

22nd ANNUAL REPORT 2016 - 17





CORPORATE INFORMATION

Corporate Identity Number (CIN) L72100MH1995PLC084788

BOARD OF DIRECTORS

CHAIRMAN

Mr. Vish Tadimety

(Non – Executive)

DIRECTORS

Mr. A. V. Rajwade

(Independent)

Mr. M. P. Bharucha

(Independent)

Mr. Sudhir Joshi

(Independent)

Dr. N. L. Sarda

(Independent)

Dr. Shreepad Karmalkar

(Independent)

Mr. Wim Elfrink (w.e.f. 21/02/2017)

(Non-Executive)

Mr. Steven Jeske

(Non-Executive)

Mr. Ramasubramanian S.

(Executive)

Ms. Amogha Tadimety

(Non-Executive)

KEY MANAGERIAL PERSONNEL

Mr. Praveen Agarwal (w.e.f. 10/05/2017)

(CFO)

Ms. Sarita Leelaramani

(Company Secretary)

AUDITORS

Lodha & Co., Chartered Accountants (Statutory Auditors)

Desai Associates, Chartered Accountants (Internal Auditors)

S. Anantha & Co., Company Secretaries (Secretarial Auditors)

REGISTRAR & SHARE TRANSFER AGENT

M/s. Link Intime India Private Ltd.

C 101, 247 Park, L.B.S Marg,

Vikhroli (West), Mumbai - 400083

C- 022-491 86000 | F - 022-491 86060

mumbai@linkintime.co.in

www.linkintime.co.in

REGISTERED OFFICE

'CyberTech House'

Plot no. 63/64/65, MIDC, Road no. 21/34,

Wagle Estate, Thane (W) - 400606

C- 022 - 2583 4643 | F- 022 2583 2574

cssl.investors@cybertech.com

www.cybertech.com

SOLICITORS

M/s. Bharucha & Partners, Mumbai

LISTED AT

National Stock Exchange of India Ltd.

BSE Ltd.

BANKERS

Union Bank of India

ICICI Bank Ltd.

WHOLLY OWNED SUBSIDIARY

CyberTech Systems and Software Inc., USA

3800 Horizon Blvd, Suite #104, Trevose,

PA 19053, USA

info@cybertech.com

www.cybertech.com

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LETTER TO FELLOW SHAREHOLDERS

Dear Shareholders,

I am happy to report that we have achieved a revenue growth of 27% in rupee terms for FY17. The year gone by saw steady performance in terms of financial growth while we also added capabilities to be future ready to address the opportunities in the changing market environment.

During the year, we continued our shift in focus to Spatial Analytics. Our cloud-based spatial analytics platforms addressing Property Tax Digitalization in India, and Intelligence-Led Policing and Population Health in the United States (US) continue to gain traction in the market place as we work with our partners Cisco, Microsoft, Esri, and SAP. We believe that our partnerships and alliances will be a key growth driver in CyberTech's future growth. These strategic partnerships give us an opportunity to deliver next-generation, IoT-ready spatial analytics offerings to our clients.

Let me share key financial highlights of FY17 with you:

- Our operating revenue witnessed a growth of 20% in FY17 in rupee terms and has grown at a CAGR of 14.4% from FY11 to FY17
- Our EBITDA for FY17 was Rs 199.3 million (20.3% of total revenue), an increase of 121% over prior fiscal year. It has grown at a CAGR of 24.6% over the last seven years
- Our PAT grew by 382% for FY17 and grown at a CAGR of 41.8% over the last seven years
- The growth was led by strong growth in our Spatial Platform offerings which constitutes around 75% of our operating revenue while 25% came from Enterprise Solutions offerings
- Around 70% of the total revenue constitutes recurring revenue business.
- Board of Directors recommended a dividend of Re. 1/- per equity share for FY17

We continued to add marque clients in our portfolio during the year to our Spatial Platform offerings and in the government space. A total active client for the year was 44 (LTM). This represents a good client base which will allow us to have sustainable growth for future.

During the year, Mr. Wim Elfrink, a pioneer in IoT, Smart Cities and Digitization of Society, joined the Company as Chairman of Advisory Board. In coming years, Wim will help drive CyberTech's transition from Success to Leadership in the areas of Advanced Spatial Analytics and Digital Transformation.

The geospatial industry has been expanding at a breakneck speed with 'geo' getting embedded in more and more workflows. We are seeing geospatial capabilities being integrated into all kinds of systems and they are no longer separate industries. There are some very interesting shifts happening in the geospatial industry that is affecting almost all industry verticals. A demand for Cloud-based and open-interoperable solutions has led to a major shift in the business models of the industry. According to Marketsandmarkets report, the geospatial analytics market is estimated to grow at a CAGR of 19.2% during the forecast period of 2016-2021. A thriving requirement for geospatial analytics solution accompanied with artificial intelligence and geospatial data's commoditization are the primary drivers for the market growth. The increased adoption of the geospatial analytics by the government and public safety organizations for public safety and security is leading to the market growth.

To conclude, I would say that your Company has set up a path to transform itself from success to leadership. Over last few years, we have made significant investments into our development activities to stay ahead in this competitive environment for future growth. The management has made a conscious decision to transform the business to become a leader in the Cloud-based Spatial Analytics Platform business. We have been investing in our spatial platforms and will continue to invest in top-level talent to build our IP and deliver a strong sales model. We are confident to see good growth momentum driven by this strategy in coming years.

I would like to thank all our shareholders, customers and employees for your continued support and showing trust. Your support helps CyberTech to become a stronger Company every day.

With regards,

Vish Tadimety
Chairman

Date : August 23, 2017

Place : Trevoze, PA, USA

NOTICE

NOTICE is hereby given that the **Twenty-second (22nd) Annual General Meeting (AGM)** of the members of **CyberTech Systems and Software Limited ("the Company")** will be held on Thursday, September 28, 2017 at 4.00 P. M. at the Registered Office of the Company situated at CyberTech House, Plot No. B-63/64/65, Road No. 21/34, J.B. Sawant Marg, MIDC, Wagle Estate, Thane – 400 604 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon;
2. To declare a dividend of Re.1/- per Equity Share of face value of ₹10/- each for the financial year 2016-17.
3. To appoint a Director in place of Mr. Vish Tadimety (DIN: 00008106), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. Bagaria & Co. LLP, Chartered Accountants (Firm Registration No. 113447W/W-100019) as the Statutory Auditors of the Company in place of the outgoing Statutory Auditors viz., M/s. Lodha & Co., Chartered Accountants (Firm Registration No. 301051E) and in this regard to consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139, 140, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof), and on the basis of recommendation of the Audit Committee and the Board of Directors, M/s. Bagaria & Co. LLP, Chartered Accountants, (Firm Registration No.: 113447W/W-100019), in place of the outgoing Statutory Auditors viz., M/s. Lodha & Co., Chartered Accountants (Firm Registration No. 301051E) who holds office upto the conclusion of this Annual General Meeting, be and is hereby appointed as the Statutory Auditors of the Company for the first term of 5 (Five) consecutive Financial Years commencing from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting to be held in the year 2022, subject to ratification by the members at every Annual General Meeting required as per the applicable provisions, if any, of the law from time to time, at such remuneration and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

SPECIAL BUSINESS:

5. **Appointment of Mr. Willem P. Elfrink (also known as Wim Elfrink) as a Director of the Company**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Wim Elfrink (DIN: 07741650) who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013, and holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature to the office of the Director of the Company, be and is hereby appointed a Director of the Company, liable to retire by rotation."

6. **Approval for holding the office of profit by Mr. Wim Elfrink as Chairman of the Advisory Board of the Company.**

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and the approval of the Board of Directors, the consent of the members of Company be and is hereby accorded to Mr. Wim Elfrink, to hold an office or place of profit as the Chairman of the advisory Board of the Subsidiary Company at such remuneration not exceeding US\$ 100,000 per annum for a period of three (03) years with effect from October 01, 2017 to September 30, 2020 as mentioned in the explanatory statement annexed to the notice."

7. **Approval for holding the office of profit by Mr. Steven Jeske as Director in CyberTech Systems and Software Inc. U.S.A.**

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and other

applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and the approval of the Board of Directors, the consent of the members of Company be and is hereby accorded to Mr. Steven Jeske, to continue to hold an office or place of profit as Director in 'CyberTech Systems and Software Inc.' U.S.A., the Wholly Owned Subsidiary of the Company, at such remuneration not exceeding US\$ 250,000 per annum for a period of three (03) years with effect from October 01, 2017 to September 30, 2020, as mentioned in the explanatory statement annexed to the notice."

8. **Approval for holding the office of profit by Mr. Vish Tadimety as Director in CyberTech Systems and Software Inc. U.S.A.**

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, including any statutory modification or re-enactment thereof for the time being in force, and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to Mr. Vish Tadimety, to continue to hold an office or place of profit, as a Director in 'CyberTech Systems and Software Inc.' U.S.A., the Wholly Owned Subsidiary of the Company, at such remuneration not exceeding US\$ 300,000 per annum for a period of three years viz. October 01, 2017 to September 30, 2020, as mentioned in the explanatory statement annexed to the notice."

9. **Ratification of the Remuneration paid to Mr. Ramasubramanian Sankaran, Executive Director of the Company**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** in supersession of the resolution passed by the Members at the Annual General Meeting held on September 30, 2015 and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Act and the Articles of Association of the Company and subject to approval of any statutory authorities as may be required, and further to the recommendation of the Nomination and Remuneration Committee and Audit Committee, and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the revision in the remuneration to Mr. Ramasubramanian Sankaran (DIN: 05350841), Whole-Time Director of the Company, w.e.f. 01st January, 2017, for the remaining period of his tenure ending on August 03, 2018, within the overall limits, given under Part II of Section II of Schedule V to the Act and the Rules made thereunder.

RESOLVED FURTHER THAT except for the revision in the remuneration, all other terms and conditions of his appointment as the Whole-Time Director of the Company, as approved by the resolution passed at the Annual General Meeting of the Company held on September 30, 2015, shall remain unchanged.

RESOLVED FURTHER THAT the payment of remuneration and the perquisites calculated as compensation made vide Stock Options granted/vested to Mr. Ramasubramanian Sankaran (DIN: 05350841), during his tenure as a Whole-Time Director of the Company, as detailed in the Explanatory Statement be and is hereby ratified and approved."

By Order of the Board of Directors

sd/-

Sarita Leelaramani
Company Secretary and Compliance Officer
Membership No. A35587

Place: Thane
Date: August 23, 2017

Registered Office:

CyberTech House, Plot No. B-63/64/65
 Road No. 21/34, J.B. Sawant Marg, MIDC
 Wagle Estate, Thane (W) – 400 604

CIN: L72100MH1995PLC084788

Tel.: 91 22 25834643/44/45 Fax: 91 22 25832574

Website: www.cybertech.com

E-mail: cssl.investors@cybertech.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
A person can act as a proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten (10) per cent of the total paid-up share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting.
2. **PROXY FORM DULY STAMPED AND EXECUTED IN ORDER TO BE EFFECTIVE, MUST REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
3. Corporate Members intending to send their authorized representative to attend the meeting are requested to send to the Registered Office of the Company a certified copy of the Board Resolution, authorizing their representative to attend and vote on their behalf at the meeting.
4. In terms of Section 152 of the Companies Act, 2013, Mr. Vish Tadimety (DIN: 00008106), retires by rotation at the Meeting and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend his re-appointment. Details of Director retiring by rotation as required pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided under Note No. 27 below.
5. Explanatory statement pursuant to Section 102 of the Companies Act, 2013, for Item No. 4 to Item No. 9 is annexed and forms part of this notice.
6. If the Dividend, as recommended by the Board of Directors, is approved at the Annual General Meeting, payment of such dividend will be on or before Friday, October 27, 2017 as under:
 - i. To all Beneficial Owners in respect of shares held in the dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of the business hours on Thursday, September 21, 2017;
 - ii. To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Thursday, September 21, 2017.
7. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three (03) days of notice in writing is given to the Company.
8. Members/Proxy holders/authorized representatives should bring the duly filled Attendance Slip.
9. The Register of Directors and Key Managerial Persons and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the AGM.
10. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
11. Pursuant to the provisions of Section 72 of the Companies Act, 2013, Members holding shares in physical form and desirous of making nomination in respect of their shareholding in the Company are requested to submit details to the Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited, Mumbai, in the prescribed Form SH-13. Members holding shares in demat form may contact their respective DP for recording of nomination.
12. Members holding shares in physical form are requested to advise any change in their registered address, to the Company's Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited, Mumbai, quoting their folio number. Members holding shares in electronic form are requested to intimate about change of address or bank particulars to their respective Depository Participant and not to the Company. The Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.
13. In case of joint holders attending the meeting the Members whose name appears as the first holder in the order of names as per the register of Members of the Company will be entitled to vote.
14. Members desiring any information on the Accounts of the Company are requested to write/fax to the Company at cssl.investors@cybertech.com / 022 -25832574 at least 10 days in advance so as to enable the Company to keep the information ready.



15. In all correspondence with the Company or with its Registrar & Share Transfer Agent, members are requested to quote their folio number, and in case the shares are held in dematerialized form, they must quote their Client ID Number and DPID Number.
16. The Register of Members and Share Transfer Books of the Company shall remain closed from September 22, 2017 to September 28, 2017 (both days inclusive) for the purpose of 22nd Annual General Meeting.
17. Additional information, pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking re-appointment at the AGM is furnished hereunder. The Director has furnished consent / declaration for his re-appointment as required under the Companies Act, 2013 and Rules thereunder.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
19. Members may also note that the Notice of the 22nd AGM and the Annual Report 2016-17 is available on the Company's website, www.cybertech.com. The physical copies of the documents referred to in the Notice will be available for inspection by the members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days except Saturday & Sunday, up to the date of Annual General Meeting. Members who require communication in physical copies, in addition to e-communication, or have any other queries, may write to us at cssl.investors@cybertech.com
20. The Investors, who have not yet encashed / claimed the Dividend, are requested to encash/claim the Dividend by corresponding with the Registrar and Share Transfer Agents and Company Secretary. Members are requested to note that dividend not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will in terms of Section 124 of the Companies Act, 2013, (erstwhile Section 205A of the Companies Act, 1956) be transferred to the "Investor Education and Protection Fund". The details of unclaimed/unpaid dividend is placed on the website of the Company www.cybertech.com.
21. Investors holding the shares in physical form should provide the National Electronic Clearing Service (NECS) mandate to the Company's R&TA and investors holding the shares in demat form should ensure that correct and updated particulars of their bank account are available with the Depository Participant (DP). This would facilitate in receiving direct credits of dividends, refunds etc., from Company and avoid postal delays and loss in transit. Investors must update their new bank account numbers allotted after implementation of Core Banking Solution (CBS) to the Company's R&TA in case of shares held in physical form and to the DP in case of shares held in demat form.
22. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Link Intime India Pvt. Ltd./Depositories.
23. The Annual Report 2016-17 is being sent through electronic mode only to the members whose email address are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the Report. For members who have not registered their email address, physical copies of the Annual Report 2016-17 are being sent by the permitted mode.
24. In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through electronic voting service facility arranged by Central Depository Services (India) Limited. The facility for voting, through Ballot Paper, will be also made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
25. The Notice of the 22nd AGM and instructions for e-voting, along with Attendance Slip and Proxy form is being sent through electronic mode to all members whose email address are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the documents are being sent by the permitted mode.
26. Transfer of unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):
Pursuant to Section 125 and other applicable provisions, if any, of the Companies Act, 2013, all unclaimed/unpaid dividend, remaining unclaimed/ unpaid for a period of seven years from the date they became due for payment, in relation to the Company have been transferred to the IEPF established by the Central Government.

No claim shall lie against the IEPF or the Company for the amounts so transferred, nor shall any payment be made in respect of such claim.

Members who have not yet encashed their dividend warrant(s) pertaining to the Dividend for the Financial Year 2010-11, onwards are requested to make their claims without any delay to Company or Link Intime India Pvt. Ltd. It may be noted that the unclaimed Final Dividend for the Financial Year 2009-10 declared by the Company on September 30, 2010 can be claimed by the shareholders by September 30, 2017.

27. Information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 (SS-2) with respect to the Director, seeking re-appointment is as under:

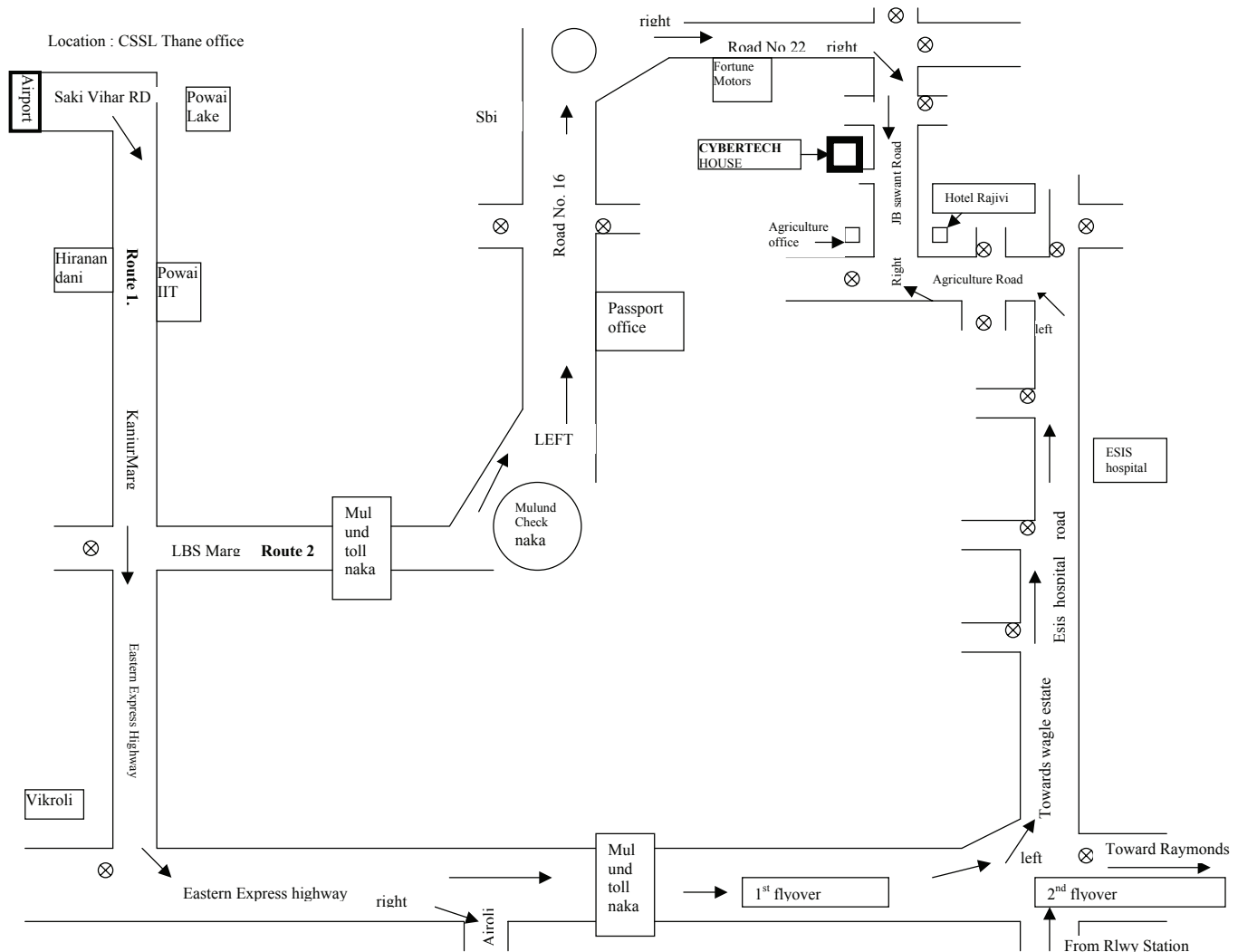
Name of the Director	Mr. Vish Tadimety (DIN: 00008106)	Mr. Wim Elfrink (DIN: 07741650)	Mr. Steven Jeske (DIN: 01964333)
Date of Birth	05/10/1962	12/04/1952	09/12/1952
Age	55	65	65
Date of Appointment	23/05/1995	21/02/2017	22/12/2007
Brief Resume of the Director including nature of expertise in specific functional areas	Mr. Vish Tadimety is the Chairman and co-founder of the Company. He has extensive experience as a turnaround specialist, raising capital from the public markets, strategic partners and venture funds. He holds an advanced degree in electrical engineering from Indian Institute of Technology, Madras, India.	Mr. Wim Elfrink is one of the pioneers in the field of IoT and Digitization. He worked as an advisor to a number of Smart-City initiatives, worldwide. Dubai Smart city development is example of one such initiative. During his 18 year tenure at Cisco, Mr. Elfrink managed a broad horizon of responsibilities as an Executive Officer and a member of Cisco's Operating Committee. As Cisco's Executive Vice President of Industry Solutions and Chief Globalization Officer, he was instrumental in establishing Cisco's second world headquarters in India.	Mr. Steven Jeske is a serial entrepreneur having been involved in the formation, financing and growth of several high profile start-ups. He is a CPA, former manager at PWC and holds an undergraduate degree in accounting from the University of Illinois and a Masters of Business Administration degree from the University of Chicago. He has been involved in strategy and financing decisions, including building several promising technology practice areas such as Internet working and Geospatial Solutions to substantial size and scale.
No. of shares held in the Company as on March 31, 2017	56,13,350	NIL*	24,31,433
Directorships (Excluding alternate directorship, foreign companies and companies under Section 8 of the Companies Act, 2013)	NIL	NIL	NIL
Chairman/Member of the below mentioned committees of the Board of Directors as on March 31, 2017	NIL	NIL	NIL
A. Audit Committee	-	-	-
B. Stakeholders Relationship Committee	-	-	-
Number of Board Meeting attended during the year#	5	NIL Since appointed w.e.f. February 21, 2017	4
Inter-se relationship between the Directors	Father of Ms. Amogha Tadimety, inducted on the Board w.e.f. September 30, 2014.	NIL	NIL

Mr. Vish Tadimety and Mr. Steven Jeske attended in person and/or through audio visual means

* Allotted One Million (1,000,000) Optionally Fully Convertible Warrants (OFCWs /Warrants /Securities) with each warrant convertible into one Equity Share on October 27, 2016 with prior approval from members through postal ballot on September 20, 2016.



28. Route Map to the venue of AGM:



29. INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Monday**, September 25, 2017 at 9.00 a.m. and ends on **Wednesday**, September 27, 2017 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Thursday, September 21, 2017, (cut-off date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.