	2340	1525	485	1368	736	(328)	686	370	180	(240)
	Profit before taxation	2187	1245	130	543	(333)	(1470)	(394)	(681)	(702)	(1105)
	Profit after taxation	2404	948	98	543	(333)	(1470)	(394)	(681)	(722)	(1355)
B	Balance Sheet										
	Net fixed assets	765	745	927	1769	2384	3131	3588	3569	2666	2914
	Investments	10492	6724	5282	6178	3532	3118	4252	2715	4538	7932
	Net current Assets	3572	4966	5387	4161	5650	5762	5775	7644	7210	4243
	Total	14829	12435	11596	12108	11567	12011	13616	13930	14414	15090
C	Share Capital	1524	1524	1523	1523	1523	1523	1523	1523	1523	1523
	Reserves & Surplus	13280	10876	9928	10497	9954	10287	11756	12150	12831	13529
	Net worth	14804	12400	11451	12020	11478	11811	13279	13674	14355	15053
	Loan funds	25	35	144	88	88	200	336	256	59	36
	Total	14829	12435	11595	12108	11567	12011	13616	13930	14414	15090
	EPS (in Rs)	15.78	6.2	(1.1)	3.5	(2.1)	(9.6)	(2.5)	(4.4)	(4.7)	(8.8)
	Diluted EPS (in Rs)	15.78	6.2	(1.1)	3.4	(2.1)	(9.6)	(2.5)	(4.4)	(4.7)	(8.8)
	Book Value per share	97.14	81.36	75.14	78.88	75.33	77.50	87.15	89.74	94.20	98.71
	Return on Capital Employed	15%	10%	(1%)	4%	(3%)	(12%)	(3%)	(5%)	(5%)	(7%)
	(ROCE in %)	15%	10%	(1%)	(5%)	(3%)	(12%)	(3%)	(5%)	(5%)	(7%)
	Return on Networth (RONW in %)	15%	10%	(1%)	(5%)	(3%)	(12%)	(3%)	(5%)	(5%)	(7%)
	Fixed Assets Turnover (No of times)	15.19	14.54	10.51	6.03	4.51	3.98	3.94	3.42	3.62	3.40
	Working Capital Turnover (No of times)	3.25	2.2	1.80	2.57	1.9	2.16	2.45	1.60	1.34	2.33



(Rs.in Lakhs)

S. No.	Particulars	Year Ended March 31, 2017	Year Ended March 31, 2016	Year Ended March 31, 2015	Year Ended March 31, 2014	Year Ended March 31, 2013	Year Ended March 31, 2012	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2009	Year Ended March 31, 2008
A	Profit and Loss Account										
	Revenue	32,280	23,338	15,086	19,962	32,007	18,314	15,852	13,475	10,383	9,794
	Gross Profit Before Interest, Tax, Depreciation & Amortisation (EBITDA)	6,799	4,192	(41)	(3,452)	4,057	443	-	-	-	-
	Profit Before Taxation	6,301	3,453	(1,233)	(5,363)	2,063	(1,049)	(735)	(999)	(948)	(1,712)
	Profit After Taxation	6,145	3,094	(1,406)	(3,714)	884	(1,472)	(756)	(1,010)	(974)	(1,963)
B	Balance Sheet										
	Net Fixed Assets	2,173	2,231	2,652	3,906	4,293	4,634	5,183	4,368	3,820	3,668
	Investments	6,115	1,911	175	1,072	888	510	1,875	1,332	3,154	3,110
	Net Current Assets	6,527	5,175	3,239	1,570	6,312	5,048	4,955	6,980	6,561	7,620
	Total	14,815	9,317	6,066	6,548	11,493	10,192	12,013	12,680	13,535	14,398
	Share Capital	1,524	1,524	1,524	1,524	1,524	1,524	1,524	1,524	1,524	1,524
	Stock Options Outstanding	-	-	-	-	-	-	101	108	124	108
	Reserves & Surplus	13,483	7,623	4,621	6,430	8,620	8,391	10,029	10,792	11,828	12,730
	Net Worth	15,007	9,147	6,145	7,954	10,144	9,915	11,654	12,424	13,476	14,362
	Loan Funds	25	256	82	260	325	23	336	256	59	37
C	Deferred Tax Assets (Net)	(217)	(86)	(161)	(1,666)	-	-	-	-	-	-
	Minority Interest	-	-	-	-	1,024	254	22	-	-	-
	Total	14,815	9,317	6,066	6,548	11,493	10,192	12,013	12,680	13,535	14,398
	EPS (In Rs.)	40.33	20.30	(9.23)	(16.43)	1.28	(11.14)	(4.97)	(6.63)	(6.39)	(12.88)
	Diluted EPS (In Rs.)	40.33	20.30	(9.23)	(16.43)	1.28	(11.14)	(4.97)	(6.63)	(6.39)	(12.88)
	Book Value per Share	98.47	60.02	40.32	52.19	66.56	65.06	76.47	81.52	88.43	94.24
	Return on Capital Employed (ROCE in %)	42%	39%	(18%)	(65%)	24%	(10%)	(6%)	(8%)	(7%)	(12%)
	Return on Networth (RONW in %)	41%	34%	(23%)	(31%)	2%	(17%)	(7%)	(8%)	(7%)	(14%)
	Fixed Assets Turnover (No of times)	14.86	10.46	5.69	5.11	7.46	3.95	3.06	3.08	2.72	2.67
	Working Capital Turnover (No of times)	4.95	4.51	4.66	12.71	5.07	3.63	3.20	1.93	1.58	1.29