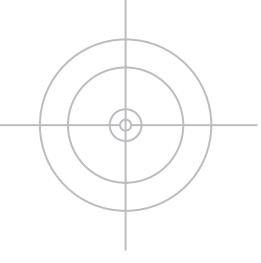


THE WAY IS IN THE TRAINING



being there...

**ZEN TECHNOLOGIES LIMITED**



## THE WAY IS IN THE TRAINING



Zen (zen) n. [[Jpn <Chin ch'an, ult. <Sans dhyāna, thinking, meditation]] a sect of Buddhism, seeks to attain an intuitive illumination of mind and spirit through meditation.

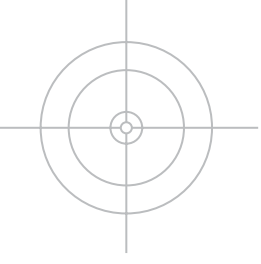
*- From Webster's New World Dictionary*



## being there...

Our training simulators project situations realistically. The combat situations are patterned in such a way that the trainee benefits immensely. It is said that the best training is actual combat experience in a battlefield. Zen simulators artificially duplicate the actual combat scenarios so realistically that personnel trained get the feeling of actually being there...





## OUR PRODUCTS

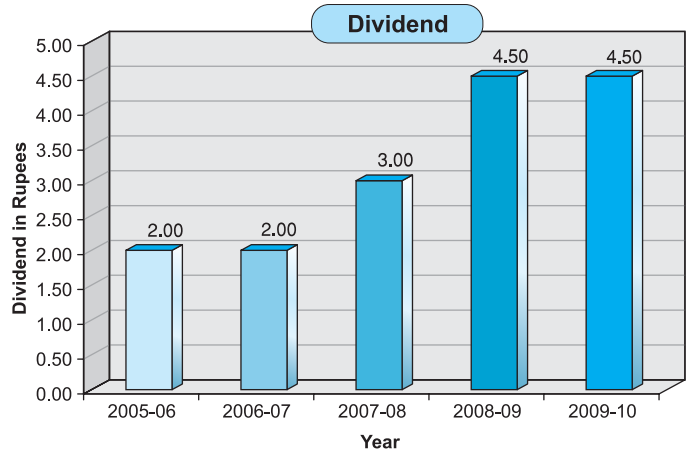
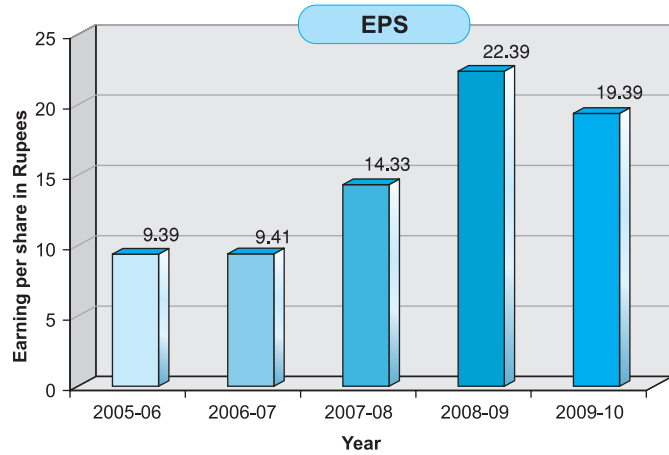
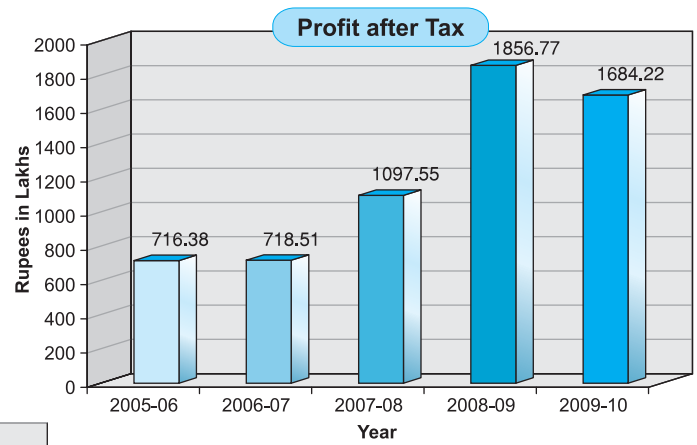
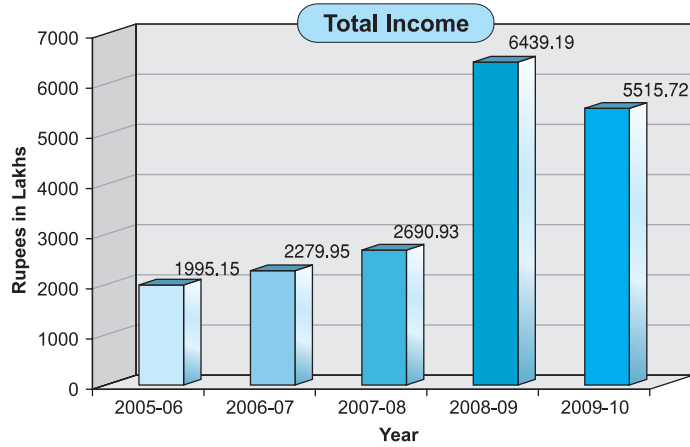
Zen has been at the forefront of applying new technologies and developing new products and is actively involved in indigenisation of technologies, which are helpful for Indian Security Forces and civilian simulation market.

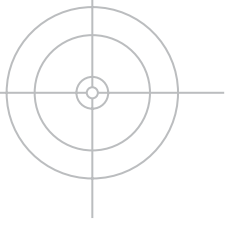
### LIST OF PRODUCTS

- Zen Advanced Weapon Simulator (Zen AWeSim)
- Zen Small Arms Training SimulatorSL (Zen SATSSL)
- Zen Hand Grenade Simulator (Zen HE36S)
- Zen Driving Training Simulator (Zen DTS)
- Zen BMP-II Driving Simulator (Zen BMP - II DS)
- Zen Forward Observer Simulator (Zen FOS)
- Zen Driving Simulator (Zen DS)
- Zen Tactical Engagement Simulator (Zen TacSim)
- Zen Anti-Tank Guided Missile Simulator (Zen ATGM Sim)
- Zen BMP-II Integrated Missile Simulator (Zen BMP - II IMS)
- Zen Tank Gunnery / Crew Gunnery Simulator
- Zen Tank Driving Simulator
- Zen Combat Training Simulator System (Zen CTSS)
- Zen Bus Simulator (Zen BusSim)
- Zen 81mm Integrated Mortar Simulator (Zen 81mm IMS)
- Zen Mining Equipment Training Simulator (Zen METS)



## PERFORMANCE OF THE COMPANY AT A GLANCE



**Registered Office**

B-42, Industrial Estate  
Sanathnagar, Hyderabad-500018, A P, INDIA  
Phone : +91- 40 - 23814894, 23813294  
Fax : +91- 40 - 23813694  
Email id : info@zentechnologies.com  
Website : www.zentechnologies.com

---

**Board of Directors**

Mr Ashok Atluri	-	Chairman and Managing Director
Mr Midathala Ravi Kumar	-	Whole-Time Director
Dr Pamidi Kotaiah	-	Director
Cmde Sarvotham Rao	-	Director
Mr Davuluri Satish Babu	-	Director
Mr Utpal Sheth	-	Director

---

**Company Secretary**

Mrs Y Shobha Rani

---

**Vice President-Finance**

Mr. Vishnu Yarmaneni

---

**Auditors**

Gokhale & Co.,  
Chartered Accountants  
Basheerbagh, Hyderabad-500 029

---

**Bankers**

Indian Bank

---

**R & D Division**

B-42, Industrial Estate  
Sanathnagar, Hyderabad-500018, A P, INDIA  
Phone : +91- 40 - 23814894, 23813294  
Fax : +91- 40 - 23813694

---

**Registrars**

Sathguru Management Consultants Private Limited  
Plot No.15, Hindi Nagar  
Behind Saibaba Temple  
Punjagutta, Hyderabad - 500 034  
Phone : +91- 40 - 2335 6507 / 6975 / 0586  
Fax : +91- 40 - 4004 0554  
Email id : sta@sathguru.com

---

**Listing**

Inter-connected Stock Exchange of India Limited

---

**Permitted Trading**

Bombay Stock Exchange Limited, Mumbai

---

## BOARD COMMITTEES

### Audit Committee

Dr Pamidi Kotaiah - Chairman  
Cmde Sarvotham Rao - Member  
Mr Davuluri Satish Babu - Member

### Selection Committee

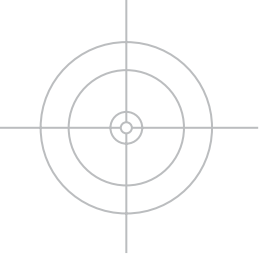
Mr Davuluri Satish Babu - Chairman  
Dr Pamidi Kotaiah - Member  
Mr Midathala Ravi Kumar - Member  
Mr Feroz Bhote - External Expert

### Share Transfer & Investor

### Grievance Committee

Mr Davuluri Satish Babu - Chairman  
Mr Ashok Atluri - Member  
Mr Midathala Ravi Kumar - Member





## CONTENTS

## PAGE NO.

Notice	1
Directors' Report	4
Management Discussion and Analysis	10
Corporate Governance Report	14
Certification by Managing Director and Vice President - Finance	26
Auditors' Certification on Corporate Governance	27
Auditors' Report	28
Balance Sheet as at 31 March 2010	31
Profit and Loss Account for the year ended 31 March 2010	32
Schedules Forming part of the Accounts	33
Significant Accounting Policies and Notes to Accounts	40
Cash Flow Statements for the year ended 31 March 2010	47
Balance Sheet Abstract and Companies General Business Profile	48
Auditors' Report on the Consolidated Financial Statements	49
Consolidated Balance Sheet as at 31 March 2010	50
Consolidated Profit and Loss Account for the year ended 31 March 2010	51
Schedules forming part of Consolidated Accounts	52
Significant Accounting Policies and Notes to Consolidated Accounts	59
Consolidated Cash Flow Statement for the year ended 31 March 2010	64
Directors' Report on Subsidiary Company	65
Subsidiary Company Accounts	67

\* The ECS Mandate form, Proxy form and Attendance Slip



## NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the members of Zen Technologies Limited will be held on Tuesday, 7 September 2010, at 9.30 a.m. at B-42, Industrial Estate, Sanathnagar, Hyderabad - 500 018, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31 March 2010, the Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.
2. To declare dividend for the financial year ended 31 March 2010.
3. To appoint a Director in place of Mr Utpal Sheth, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Gokhale & Co., Memb. No. 23839, Firm Regn. No. 000942S, Chartered Accountants, Hyderabad as Statutory Auditors of the Company who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

For and on behalf of the Board

Hyderabad  
30 July 2010

Y Shobha Rani  
Company Secretary



## ANNEXURE TO THE NOTICE

### NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and to vote on a poll instead of him or her. A proxy need not be a member of the Company.
2. An instrument appointing proxy to be effective must be lodged at the Registered Office of the Company at least 48 hours before the commencement of the meeting. Completion and return of the form of proxy will not prevent a member from attending the meeting and voting in person, if he or she so wishes. A form of proxy is enclosed at the end of the Annual Report.
3. Voting is by show of hands unless a poll is demanded by a member or members present in person, or by proxy, holding at least one-tenth of the total shares entitled to vote on the resolution, or by those holding paid-up capital of at least Rs 50,000/-. A proxy shall not vote except on a poll.
4. Pursuant to Section 154 of the Companies Act, 1956, the Share Transfer Books and the Register of Members of the Company will be closed from 3 September 2010 to 7 September 2010 (both days inclusive).
5. Shareholders/Proxies should bring duly filled attendance slips sent along with the copies of Annual Reports to attend the Annual General Meeting.
6. In case of joint holders attending the meeting, only first joint holder will be entitled to vote.
7. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in Physical Form are requested to write their Folio No. in the attendance slip for attending the meeting.
8. Members holding shares in physical form are requested to notify/send any change in their address and updation of Bank Account details to the Company's Share Transfer Agents or to the Company at its Registered Office. Members having shares in electronic form may inform the same to their depository participants immediately so as to enable the Company to dispatch dividend warrants to their correct address.
9. Subject to the provisions of Section 206A of the Companies Act, 1956, dividend as recommended by the Board of Directors, if declared at the meeting, will be payable on or after 14 September 2010 to those members whose names appear on the Register of Members as on 3 September 2010. In respect of shares held in electronic form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories for this purpose.
10. The Company has paid dividend for the financial years 2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09. Members who wish to claim dividend, which remain unclaimed, are requested to either correspond with the Company's Registrar and Share Transfer Agent (Sathguru Management Consultants Pvt. Ltd) or the Company at its Registered Office. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund. The Dividend of year 2002-03 is due for transfer to the Investor Education and Protection Fund this year. (Last date for claiming the same is 29 September 2010).