



TWENTYFIRST CENTURY MANAGEMENT SERVICES LIMITED

Regd. Office: NO.67, OLD NO.28-A, DOOR NO.G-3.ELDAMS ROAD, Alwarpet,
Chennai- 600018 TELEPHONE +91 44 24330006, FAX +91 44 24328252

WEBSITE: www.tcms.bz ; e-mail: Investors@tcms.bz

CIN: L74210TN1986PLC012791

NOTICE OF THE 37TH AGM – E-VOTING AT THE AGM & BOOK CLOSURE

Notice is hereby given that the 37th Annual General Meeting (AGM) of the Company will be held on Thursday, 24th August 2023 at 16.00 hrs (IST), through video conference/other audio visual means in compliance with General Circular numbers 20/2020, 14/2020, 17/2020 and all other applicable laws and circulars Issued by the Ministry of Corporate Affairs ('MCA'), Government of India and Securities and Exchange Board of India ('SEBI') to transact the businesses that is mentioned in the Notice of the Meeting.

In compliance with the above circulars and owing to the difficulties involved in dispatching the physical copies, kindly note that electronic copies of the Notice of the AGM and Annual Report for FY2022-2023 will be sent to all the Members whose email addresses are registered with the Company/ Depository Participant(s) within the prescribed timeline. The notice of the 37th AGM and Annual Report for FY 2022-2023 will also be made available on the Company's website, at www.tcms.bz, Stock Exchange websites and on the depositories' website. These documents can also be downloaded from <https://instavote.linkintime.co.in> or www.tcms.bz.

Members holding shares in dematerialized mode are requested to register their email addresses and mobile numbers with their relevant depositories through their depository participants. Members holding shares in physical mode are requested to furnish their email addresses and mobile numbers with the Company's Registrar and Share Transfer Agent M/s. Link Intime India Private Limited (herein referred as 'RTA', at <https://linkintime.co.in>

Company shall provide remote & E-Voting facility to all its Members to cast their votes on all resolutions set out in the Notice of the AGM. Additionally, the Company is providing the facility of voting through E-Voting system during the AGM. Detailed procedure is provided in the Notice of AGM.

Notice is further given that, pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer books of the Company will remain closed from Saturday, 19th August 2023 to Thursday, 24th August 2023 (both days inclusive) for the purpose of Annual General Meeting.

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing its members, facilities for remote e-voting. Members holding shares either in physical form or dematerialised form, as on the cut-off date of 28th July 2023, may cast their vote electronically on the businesses set forth in the Notice of 37th AGM through the electronic voting system on Link Intime India Private Limited (LIPL), from a place other than the place of venue of the AGM (remote e-voting).

All the members are informed that:

- I. The businesses as set forth in the Notice of 37th AGM may be transacted through e-voting
- II. The remote e-voting shall commence on 21st August 2023 (9.00 a.m.)
- III. The remote e-voting shall end on 24th August 2023 (5.00 p.m.).
- IV. The cut-off date for determining the eligibility for e-voting is Friday, the 18th August 2023. Any person, who acquires shares of the company and becomes member of the company after the dispatch of Notice and holding shares as of the cut-off date i.e., Friday, the 28th July 2023 may obtain login ID and password by sending an email to <https://instavote.linkintime.co.in>. However if a person is already registered with LIPL for remote e-voting, then existing user ID and password can be used for casting vote.
- V. Members holding shares in physical form who have not registered their mail addresses with the Company/ Depositories may obtain the Annual Report and log in and password for E-voting providing the below necessary details:
 - i) For Physical shareholders-Please provide necessary details like Folio No., Name of the shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of AADHAR card) by email to Company at www.tcms.bz or to Registrar & Share Transfer Agent at [rnt.helpdesk @linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)
 - ii) For Demat shareholders-Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID +CLID), Name, Client master or copy of consolidated Account statement, PAN (Self attested scanned copy of PAN card), AADHAR (self attested scanned copy of AADHAR card) by email to Company at www.tcms.bz or to Registrar & Share Transfer Agent at [rnt.helpdesk @linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

However, if a person is already registered with LIPL for e-voting then existing user ID and password can be used for casting vote.

VI. In case of any queries members may refer the instructions on e-voting contained in the Notice or refer the Frequently asked questions (FAQ's) and user manual on the e-voting website of LIPL to get further clarifications relating to e-voting process, the members may contact LINK INTIME INDIA PRIVATE LIMITD at email: [rnt.helpdesk @linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) Tel: 022-49186000

VII. Members eligible to vote may note that:

- a) The remote e-voting module shall be disabled by LIPL after 5.00 p.m. on Wednesday, the 23rd August 2023 and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently;
- b) The members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their voted again; and
- c) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting.
- d) If a member cast votes by both modes, then voting done through e-voting shall prevail and e-voting during the AGM shall be treated as invalid.

VIII. The company has appointed Ms. Lakshmmi Subramanian, Senior Partner, M/s Lakshmmi Subramanian & Associates, Practising Company Secretaries, having office at "Murugesu Naicker Complex, No.81, Greams Road, Chennai-600006 as the scrutinizer to scrutinise the e-voting process and poll at AGM in a fair and transparent manner.

IX. The results of e-voting will be announced by the Company on its website www.tcms.bz and also to stock exchanges at bseindia.com and nseindia.com

In case of queries, members may refer to the Frequently Asked Questions (FAQ's) for members and e-voting manual for members at the downloads section of <https://instavote.linkintime.co.in> or contact LIPL at Tel: 022 – 49186000 or send email to enotices@linkintime.co.in.

Place : Mumbai
Date : 27th July 2023

By Order of the Board
A.V.M.Sundaram
Company Secretary