

Dion Global Solutions

Annual Report 2014-15

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We are

creating the structure

of our business to adapt to the changes across the

global capital markets.”

“Dion is in business to deliver innovative software across the capital markets. Our integrated solutions across our three divisions address markets where long-term growth is assured and where increasingly sophisticated software solutions will be required.”



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Board of Directors

Mr. Maninder Singh Grewal

Non-Executive Chairman

Mr. Ralph James Horne

Global CEO & Managing Director

Mr. C.P. Gurnani

Non-Executive Director

Mr. Balinder Singh Dhillon

Non-Executive Director

Mr. Daljit Singh

Non-Executive Director

Mr. Varun Sood

Non-Executive Director

Mr. Padam Narain Bahl

Independent Director

Mr. Rama Krishna Shetty

Independent Director

Mr. Rashi Dhir

Independent Director

Dr. Vandana Nadig Nair

Independent Director

Dr. Gaurav Laroia

Independent Director

COMPANY SECRETARY

Mr. Tarun Rastogi

BANKERS

YES Bank Limited

HDFC Bank Limited

IndusInd Bank Limited

Axis Bank Limited

ICICI Bank Limited

HSBC Bank Limited

AUDITORS

M/s. S. S. Kothari Mehta & Co.,
Chartered Accountants,
146-148, Tribhuvan Complex,
Ishwar Nagar, Mathura Road,
New Delhi – 110065

REGISTERED OFFICE

D3, P3B, District Centre, Saket, New Delhi – 110017

Phone: +91-11-39125000

Fax No. : +91-11-39126117

E-mail: investorgrievances@dionglobal.com

Website: www.dionglobal.com

CIN - L74899DL1994PLC058032

REGISTRAR AND TRANSFER AGENT

Karvy Computershare Private Limited

Karvy Selenium Tower B, Plot 31-32, Gachibowli,

Financial District, Nanakramguda,

Hyderabad – 500 032

Phone: 040 – 67161500;

Fax No. : 040 – 23420814

E-mail: einward.ris@karvy.com

Website: www.karvy.com

ANNUAL GENERAL MEETING

Venue : Sri Sathya Sai International Centre, Pragati Vihar,
Lodhi Road, New Delhi – 110003

Date : September 18, 2015

Day : Friday

Time : 10:00 AM

Chief Executive's Review



Ralph James Horne

Global CEO & Managing Director

"Dion is in business to deliver innovative software across the capital markets. Our integrated solutions across our three divisions address markets where long-term growth is assured and where increasingly sophisticated software solutions will be required."

2014 was a year where Dion focused on ensuring the foundations, both from a product and cost perspective, are in place for the Company to scale going forward. There have been some real pluses and achievements alongside a number of challenges. During the course of the year, a number of our key traditional solutions continued to generate excellent returns at the same time as investment continued into new products which will drive growth into the future. Our back office solution NOVA and our wealth management solutions accounted for more than a quarter of our revenue. We also celebrated winning a number of key industry awards. Our client base grew and we have also invested in a number of new modules, which will help our customers to address key pain points that financial institutions across the globe are facing and stay a step ahead of their competition.

Our post trade clearing and settlement solution, NOVA, is now also used for trade processing across the Shanghai – Hong Kong stock connect channel and is ready for the Shenzhen route as well. We launched a new portfolio analytics solution for private equity and venture capital firms. Our retail advisory solution, TradeCentre, processes over 100,000 events in a second on commodity hardware; over USD 50 billion is managed through our wealth management solutions in UK.

Set against these achievements, tough market conditions continue to impact the quantum and direction of our clients spend on IT. Customer spending has been largely aligned to regulatory compliance, and the deadlines and uncertainty have a knock-on effect. However, the fact that our customer base increased is encouraging. It demonstrates their confidence in our technology and the growth that lies ahead. Happy customers are a precondition for a successful, long-term business.

Solid Foundations

Earlier this year, we announced a restructuring programme across the business. This is about improving the bedrock of the organisation: focusing on our customers and their needs; concentrating on what we are good at and addressing market trends and business challenges effectively. Our business is now split into three key areas: Broker & Wealth Solutions, Risk & Analytics and Data Intelligence. At the same time we took the opportunity to address the cost base of the business such that margins can continue to improve as the business scales. We are confident that these measures provide a solid foundation for the growth of the business.

Innovation

Innovation has been, and continues to be, critical to

the long-term success of Dion. We invest considerably in our people and in our solutions to ensure that we develop, deliver and support world-class technology that meets our customers' current and future requirements. Through constant innovation we create the opportunity to grow sales and expand our market share.

Long-term, profitable growth

As the global financial markets become more regulated, increasingly competitive and customer demands escalate, the requirement for the type of solutions we provide will grow. These are long-term trends that require long-term investment and present us with the opportunity for long-term profitable growth and value creation.

Strategically, our three business divisions offer attractive returns and play to our strengths. The Broker & Wealth Solutions division is currently the largest income generator, with an entrenched product set and excellent customer base. We believe that future growth will also be accelerated through our Data Intelligence and Risk & Analytics divisions which will be driven by market, consumer and regulatory changes.

A truly global business

Successfully scaling our business over the last 5 years has enabled us to maintain a global support and development networking comprising 600 members of staff across 22 office locations and more than 250 in product development.

These facilities support and develop our software solutions across our entire product portfolio. Our breadth increases our market access and generates opportunities to cross-sell and upsell.

We are building on our success

Today one of our X-Gen clients, Clearstream, regularly processes 400,000 complex SWIFT mappings per hour as part of its settlement engine for trades at Deutsche Börs. Commerzbank processes 33,000 cases each month using FinTRACE. Bank of China International processes up to 150,000 trades every day which equates to almost 7% of the total market volume in Hong Kong. Over 3,000 users are serviced daily to track activity status and monitor results for internal audit and compliance activities using GRC Enterprise. Our solutions are scalable, efficient and support our aim of adding maximum business value through the innovative use of technology.

Responding to the challenging and changing market circumstances of 2014 has required fortitude and resilience from the talented men and women who work for Dion. I would like to thank them for their hard work and continued enthusiasm. I am grateful to our suppliers and partners who make such an important contribution to Dion and share our commitment to continuous improvement. I would like to thank our customers who continue to place their faith in our software technology. Meeting their current and future needs is our highest priority. We are focused on continuing the Company's long-term trajectory of profitable growth. This will continue to demand firm resolve and commitment, however I believe that we have the sound business fundamentals to rise to the challenge.



Dion at a glance

Dion is organised into three divisions: broker and wealth solutions, data intelligence and risk analytics. Our focus is the success of our customers and our company through the imaginative and innovative use of technology. We do this by developing trust and long-term partnerships with our clients and producing highly efficient products in each of our chosen markets.

- With presence across the global financial markets with subject matter experts serving the specific and localised needs of financial institutions, Dion is an ideal technology partner for the financial industry.
- We have offices across 13 countries with development and implementation support teams available across all time zones.
- We have more than 500 clients in over 80 countries.



Innovative technology across the capital markets

The financial services industry is changing. Wave after wave of regulation, an increasingly competitive environment and keeping pace with consumer demand highlights the need for innovative technology.

Our mission is to transform the global financial services industry through our knowledge, our people and our products. We are passionate about our commitment to helping clients succeed. We want to prove to our customers again and again that Dion people can make them significantly more efficient, competitive and resilient. We do this by identifying market trends and developing market-leading technology to service the global capital markets.

INNOVATIVE SOLUTIONS IN THE OTC DERIVATIVES SPACE

In 2012 we developed differentia in response to central clearing requirements and the need for increasing transparency and electronification across the OTC derivatives market. We now have a number of customers and liquidity provider signed up to the platform.

This signifies the start of the next gen of modern execution and risk tools in OTC derivatives.

TAX COMPLIANCE ACROSS THE GLOBE

The introduction of FATCA shook the world of tax compliance. Effective technology for the global initiative was essential for financial solutions. Dion's TRAC solution has been deployed for FATCA compliance in over 80 different jurisdictions. With CRS on the horizon, our customers now have the firm but flexible foundation to meet continued tax compliance initiatives.

COMPREHENSIVE FRONT END ADVISORY

In 2014 we launched TradeCentre to address the growing challenges of the retail advisory market in Australia. TradeCentre is built to be a comprehensive front end advisory tool that allows users to manage the entire trading, order management and investment process and meet compliance requirements from a single platform. We now have leading financial houses in Australia running their trading business on our TradeCentre solution.

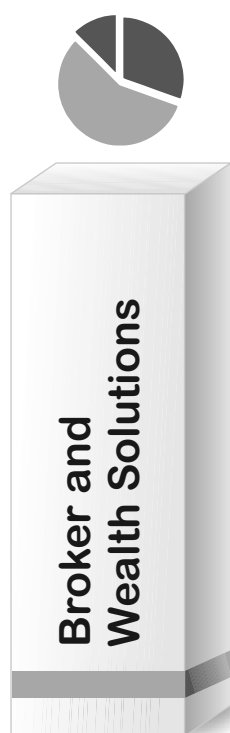


Fixing the basics

Dion Global Solutions is committed to developing technology in order to provide software solutions that better support our customers in a constantly changing market. With this in mind, we have segmented our global organisation into three distinct divisions: Broker and Wealth Solutions, Data Intelligence and Risk and Analytics.

The new structure is aimed to build a clear understanding of who we are, what markets we serve and how we can help our customers build a stronger, profitable and scalable business.

Our business focus



We provide flexible foundations that financial institutions need to adapt to client, market and regulatory changes.



We ensure that every aspect of the trading and decision-making process is transparent, accurate and auditable.



Our solutions support all data management and integration requirements of a financial institution, delivering rapid results and efficient business processes.



Supporting our clients businesses

Whether organically or through acquisitions we continually strive to find new ways to support our clients:

- ✓ to help secure operations, expand businesses and grow revenues
- ✓ to deliver solutions that meet specific needs
- ✓ to simplify technology selection

Our solutions help financial institutions

