

NIVYA MANDAWAT
Practicing Company Secretaries
B.Com, A.C.S, L.L.B

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
Board of Directors
Advent Computer Services Limited
Swathi Towers, K22, 7th Floor, 5 & 7,
Durgabai Deshmukh Road, R.A.Puram,
Chennai – 600028.

Dear Sir,

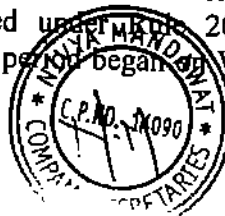
1. I, Nivya Mandawat, Practicing Company Secretary, was appointed as scrutinizer pursuant to Section 108 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot forms at the 33rd Annual General Meeting (AGM) of the Equity Shareholders of "Advent Computer Services Limited" held on 22nd September, 2018 at Madras Race Club, Race Course Road, Opp. Guindy Railway Station, Guindy, Chennai – 600032.

2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and voting by use of ballot forms on the resolutions contained in the Notice of the 33rd AGM of the members of the Company. My responsibility as a scrutinizer is restricted to ensure that voting process both through e-voting and by use of ballot forms at the meeting is conducted in a fair and transparent manner to make a consolidated report to the Chairman of the votes cast "For (assent)" or "Against (dissent)" the resolutions stated in the Notice.

3. Further to above, I submit my report as under:

3.1. The Company has provided the remote e-voting facility through National Securities Depository Limited (NSDL) on their website <https://www.evoting.nsdl.com>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it Service Provider to facilitate their shareholders to cast their vote through e-voting.

3.2. The 33rd AGM Notice contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014. The remote e-voting process began on Wednesday, 19th August, 2018 (9.00 a.m.) and ended on Friday, 21st August, 2018 (5.00 p.m.).



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Tel. Office: 8866088651, Cell: 9586688651, E-mail: csnivyamandawat@gmail.com

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3.3. The Company has completed the dispatch of Annual Report which contained Notice convening the 33rd AGM on 28th August, 2018 to the members whose names appeared in the Register of Members/List of beneficial ownership maintained by the depositories as on 17th August, 2018 by courier and through email.

3.4. As prescribed in the said Rules, the Company has also published advertisements in newspapers for Notice of 33rd AGM on 29th August, 2018 in News Today (English) and Maalai Sudar (Tamil) and it carried the required information as specified in the said Rules.

3.5. The equity shareholders of the Company as on the "cut-off" date i.e. 15th September, 2018 were entitled to vote on the resolutions as set out in the notice of the 33rd AGM.


3.6. The Chairman of the 33rd AGM held on 22nd September, 2018 had announced that members who have not exercised their votes through e-voting, if they wish to; exercise their votes through ballot at the AGM.

3.7. The Company had arranged for Ballot forms which were duly distributed to the members and proxies present at the AGM as on 22nd September, 2018. In case of joint shareholders, the Ballot forms were given to the first named holder or in his / her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.

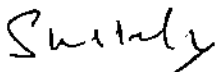
3.8. The Company had placed Ballot box which was locked in my presence with identification mark placed by me along with Ballot Forms which were duly distributed to the members and proxies present at the 33rd AGM but who have not cast their votes by availing remote e-voting facility.

3.9. After the conclusion of voting at the AGM, the locked Ballot box was opened in my presence and in the presence of two witnesses who are not the employees of the Company. All the Ballot forms received up to the closing of working hours on 21st September, 2018 as well as at the Annual General Meeting (AGM) & e-votes received up to 5.00 p.m. on 21st September, 2018 were considered for scrutiny.

3.10. The votes cast through remote e-voting process were unblocked on 22nd September, 2018 at 12.50 p.m. by using the Scrutinizer's log in on NSDL e-voting website in the presence of 2 witnesses, Mr. Hitesh Parghi and Mr. Shailesh Vaghela, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



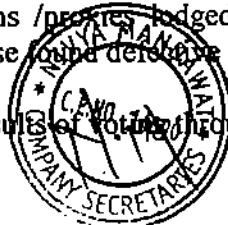
HITESH



SHAILESH

3.11. All the ballot forms so received were duly scrutinized, numbered and initialed by the Scrutinizer and the shareholding were matched / confirmed with the Register of members of the Company/list of beneficiaries as on 15th September, 2018 maintained by Registrar and Transfer Agent of the Company viz. Bigshare Services Private Limited and the authorizations / proxies lodged with the Company. The Ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

3.12. My consolidated report on the results of voting through e-voting and ballot forms at the AGM is as under:



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Item No. 1 – As an Ordinary Resolution

To receive, consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended 31st March, 2018 and the Balance Sheet as at that date and the Auditors' Report thereon.

(i) Voted in favor of Resolution

	Remote e-voting	Voting by Ballot	Total(%)
Number of Members voting (in person or by proxy)	25	9	34
Number of votes cast by them	89,61,212	14,730	89,75,942
% of Total Number of valid votes cast	99.84	.16	100

(ii) Voted against the Resolution

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	-	-	-
Number of votes cast by them	-	-	-
% of Total Number of valid votes cast	-	-	-

(iii) Invalid Votes

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	-	3	3
Number of votes cast by them	-	36	36



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Item No. 2 – As an Ordinary Resolution

To appoint Mr. Samir Harakhchand Shah (DIN 05192199), who retires by rotation and being eligible, offers himself for re-appointment as a Director

(i) Voted in favor of Resolution

	Remote e-voting	Voting by Ballot	Total(%)
Number of Members voting (in person or by proxy)	24	9	33
Number of votes cast by them	89,61,182	14,730	89,75,912
% of Total Number of valid votes cast	99.84	0.16	100

(ii) Voted against the Resolution

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	1	-	1
Number of votes cast by them	30	-	30
% of Total Number of valid votes cast	Negligible	Negligible	Negligible

(iii) Invalid Votes

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	-	3	3
Number of votes cast by them	-	36	36



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Item No. 3 – As an Ordinary Resolution:

To re-appoint M/s. Vivekanandan Associates, Chartered Accountants, Chennai (Firm Registration No. 05268S) as Statutory Auditors of the Company and to fix their remuneration:

(i) Voted in favor of Resolution

	Remote e-voting	Voting by Ballot	Total (%)
Number of Members voting (in person or by proxy)	24	9	33
Number of votes cast by them	89,61,182	14,730	89,75,912
% of Total Number of valid votes cast	99.84	.16	100

(ii) Voted against the Resolution

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	1	-	1
Number of votes cast by them	30	-	30
% of Total Number of valid votes cast	Negligible	Negligible	Negligible

(iii) Invalid Votes

	Remote e-voting	Voting by Ballot	Total
Number of Members voting (in person or by proxy)	-	3	36
Number of votes cast by them	-	3	36



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4. All papers and relevant records containing details of equity shareholders, who voted "FOR" OR "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and voting by use of ballot form done at the AGM shall remain in my safe custody until the Chairman approves and signs the Minutes of the 33rd AGM and the same shall be handed over to Chairman / Company Secretary as authorized by the Board for safe keeping.

Thanking You,

Place: Mumbai
Date: 22nd September, 2018



Nivya
Nivya Mandawat

Practicing Company Secretary (A.C.S. No. 27566)
Scrutinizer for E - voting & voting at the AGM Venue

Countersigned by:
For Advent Computer Services Limited

Michael Arul

Michael Arul
Chairman & Managing Director



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