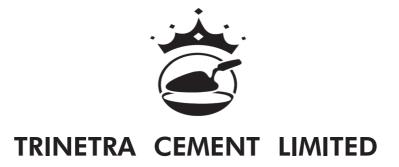
# 27th ANNUAL REPORT 2013-2014



# 27<sup>th</sup> Annual General Meeting

Date : 30<sup>th</sup> December, 2014

Time: 10.00 A.M.

Venue: 'Coromandel Towers',

93, Santhome High Road,

Karpagam Avenue,

R.A.Puram,

Chennai 600028.

## **A REQUEST**

Shareholders are requested to bring their copy of the Annual Report to the meeting.

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BOARD OF DIRECTORS : Sri N.Srinivasan, Chairman

Sri Arun Datta

Sri R.K.Das

Sri N.R.Krishnan

Sri L.Sabaretnam

Sri T.S.Raghupathy

Sri PL.Subramanian

Sri R.Srinivasan

Sri V.M.Mohan

Sri N.Srinivasan (till 01.10.2014)

Sri V.Manickam (w.e.f. 12.11.2014)

AUDITORS: M/s. Chaturvedi SK & Fellows,

Chartered Accountants, 410, Dev Plaza, SV Road,

Andheri West, Mumbai - 400 058.

**REGISTERED OFFICE:** 'Dhun Building',

827, Anna Salai, Chennai - 600 002.

CORPORATE OFFICE: 'Coromandel Towers',

93, Santhome High Road, Karpagam Avenue, R.A.Puram,

Chennai - 600 028.

Website: www.trinetracement.com

CEMENT PLANT: Nokhla Village,

Wajwana Post, Banswara District, Rajasthan.

CIN: L99999TN1987PLC082730 (Formerly Indo Zinc Limited)

Registered Office: "Dhun Building", 827, Anna Salai, Chennai - 600 002. Corporate Office: "Coromandel Towers", 93, Santhome High Road, Karpagam Avenue, R.A.Puram, Chennai - 600 028. Phone: 044 - 2852 1526, 2857 2100 / 400 Fax: 044 - 28517198

Phone: 044 - 2852 1526, 2857 2100 / 400 Fax : 044 - 28517198
E-mail: trinetracementItd@gmail.com Website: www.trinetracement.com

### NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Twentyseventh Annual General Meeting of Trinetra Cement Limited will be held at 10.00 A.M. on Tuesday, the 30<sup>th</sup> December, 2014 at 'Coromandel Towers', 93, Santhome High Road, Karpagam Avenue, R.A.Puram, Chennai 600028 to transact the following business:

### **ORDINARY BUSINESS:**

- To receive, consider and adopt the Directors' Report, the accounts of the Company for the year ended 31<sup>st</sup> March 2014 and the Auditors' Report thereon.
- To appoint a Director in the place of Sri N.Srinivasan (DIN 00116726) who retires by rotation and is eligible for reappointment.
- 3. To appoint a Director in the place of Sri T.S.Raghupathy (DIN 00207220) who retires by rotation and is eligible for reappointment.
- To appoint Auditors and fix their remuneration:
   To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s.Chaturvedi SK & Fellows (Registration No.112627W), Chartered Accountants, Mumbai, be and are hereby appointed Auditors of the Company to hold office from the conclusion of the Twentyseventh Annual General Meeting until the conclusion of the Twentyeighth Annual General Meeting and that their remuneration be and is hereby fixed at Rs.5,00,000/- exclusive of service tax, all travelling and out of pocket expenses which shall be reimbursed to them."

### SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s)

or re-enactments thereof for the time being in force) and Clause 49 of the Listing Agreement, Sri Arun Datta (DIN: 00180069), a non-executive Director of the Company, whose period of office is liable to determination by retirement by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of two consecutive vears with effect from 30th December, 2014 to 29th December, 2016 or the date of Twentyninth Annual General Meeting of the Company whichever is earlier and that he shall not be liable to retire by rotation."

To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) and Clause 49 of the Listing Agreement. Sri R.K.Das (DIN: 00327985), a non-executive Director of the Company, whose period of office is liable to determination by retirement by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of two consecutive years with effect from 30<sup>th</sup> December, 2014 to 29<sup>th</sup> December. 2016 or the date of Twentyninth Annual General Meeting of the Company whichever is earlier and that he shall not be liable to retire by rotation."



- To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:
  - "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) and Clause 49 of the Listing Agreement. Sri N.R.Krishnan (DIN: 00047799), a non-executive Director of the Company, whose period of office is liable to determination by retirement by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of two consecutive years with effect from 30th December, 2014 to 29th December, 2016 or the date of Twentyninth Annual General Meeting of the Company whichever is earlier and that he shall not be liable to retire by rotation."
- To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:
  - "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) and Clause 49 of the Listing Agreement, Sri L.Sabaretnam (DIN: 00276882), a non-executive Director of the Company, whose period of office is liable to determination by retirement by rotation and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act. 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of two consecutive years with effect from 30th December, 2014 to 29th December, 2016 or the date of Twentyninth Annual General Meeting of the Company whichever is earlier and that he shall not be liable to retire by rotation."

- To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:
  - "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) and Clause 49 of the Listing Agreement, Sri V.Manickam (DIN: 00179715), a non-executive Director of the Company, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of two consecutive years with effect from 30<sup>th</sup> December, 2014 to 29th December, 2016 or the date of Twentyninth Annual General Meeting of the Company whichever is earlier and that he shall not be liable to retire by rotation."
- 10. To consider and, if thought fit, to pass with or without modification, the following resolutions as SPECIAL RESOLUTIONS:
  - "RESOLVED THAT consent of the Company be and is hereby accorded to the Board of Directors under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in the force). to borrow any sum or sums of monies from time to time notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Share Capital of the Company and its free reserves, provided that the total amount which may be so borrowed by the Board of Directors of the Company and outstanding at any time (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed Rs.1000 crores (Rupees One Thousand Crores only) over and above the Paid-up Share Capital and free reserves of the Company for the time being."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution."

11. To consider and, if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), the remuneration of Rs.1 lakh payable to Sri S.A.Murali Prasad, Cost Accountant (Membership No.2730), as Cost Auditor, besides reimbursement of service tax and out of pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors for auditing the cost accounts of the Company in respect of cement plant for the year ending 31st March 2015, be and is hereby ratified."

### NOTES:

- Explanatory Statement is annexed to the Notice dated 12<sup>th</sup> November, 2014 of the Twentyseventh Annual General Meeting of the Company as required by Section 102 of the Companies Act, 2013 in respect of Items No.5 to 11 of the Notice.
- Details pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges in respect of Directors seeking appointment / re-appointment at the Annual General Meeting are annexed hereto for Items No. 2, 3 and 5 to 9 of the Notice.
- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights; provided that a member holding more than 10%, of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as Proxy for any other person or shareholder.

The Proxy Form, duly completed and signed, should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

Members / Proxies should bring the Attendance Slip, duly filled-in and signed, to attend the meeting.

- In case of joint holders attending the Annual General Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
  - Corporate Members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
- The Register of Members and Share Transfer Books of the Company will remain closed from 23.12.2014 to 30.12.2014 (both days inclusive).
- Members are requested to contact the Registrar and Share Transfer Agent (RTA) for all matters connected with the Company's shares at Integrated Enterprises (India) Limited, 2nd Floor, 'Kences Towers', No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai 600017. Tel.: 044-28140801 to 28140803 & Fax: 044-28142479 Email: corpserv@integratedindia.in

Members holding shares in physical form are requested to notify change of address, if any, to the RTA. Members holding shares in physical form in more than one folio are requested to write to the RTA immediately enclosing their share certificates for consolidation of their holdings into one folio.

- Members holding Share Certificate(s) in the name of Indo Zinc Limited are requested to send the same to the RTA to get the new name viz. 'Trinetra Cement Limited', affixed on the Share Certificate(s).
- The Company has signed agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the members to dematerialise the equity shares of the Company. The ISIN Number allotted by NSDL and CDSL for dematerializing the Company's shares is INE031L01014.
- Members holding shares in the dematerialised mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, etc. to their Depository Participant (DP). These changes will be automatically reflected in the Company's records.
- 10. Under the provisions of Section 72 of the Companies Act, 2013, shareholder(s) is / are entitled to nominate in the prescribed manner, a person to whom his / her / their shares in the Company, shall vest after his / her / their lifetime. Members who are holding shares in physical form and are interested in availing this nomination facility are requested to write to the Company / RTA.



- 11. Members are requested to note that in case of transfers, deletion of name of deceased shareholder, transmission and transposition of names in respect of shares held in physical form, submission of photocopy of PAN Card of the transferee(s), surviving holder(s), legal heir(s) and joint holder(s) respectively, along with necessary documents at the time of lodgement of request for transfer / transmission / transposition, is mandatory.
- 12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or the RTA.
- 13. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, Annual Report along with this Notice of the Annual General Meeting, Attendance Slip and Proxy Form is being sent by e-mail to those Members who have registered their e-mail address with the Company / Registrar and Share Transfer Agent (in respect of shares held in physical form) or with their DP (in respect of shares held in electronic form) and made available to the Company by the Depositories. Shareholders are requested to note that the said documents would also be available on the Company's website www.trinetracement.com from where it can be downloaded. In case any Shareholder desires to receive the above document(s) in physical form, such Shareholder is required to send an e-mail to trinetracementItd@gmail.com quoting DP Id and Client Id Number in case the shares are held in electronic form and Folio Number in case the shares are held in physical form.

Members, who have not registered their e-mail addresses, are requested to register their e-mail addresses with (i) the Depository Participant(s), if the shares are held in electronic form and (ii) with the Company / Registrar & Share Transfer Agent of the Company, if the shares are held in physical form.

### 14. Electronic Voting (e-Voting)

In compliance with the provisions of Clause 35B of the Listing Agreements, Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the members facility to exercise their right to vote at the Twentyseventh Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL):

The instructions for e-voting are as under:

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / RTA / Depository Participant(s)]:
  - (i) Open email and open PDF file viz. "TCL AGM 2014 e-Voting.pdf" with your Client ID or Folio Number as password. The said PDF file contains your user ID and password / PIN for e-Voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the URL: https://www.evoting.nsdl.com.
  - (iii) Click on "Shareholder Login".
  - (iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.
  - (v) Password change menu appears. Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
  - (vii) Select "EVEN" of Trinetra Cement Limited.
  - (viii) Now you are ready for "e-Voting" as "Cast Vote" page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to sudha.pr2@gmail.com or

sudha\_pr@yahoo.com with a copy marked to evoting@nsdl.co.in.

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company / RTA / Depository Participant(s) or who requested physical copy]:
  - Initial password is provided, as below, at the bottom of the Attendance Slip for the AGM:

| <b>EVEN</b> (e-Voting Event Number) | USER ID | PASSWORD/PIN |
|-------------------------------------|---------|--------------|
|                                     |         |              |

(ii) Please follow all steps from SI. No. (ii) to SI. No. (xii) above, to cast vote.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.

If you are already registered with NSDL for e-Voting then you can use your existing user ID and password / PIN for casting your vote.

You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

The e-voting period commences on 22.12.2014 (9.00 A.M.) and ends on 24.12.2014 (6.00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 28.11.2014, may cast their vote electronically. The e-Voting module shall be disabled by NSDL for

voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) 28.11.2014.

Mrs.P.R.Sudha, Practising Company Secretary (Membership No.F6046), has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-Voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared at or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.trinetracement.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and Madhya Pradesh Stock Exchange Limited, where equity shares are listed.

(By order of the Board) for TRINETRA CEMENT LIMITED

S. SRIDHARAN Company Secretary

Date: 12th November, 2014

Place : Chennai

PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES, FOLLOWING INFORMATION ARE FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED / RE-APPOINTED, VIDE ITEMS NO. 2, 3 and 5 to 9 OF NOTICE DATED 12<sup>TH</sup> NOVEMBER 2014.

(i) Name of the Director : Sri N.Srinivasan

Date of Birth : 3<sup>rd</sup> January 1945

Date of appointment on the Board as Director : 9th October 2009

Date of last reappointment as Director : 30<sup>th</sup> November 2011

Expertise in specific functional areas : Industry

Qualification : B.Sc. (Tech.), M.S.(IIT) Chicago

Number of Equity Shares held in the Company by the Director or for other

persons on a beneficial basis : Nil



List of outside Directorships held in Public Companies : 1. Coromandel Electric Company Limited 2. Coromandel Sugars Limited 3. ICL Financial Services Limited 4. ICL Securities Limited 5. India Cements Capital Limited 6. M.M. Forgings Limited 7. The India Cements Limited 8. Trishul Concrete Products Limited Chairman / Member of the Committees of Board of Directors of the Company Shareholders' / Investors' Grievance Committee -Chairman Chairman / Member of the Committees of Board of Directors of other Companies in which Coromandel Sugars Limited he is a Director Audit Committee - Chairman India Cements Capital Limited Audit Committee - Member Shareholders' / Investors' Grievance Committee -Chairman The India Cements Limited Shareholders' / Investors' Grievance Committee -Member M.M.Forgings Limited Audit Committee - Chairman Coromandel Electric Company Limited Audit Committee - Chairman Relationship with other Directors : Nil (ii) Name of the Director Sri T.S.Raghupathy 4th November 1951 Date of Birth 9th October 2009 Date of appointment on the Board as Director 5<sup>th</sup> September 2012 Date of last reappointment as Director Expertise in specific functional areas Marketing Qualification B.Com., M.MSc. Number of Equity Shares held in the Company 50 by the Director or for other persons on a beneficial basis List of outside Directorships held in : 1. Coromandel Electric Company Ltd. 2. Coromandel eServices Limited **Public Companies** Coromandel Infotech India Limited 4. Coromandel Sugars Limited

ICL Financial Services Limited
 ICI International Limited

|       |   |           | 7. ICL Securities Limited 8. ICL Shipping Limited 9. India Cements Capital Limited 10. India Cements Investment Services Ltd. 11. Industrial Chemicals & Monomers Ltd. 12. Jhunjhunu Cement Limited 13. Raasi Cement Limited 14. Trishul Concrete Products Limited |
|-------|---|-----------|--|
|       | Chairman / Member of the Committees of<br>Board of Directors of the Company   | :         | Audit Committee - Member<br>Shareholders' / Investors' Grievance Committee -<br>Member   |
|       | Chairman / Member of the Committees of<br>Board of Directors of other Companies in<br>which he is a Director              | :         | India Cements Capital Limited -<br>Audit Committee - Member  |
|       | Relationship with other Directors   | :         | Nil  |
| (iii) | Name of the Director  | :         | Sri Arun Datta   |
|       | Date of Birth   | :         | 14 <sup>th</sup> June 1947   |
|       | Date of appointment on the Board as Director  | :         | 25 <sup>th</sup> March 2010  |
|       | Date of last reappointment as Director  | :         | 30 <sup>th</sup> November 2011   |
|       | Expertise in specific functional areas  | :         | Management   |
|       | Qualification   | :         | B.E. (Mechanical Engineering) & Post Graduate Diploma in Marketing Management  |
|       | Number of Equity Shares held in the Company<br>by the Director or for other persons on a<br>beneficial basis              | :         | Nil  |
|       | List of outside Directorships held in Public Companies  | :         | IL & FS Tamil Nadu Power Company     Limited     The India Cements Limited   |
|       | Chairman / Member of the Committees of Board of Directors of the Company  | :         | Nil  |
|       | Chairman / Member of the Committees of<br>Board of Directors of other Companies in<br>which he is a Director              | :         | The India Cements Limited<br>Audit Committee - Member<br>Shareholders' / Investors' Grievance Committee -<br>Chairman  |
|       | Relationship with other Directors   | :         | Nil  |
| (iv)  | Name of the Director  Date of Birth  Date of appointment on the Board as Director  Date of last reappointment as Director | : : : : : | Sri R.K. Das 23 <sup>rd</sup> May 1933 25 <sup>th</sup> March 2010 30 <sup>th</sup> November 2011  |