



August 12, 2016

NATIONAL STOCK EXCHANGE OF INDIA LTD
EXCHANGE PLAZA
BANDRA KURLA COMPLEX, BANDRA (E)
MUMBAI 400 051.

Fax No.022-22723121/2061/2039

Dear Sir,

Ref: Scrip Code: ALLSEC

Sub: Proceeding of the 17th Annual General Meeting

Please find enclosed the proceeding of the 17th Annual General Meeting of our company held on 11th August, 2016 for your reference and records as required under clause 30(4) of SEBI(LODR) 2015.

The E Voting and Poll is also completed and the Scrutinizer's report on the Combined results is sent separately.

Kindly acknowledge the receipt of the above.

Thanking you,

Yours faithfully,
for **ALLSEC TECHNOLOGIES LTD**

A. Mohan Kumar
Company Secretary

Encl: As above.

ALLSEC TECHNOLOGIES LTD.

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

Tel : +91.44.4299 7070 Fax : +91.44.2244 7077 web : www.allsectech.com

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

Corporate Identity Number : L72300TN1998PLC041033, Email : contactus@allsectech.com



PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ALLSEC TECHNOLOGIES LIMITED HELD ON THURSDAY, 11TH AUGUST 2016 AT 3.30 P.M. AT NARADA GANA SABHA, MINI HALL, 314 TTK SALAI, ALWARPET, CHENNAI - 600 018.

PRESENT:

772 Shareholders in person (Constituting 61,94,409 shares)
Shareholders through Proxies Nil

DIRECTORS PRESENT IN PERSON

Mr. T.Ananthanarayanan	-Chairman
Mr. Krishnakumar Srinivasan	-Director
Ms. Lalitha Sankaran	-Director
Mr. Manish Gaur	-Nominee Director
Mr.Kapil Modi	-Nominee Director
Mr. A.Saravanan	-Promoter & Director
Mr.D.Padmanabhan	-Director
Mr.C.Jayaram	-Director
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.

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He further informed that the e-voting commenced at 9.00 am on August 8, 2016 and ended at 5.00 pm on August 10, 2016. M/s. Srinivasan & Shankar, Chartered Accountant have been appointed as the Scrutinizer for the e-voting process.

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 resolutions.

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.

DETAILS OF RESOLUTIONS PASSED IN THE MEETING

Item No 1

ADOPTION OF ACCOUNTS

"The Report of the Directors, the Report of the Auditors and Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date be and are hereby adopted".

The Resolution was carried by requisite majority.

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Item No 2

REAPPOINTMENT OF MR. R.JAGADISH AS DIRECTOR

“Mr. R.Jagadish 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 by requisite majority.

Item No.3

APPOINTMENT OF AUDITORS

“RESOLVED THAT M/s. Walker Chnadiok & Co LLP, (Firm Registration Number: 001076N/N500013), Chartered Accountants, be and are hereby 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 by requisite majority.

Item No.4

TO RE-APPOINT MR.R.JAGADISH (00033589) AS A WHOLE TIME DIRECTOR.

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, read with Chapter XIII & Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force, the consent of the company be and is hereby accorded to the re-appointment of Mr.R.Jagadish (DIN: 00033589) as Whole Time Director for a further period of 3 years from 1st April 2016 to 31st March 2019 on payment of remuneration as set out below:

a. Monthly Salary : Rs.4,50,000/- per month

b. Special Allowance : Rs.2,50,000/- per month

c. Perquisites : Perquisites shall include Chauffer driven fully maintained car, Telephone at residence, Mobile phone/s, Medical reimbursement for self and dependent family members, personal accident insurance, medical insurance for self and dependent family members, club fees, etc., at actuals. Value of perquisites shall be evaluated as per Income Tax Rules,

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wherever applicable or as determined based on actual usage declared as the case may be.

d. Commission : In addition to Salary, Special Allowance and Perquisites, Commission will also be payable as may be decided by the Board of Directors of the Company provided that the total Remuneration including commission does not exceed the ceiling limit laid down under the Companies Act, 2013 or such other terms as may be sanctioned by the Central Government."

e. Annual Increase : Not exceeding 10% per annum of Monthly Salary and Special Allowance (a & b above), provided it is within the ceiling limit as provided under Companies Act 2013 and relevant schedules.

"RESOLVED FURTHER THAT Mr. R. Jagadish, Whole Time Director shall also be eligible for the following perquisites which shall not be included in the computation of the ceiling on remuneration:

- a) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
- b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
- c) Encashment of leave at the end of the tenure."

The Resolution was carried by requisite majority.

Item No.5

APPOINTMENT OF MR.C.JAYARAM AS INDEPENDENT DIRECTOR

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 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 Regulation 25 of the SEBI Listing obligations and Disclosure Requirements, Mr. C.Jayaraman (DIN:00012214), 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 of the Companies Act, 2013, be and is hereby appointed as an Independent

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Director of the Company, not liable to retire by rotation, to hold office for 5 (five) consecutive years for a term from 11th August, 2016".

The Resolution was carried by requisite majority.

Item No.6

APPOINTMENT OF MR.D.PADMANABHAN AS INDEPENDENT DIRECTOR

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 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 Regulation 25 of the SEBI Listing obligations and Disclosure Requirements, Mr. D. Padmanabhan (DIN: 00265865), 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 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (five) consecutive years for a term from 11th August, 2016".

The Resolution was carried by requisite majority.

/ Certified True Copy /

for ALLSEC TECHNOLOGIES LTD

A. Mohan Kumar
Company Secretary

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