

**Consolidated Scrutinizer's Report****[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 32<sup>nd</sup> Annual General Meeting of the Shareholders of M/s. Twentyfirst Century Management Services Limited held on July 12, 2018 at 4.00 P.M at Asha Nivas, No.9, Rutland Gate, 5<sup>th</sup> Street, Chennai – 600 006.

Dear Sir,

1. I, Lakshmmi Subramanian, a Practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of M/s. Twentyfirst Century Management Services Limited (The Company) for the purpose of
  - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
  - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules, on the resolutions contained in the notice to the 32<sup>nd</sup> Annual General Meeting of the Shareholders of M/s. Twentyfirst Century Management Services Limited, held on July 12, 2018 at 4.00 P.M at Asha Nivas, No.9, Rutland Gate, 5<sup>th</sup> Street, Chennai – 600 006.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 32<sup>nd</sup> Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s National Securities Depository Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by Link Intime India Private Limited (the Registrar and Transfer Agent).

2. I have issued separate Scrutinizer's Report dated July 12, 2018 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:



**1-To receive ,consider and adopt the Financial Statements (including hthe consolidated Financial statements) of the Company for the financial year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors ( the Board) and Auditors thereon**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	11	5787607
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	11	5787607
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	<b>100</b>	

**Result:** The above resolution received 100% consent to be passed as an Ordinary Resolution.



2- To approve, the declaration of Dividend of Rs. 2/50p (25%) per equity share of the face value Rs. 10 each.

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	11	5787607
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	11	5787607
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

**Result:** The above resolution received 100% consent to be passed as an Ordinary Resolution.



3- To appoint a Director in place of Mr. Krishnan Muthukumar as a Director liable to retire by rotation.

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	10	5743907
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	10	5743907
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

**Result:** The above resolution received 100% consent to be passed as an Ordinary Resolution.



**SPECIAL BUSINESS**

**4- To consider the appointment of Secretarial Auditors and pass the resolution as an Ordinary Resolution.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	11	5787607
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	11	5787607
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	<b>100</b>	

**Result:** The above resolution received 100% consent to be passed as an Ordinary Resolution.



**5- To approve Related Party Transactions and pass the following resolution as a Special Resolution.**

**Nature of resolution:** Special Resolution

**Voting requirement:** 2/3<sup>rd</sup> majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	8	231877
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	8	231877
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

**Result:** The above resolution received 100% consent to be passed as a Special Resolution.

Therefore we are forwarding the consolidated voting results casted through E-voting and Poll for the 32<sup>nd</sup> Annual General Meeting of the Shareholders of M/s. Twentyfirst Century Management Services Limited held on July 12, 2018 at 4.00 P.M at Asha Nivas, No.9, Rutland Gate, 5<sup>th</sup> Street, Chennai – 600 006.

**For and on Behalf of Lakshmmi Subramanian & Associates**



**Mrs Lakshmmi Subramanian**  
**Senior Partner**  
**Scrutinizer**

**Date: 12.07.2018**