

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L72200MH1995PLC085488

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACA5509K

(ii) (a) Name of the company

ALLIED DIGITAL SERVICES LIM

(b) Registered office address

PREMISES NO.13A,13TH FLOOR,EARNEST HOUSE,  
NCPA ROAD,BLOCK III,NARIMAN POINT  
MUMBAI  
Maharashtra  
400021

(c) \*e-mail ID of the company

cs@allieddigital.net

(d) \*Telephone number with STD code

02266816400

(e) Website

www.allieddigital.net

(iii) Date of Incorporation

10/02/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes

No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 10/09/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 11

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Allied Digital Services LLC (USA)		Subsidiary	51
2	Allied Digital INC (USA)		Subsidiary	100

3	Allied Digital Singapore Pte Lir		Subsidiary	100
4	Allied Digital Asia Pacific PTY L		Subsidiary	100
5	Allied Digital Services (UK) Ltd.		Subsidiary	95
6	ALLIED-ECOP SURVEILLANCE P	U74999MH2007PTC172890	Subsidiary	80.01
7	EN POINTE TECHNOLOGIES INI	U72200KA2006FTC041333	Subsidiary	100
8	Allied Digital Services OY.		Subsidiary	100
9	ASSETLITE EQUIPMENT INDIA F	U52392MH2007PTC174580	Associate	0
10	SOFTSHELL SYSTEMS INDIA PR	U72100MH1998PTC117273	Associate	20.34
11	Allied CNT Solutions Private Li	U29000MH2004PTC147337	Associate	47.33

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	60,000,000	50,205,528	50,205,528	50,205,528
Total amount of equity shares (in Rupees)	300,000,000	251,027,640	251,027,640	251,027,640

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	60,000,000	50,205,528	50,205,528	50,205,528
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	251,027,640	251,027,640	251,027,640

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	50,205,528	251,027,640	251,027,640	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
<b>At the end of the year</b>	50,205,528	251,027,640	251,027,640	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="03/09/2018"/>
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Date of registration of transfer (Date Month Year)	<input type="text" value="22/01/2019"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="50"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="5"/>
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Ledger Folio of Transferor	<input type="text" value="00000011"/>
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Transferor's Name	<input type="text" value="MEHTA"/>	<input type="text"/>	<input type="text" value="KIRTI"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="00000052"/>
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Transferee's Name	<input type="text" value="MEHTA"/>	<input type="text" value="HARSUKH"/>	<input type="text" value="KIRTI"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="04/03/2019"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="50"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="5"/>
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Ledger Folio of Transferor		00000052	
Transferor's Name	MEHTA	HARSUKH	KIRTI
	Surname	middle name	first name
Ledger Folio of Transferee		ND000001	
Transferee's Name	National Securities Deposito		
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			324,600,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			324,800,000
Deposit			1,600,000
<b>Total</b>			<b>651,000,000</b>

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover

752,300,000

(ii) Net worth of the Company

4,550,700,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	24,216,368	48.23	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	314,590	0.63	0	



10.	Others Person Acting in Concert	93,622	0.19	0	
	<b>Total</b>	24,624,580	49.05	0	0

**Total number of shareholders (promoters)**

10

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	19,943,107	39.72	0	
	(ii) Non-resident Indian (NRI)	2,508,169	5	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	20,000	0.04	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,903,952	5.78	0	
10.	Others Clearing Member	205,720	0.41	0	
	<b>Total</b>	25,580,948	50.95	0	0

**Total number of shareholders (other than promoters)**

21,366

**Total number of shareholders (Promoters+Public/Other than promoters)**

21,376

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Elara India Opportunit	ICICI BANK LTD., SMS 1ST FLOOR, E			20,000	0.04

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	22,442	21,366
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	0	3	0	45.78	0
<b>B. Non-Promoter</b>	1	3	0	3	0	0
(i) Non-Independent	1	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	3	3	3	45.78	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NITIN DHANJI SHAH	00189903	Managing Director	14,783,031	
PRAKASH DHANJI SH/	00189842	Whole-time directo	8,178,348	
NEHAL NITIN SHAH	02766841	Director	20,489	
VENUGOPAL RAMASV	02591297	Director	0	
SHRIKANT NAVNITLAL	01735830	Director	0	
SHUBHADA KESHAV J	00895950	Director	0	
PARESH BIPINCHAND	AAGPS6434A	CEO	0	
GOPAL TIWARI	ACOPT1483C	CFO	0	
NEHA BAGLA	BBIPB2935F	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PARESH BIPINCHAND	05117129	Director	28/05/2018	CESSATION FROM THE DIRECTOR
NEHAL NITIN SHAH	02766841	Additional director	30/07/2018	APPOINTMENT AS THE ADDITION,
NEHAL NITIN SHAH	02766841	Director	03/09/2018	CHANGE IN DESIGNATION FROM .

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	03/09/2018	22,438	101	40.8

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/04/2018	6	4	66.67
2	28/05/2018	6	6	100
3	30/07/2018	5	5	100
4	05/11/2018	6	6	100
5	05/02/2019	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

7

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	28/05/2018	3	3	100
2	AUDIT COMM	30/07/2018	3	3	100
3	AUDIT COMM	05/11/2018	3	3	100
4	AUDIT COMM	05/02/2019	3	3	100
5	NOMINATION	30/07/2018	3	3	100
6	STAKEHOLDER	05/02/2019	3	3	100
7	CORPORATE	05/02/2019	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 10/09/2019 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	NITIN DHANJ	5	5	100	0	0	0	Yes
2	PRAKASH DHANJ	5	5	100	6	6	100	Yes
3	NEHAL NITIN	2	2	100	0	0	0	Yes
4	VENUGOPAL	5	4	80	6	6	100	No

5	SHRIKANT N/	5	5	100	7	7	100	Yes
6	SHUBHADA K	5	5	100	2	2	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NITIN DHANJI SHA	Managing Direct	7,511,000	0	0	0	7,511,000
2	PRAKASH DHANJI	Whole-time Dire	3,852,000	0	0	0	3,852,000
	Total		11,363,000	0	0	0	11,363,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOPAL TIWARI	CFO	2,929,000	0	0	0	2,929,000
2	PARESH BIPINCH/	CEO	934,000	0	0	0	934,000
3	NEHA SUNIL KUM/	Company Secre	735,000	0	0	0	735,000
	Total		4,598,000	0	0	0	4,598,000

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHRIKANT NAVNIT	Independent Dir	0	0	0	145,000	145,000
2	SHUBHADA KESH/	Independent Dir	0	0	0	95,000	95,000
3	VENUGOPAL RAM	Independent Dir	0	0	0	120,000	120,000
4	NEHAL SHAH	Executive Direct	0	0	0	482,000	482,000
5	PARESH SHAH	Executive Direct	0	0	0	186,000	186,000
	Total		0	0	0	1,028,000	1,028,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

HIMANSHU S. KAMDAR

Whether associate or fellow

Associate  Fellow

Certificate of practice number

3030

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director



DIN of the director

#### To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

#### List of attachments

MGT-8\_ADSL\_2019.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**