

PROCEEDINGS OF THE 27TH ANNUAL GENERAL MEETING OF TWENTY FIRST CENTURY MANGEMENT SERVICES LIMITED HELD AT ASHA NIVAS, NO.9, RUTLAND GATE, 5TH STREET, CHENNAI - 600006 ON MONDAY 30TH DECEMBER 2013 AT 11.30 A.M.

MEMBERS PRESENT IN PERSON: 20

MEMBERS PRESENT IN PROXY: 135

DIRECTORS PRESENT

Mr. Sundar Iyer	- Non-Executive Chairman
Mr. Iyer Vishwanath	- Independent Director (Chairman of Audit Committee)
Mr. S. Hariharan	- Independent Director.

IN ATTENDANCE

Mr. A. V. M. Sundaram – Company Secretary.

Mr. Krishnan Muthukumar – Director of the company could not attend the meeting since he was travelling abroad.

CHAIRMAN

Mr Sundar Iyer , the chairman of the company took the chair and conducted the proceedings.

The Chairman introduced the Members of the Board to the shareholders.

QUORUM

As the Quorum was present, the Chairman called the meeting to be in order.

STATUTORY REGISTERES:

The Chairman announced that the Registers as per Statutory Requirements are kept open for inspection by the Members.



NOTICE FOR THE MEETING

The Chairman proposed that the Notice convening this meeting and the Directors' Report on the operations of the Company for the financial year ended 31st March, 2013 be taken as read, which was agreed to by members.

The Auditors report to the Shareholders was read out by Mr. A. V. M. Sundaram, Company Secretary. Then the first item in the agenda was taken up for consideration.

CHAIRMAN'S SPEECH

The Chairman then addressed the shareholders of the Company. He then invited questions and comments on the working of the company. Since there were no queries by the shareholders the Chairman proceeded with the meeting.

ORDINARY BUSINESS

ITEM NO.1

"RESOLVED that Balance Sheet as on 31st March 2013, the Profit and Loss Account for the year ended that date together with the report of the Directors and Auditors thereon as placed before this meeting be and is hereby approved and adopted."

Proposed by : Mr. P.Sreenivasulu
Seconded by : Mr. Tarachand Jain

The Chairman put the resolution to vote and declared the same as carried Nem. Con. on a show of hands.

ITEM NO.2

"RESOLVED THAT Mr. Sundar Iyer, Director retiring by rotation and who is eligible for re-appointment be and is hereby re-appointed as Director of the company."

Proposed by : Mr. Rangan
Seconded by : Mr. K.Krishnaswamy

The Chairman put the resolution to vote and declared the same as carried Nem. Con. on a show of hands.



ITEM NO.3

"RESOLVED THAT Mr. Iyer Vishwanath, Independent Non-Executive Director retiring by rotation and who is eligible for re-appointment be and is hereby re-appointed as Director of the company."

Proposed by : Mr. K. Krishnaswamy
Seconded by : Mr. Tarachand Jain

The Chairman put the resolution to vote and declared the same as carried Nem. Con. on a show of hands.

ITEM NO. 4

"RESOLVED THAT subject to the provisions of Section 225 and other applicable provisions, if any, of the Companies Act 1956, M/s.LAKHANI & LAKHANI, Chartered Accountants, be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting up to the conclusion of the next Annual General Meeting in place of the retiring Auditors, M/s. M. B. Ladha & Company, Chartered Accountants, to audit the accounts of the Company for the financial year 2013-14 at a remuneration to be fixed by the Board of Directors on the recommendation of the Audit Committee of Directors."

Proposed by : Mr. K. Krishnaswamy
Seconded by : Mr. Tarachand Jain

The Chairman put the resolution to vote and declared the same as carried Nem. Con. on a show of hands.

VOTE OF THANKS:

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.

Place: Chennai

DATE: 31st December 2013




CHAIRMAN