



PROCEEDINGS OF THE 16TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ALLSEC TECHNOLOGIES LIMITED HELD ON FRIDAY, 7TH AUGUST 2015 AT 10.00 A.M. AT NARADA GANA SABHA, MINI HALL, 314 TTK SALAI, AIWARPET, CHENNAI - 600 018.

PRESENT:

**Shareholders in person 673 (Constituting 54,38,668 shares)
Shareholders in Proxies Nil**

DIRECTORS PRESENT IN PERSON

Mr. T.Ananthanarayanan	- Chairman
Mr. Krishnakumar Srinivasan	- Director
Ms. Lalitha Sankaran	- Director
Mr. Manish Gaur	- Nominee Director
Mr. A.Saravanan	- Director & President
Mr. R.Jagadish	- Director & CEO

Mr.T.Ananthanarayanan occupied the Chair and initiated the proceedings. The Chairman welcomed the shareholders and introduced the Directors and Company Secretary on the dais. The Chairman declared that the quorum is present and called the Meeting to Order.

The Chairman announced that the Register of Director's Shareholdings was open for the inspection for the members.

The Chairman made a few brief comments on the company's performance and thanked the shareholders for their continued support and trust in the company. The Chairman informed that as per the provisions of Section 108 of the Companies Act, 2013, the Company extended e-voting facility through Karvy Computershare Private Ltd to the Members of the Company in respect of businesses to be transacted at the Annual General meeting.

He further informed that the e-voting commenced at 9.00 am on August 4, 2015 and ended at 5.00 pm on August 6, 2015. M/s. Srinivasan & Shankar, Chartered Accountant have been appointed as the Scrutinizer for the e-voting process.

ALLSEC TECHNOLOGIES LTD.

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The Chairman informed that the Company has arranged for a poll on all the 6 resolutions to be passed in the meeting. Shareholders who have not exercised E Voting may choose to exercise their vote through Ballot sheets. M/s. Srinivasan & Shankar will act as the Scrutinizer for the Poll Process as well.

The Chairman then invited the members who wish to ask questions or queries if any on the Audited Financials and the Annual report. Few shareholders raised certain questions, to which the Chairman gave detailed reply.

The shareholders who have not participated through E Voting then exercised their vote through Ballot sheet for the items mentioned in the Notice.

The Chairman informed that the combined results along with the report of scrutinizer will be informed to the stock exchanges and that the report of Scrutinizer for e-voting and the Poll will be uploaded on website of the Company within 48 hours from the conclusion of this meeting.

He thanked the members and Directors for having attended the meeting and declared the meeting closed.

COMBINED RESULT OF THE E VOTING AND POLL

Item No 1

ADOPTION OF ACCOUNTS - ORDINARY RESOLUTION

“RESOLVED THAT the Report of the Directors, the Report of the Auditors and Profit and Loss Account for the year ended March 31, 2015 and the Balance Sheet as at that date be and are hereby adopted”.

The Resolution was carried unanimously.



Item No 2

REAPPOINTMENT OF Mr. A.SARAVANAN AS DIRECTOR – ORDINARY RESOLUTION

“RESOLVED THAT Mr. A. Saravanan who retires by rotation and being eligible, offers himself for reappointment be and is hereby re-appointed as a director of the Company”.

The Resolution was carried unanimously.

Item No.3

APPOINTMENT OF AUDITORS - ORDINARY RESOLUTION

“RESOLVED THAT M/s. S. R. Batliboi & Associates I.I.P, (Firm Registration Number: 101049W), 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”.

The Resolution was carried unanimously.

Item No.4

APPOINTMENT OF KAPIL MODI AS INVESTOR DIRECTOR – ORDINARY RESOLUTION

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 read with all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Kapil Modi (DIN: 07055408), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom the company has received a notice in writing under



Section 160 of the Companies Act 2013, from a member proposing his candidature for the office of a Director, be and is hereby appointed as an Investor Nominee Director of the Company .

The Resolution was carried unanimously.

Item No.5

APPOINTMENT OF LALITHA SANKARAN AS INVESTOR DIRECTOR - ORDINARY RESOLUTION

“RESOLVED THAT pursuant to the provisions of Sections 149, 152,161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms .Lalitha Sankaran (DIN: 01780757), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term from 07th August, 2015”.

The Resolution was carried unanimously.

Item No.6

REDESIGNATION OF Dr. KRISHNAKUMAR SRINIVASAN- ORDINARY RESOLUTION

“RESOLVED THAT Dr. Krishnakumar Srinivasan, who was originally appointed by the shareholders at their Annual General Meeting, held on 14th August 2014 as an Independent Director under Section 149 of the Companies



2013 be and is hereby redesignated & re-appointed as a Director of the Company whose office shall be liable to retire by rotation”.

The Resolution was carried unanimously.

// CERTIFIED TRUE COPY //

for ALLSEC TECHNOLOGIES LTD

A. Mohan Kumar
Company Secretary