

NIVYA MANDAWAT
Practising 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 & Rule 21 of the Companies
(Management and Administration) Rules, 2014

To,
The Chairman

Of the Thirty Fifth Annual General Meeting ('AGM') of the Equity Shareholders of 'Advent Computer Services Limited' held on Wednesday, September 30, 2020 at 11.00 a.m. through Video Conference ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

1. I, Nivya Mandawat, Practising Company Secretary, Mumbai, (ACS-27566/CP-14090) was appointed as Scrutinizer pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting at the Thirty Fifth AGM of the Equity Shareholders of "Advent Computer Services Limited" held on Wednesday, September 30, 2020 at 11.00 a.m. through VC/OAVM.
2. The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules relating to remote e-voting before and during the AGM. My responsibility as Scrutinizer is restricted to ensure that voting process through e-voting before and during the meeting is conducted in a fair and transparent manner and to make a consolidated report to the Chairman or any other person authorised by him to receive the report on votes cast "For (assent)" or "Against (dissent)" the resolutions stated in the notice of the AGM.
3. Further to above, I submit my report as under:
 - 3.1 The Company has provided the remote e-voting facility for casting votes prior and during the AGM through National Securities Depository Limited (NSDL) on their website <https://www.evoting.nsdl.com>.
 - 3.2 The 35th 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 read with amendments thereto.
 - 3.3 The Company has completed the dispatch of Annual Report which contained Notice convening the 35th AGM on 6th September, 2020 to the members whose names appeared in the Register of Members/List of beneficial ownership maintained by the depositories as on 28th August, 2020 through email.
 - 3.4 As prescribed in the said Rules, the Company has also published advertisements in Trinity Mirror (English) and Makkal Kural (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. 23rd September, 2020 were entitled to vote on the resolutions as set out in the notice of the 35th AGM.



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3.6 The remote e-voting period began on Sunday, 26th September, 2020 (9.00 a.m.) and ended on Tuesday, 29th September, 2020 (5.00 p.m.). The Company had provided e-voting facility during the AGM to those shareholders who did not cast their vote during the remote e-voting period.

3.7 The consolidated report on the results of voting through remote e-voting and e-voting during the AGM is as under:

Item No. 1 - 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, 2020 and the Balance Sheet as at that date and the Auditors' Report thereon:

(i) Voted in favor of Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	21	1	22
Number of votes cast by them	8972404	30	8972434
% of Total Number of valid votes cast	100%	Negligible	100%

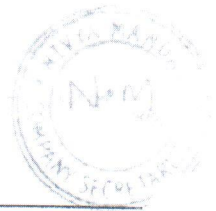
(ii) Voted against the Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	7	-	7
Number of votes cast by them	440	-	440
% of Total Number of valid votes cast	Negligible	-	Negligible

Item No. 2 - To Appoint Statutory Auditor from conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration:

(i) Voted in favor of Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	21	1	22
Number of votes cast by them	8972404	30	8972434
% of Total Number of valid votes cast	100%	Negligible	100%



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(ii) Voted against the Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	7	-	7
Number of votes cast by them	440	-	440
% of Total Number of valid votes cast	Negligible	-	Negligible

Item No. 3 – Appointment of Mr. G Swaminathan (DIN 08829718) as an Independent Director of the Company for a period of five years viz. first term:

(i) Voted in favor of Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	21	1	22
Number of votes cast by them	8972404	30	8972434
% of Total Number of valid votes cast	100%	Negligible	100%

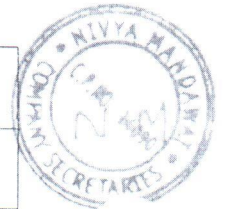
(ii) Voted against the Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	7	-	7
Number of votes cast by them	440	-	440
% of Total Number of valid votes cast	Negligible	-	Negligible

Item No. 4 – Re-Appointment of Mr. Michael Arul (DIN 00885978) as Chairman and Managing Director of the Company:

(i) Voted in favor of Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	21	1	22



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Number of votes cast by them	8972404	30	8972434
% of Total Number of valid votes cast	100%	Negligible	100%

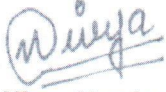
(ii) Voted against the Resolution

	Remote e-voting	E-voting during AGM	Total
Number of Members voting	7	-	7
Number of votes cast by them	440	-	440
% of Total Number of valid votes cast	Negligible	-	Negligible

4. All electronic data and relevant records for remote e-voting prior and during the AGM shall remain in my safe custody until the Chairman approves and signs the Minutes of the 35th AGM and the same shall be handed over to Chairman / Company Secretary as authorized by the Chairman for safe keeping.

Thanking You,

Yours faithfully,



Nivya Mandawat
Practicing Company Secretary
Scrutinizer
ACS - A27566, C. P. No - 14030
UDIN - A027566B000824670



Place: Mumbai
Date: 30th September, 2020

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