

**41<sup>st</sup>**  
**ANNUAL REPORT**  
**2017-18**



**TMT (India) Limited**





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## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

- |   |                              |
|---|------------------------------|
| ● Mr. Tumbalam Gooty Veera Prasad       | Chairman & Managing Director |
| ● Mr. Tumbalam Gooty Naga Aravind Gupta | Non Executive Director       |
| ● Mr. Bondili Bala Prasad Singh         | Independent Director         |
| ● Mrs. Rendla Sunitha                   | Independent Director         |
| ● Ambati Venkata Ramana Murthy          | Chief Financial Officer      |
| ● Krishna Mashetti                      | Company Secretary            |

**CIN** L99999TG1976PLC002002

**ISIN** INE182E01010

**REGISTERED OFFICE** A-28, 2nd Floor, Journalist Colony, Road No.70, Jubilee Hills Hyderabad, TG -500033

**LISTED AT** The BSE Ltd.

**AUDITORS** Venugopal & Chenoy  
Chartered Accountants  
4-1-889/16/2 Tilak Road, Abids,  
Hyderabad, Telangana-500001

**REGISTRARS & SHARE TRANSFER AGENTS** M/s. Venture Capital and Corporate Investments Private Limited  
12-10-167, Bharat Nagar,  
Hyderabad - 500018

### **BANKERS**

- State Bank of India, MJJ Road Branch, Nampally, Hyderabad.
- Axis Bank Limited, CTO Extn. Counter, Nampally, Hyderabad.
- Citibank N.A., Hyderabad



### **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 41<sup>st</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF TMT (INDIA) LIMITED WILL BE HELD ON FRIDAY, THE 28<sup>TH</sup> SEPTEMBER, 2018 AT 3.00 PM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-28, 2<sup>ND</sup> FLOOR, JOURNALIST COLONY, ROAD NO.70, JUBILEE HILLS, HYDERABAD 500033, TELANGANA TO TRANSACT THE FOLLOWING BUSINESS:**

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2018 and the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended on that date along with the Report of Directors and the Auditors thereon.
2. To appoint a Director in the place of Shri Tumbalam Gooty Veera Prasad, who retires by rotation and being eligible offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

1. To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution.

#### **ALTERATION OF MAIN OBJECTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

**“RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, contained under the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), consent of members be and is hereby accorded for amendment of main object clause of the Memorandum of Association of the Company by adding new object clause to the existing main objects of Memorandum of Association as mentioned below:

***“9.To promote, buy, acquire, sell, lease, hire, develop give on rent, to let, mortgage or otherwise dispose of the lands, plots, industrial Complexes, flats, houses, buildings, farm houses, Dairy Farms, agricultural lands, and any other immovable property including any share or shares, interest or interests therein and to transact on commission or otherwise business of real estate as agent and to participate in tenders for purchase of property or otherwise, to acquire civil contracts for or in relation to real estate, water proofing, sewage, construction, execution, equipment, improvement, management, administrations or control of mechanical and civil works and conveniences and to undertake, execute, dispose or otherwise turn to account the same.”***

**“RESOLVED FURTHER THAT** pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, contained under the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), the existing Memorandum of Association of the Company be substituted with new set of Memorandum of Association prepared in line with Table A of schedule I of Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board (including its Committee(s) thereof and/or any Director or any individual delegated with powers necessary for the purpose) be and is hereby authorized to do all such acts, deeds, matters



and things, as may be necessary, proper or expedient without being required to seek any further consent or approval of the Company or otherwise to the end and intent that they shall be deemed to have been given all necessary approval thereto expressly by the authority of this resolution.

**BY THE ORDER OF THE BOARD  
For TMT (India) Limited**

**Sd/-  
T G Veera Prasad  
Chairman & Managing Director  
(DIN: 01557951)**

**Place : Hyderabad  
Date : 13.08.2018**

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of him/her and such a proxy need not be a Member of the Company. A proxy shall not vote except on a poll. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. A person cannot act as proxy for more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company;
2. In respect of the Item No. 2, a Statement giving additional information on the Director(s) seeking re-appointment is annexed herewith as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
3. The Register of Members and the Share Transfer Books will remain closed from 22<sup>nd</sup> September, 2018 to 28<sup>th</sup> September, 2018 (both days inclusive);
4. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting;
5. Members are requested to quote their Registered Folio No. on all correspondence with the Company;
6. Members are requested to send all communication relating to shares to the Company's Registered Office situated at A-28, 2<sup>nd</sup> Floor, Journalist Colony, Road No.70, Jubilee Hills, Hyderabad, TG- 500033;
7. Members holding shares in physical form are requested to immediately notify change in their address, if any, to the Registrar and Share Transfer Agents of the Company namely M/s. Venture Capital and Corporate Investments Private Limited having its office at 12-10-167, Bharat Nagar, Hyderabad - 500018 quoting their folio numbers;
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified;
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank details by every participant in securities market. Members holding shares in electronic and physical form are, therefore, requested to submit the PAN and Bank details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank details to the Registrar and Share Transfer Agents of the Company namely M/s. Venture Capital and Corporate Investments Private Limited having its Office at 12-10-167, Bharat Nagar, Hyderabad - 500018 quoting their folio Numbers;
10. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their



own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares;

11. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the Members are requested to inform their e-mail addresses to the Company at its Registered Office;
12. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such members after making requisite changes thereon;
13. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote;
14. Electronic copy of the Notice of the 41<sup>st</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 41<sup>st</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode;
15. All the documents referred to in the notice and explanatory statement will be available to the members at the Registered Office of the Company between 10.30 A.M to 12.30 P.M on all working days from the date hereof up to the date of the Meeting;
16. Members may also note that the Notice of the 41<sup>st</sup> Annual General Meeting and the Annual Report for 2017-18 will also be available on the Company's website at [www.tmtindia.in](http://www.tmtindia.in) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during 10:30 a.m. to 12:30 p.m. on all working days till 28<sup>th</sup> September, 2018. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send requests to the Company's email id: [cstmtindia@gmail.com](mailto:cstmtindia@gmail.com);
17. Members/Proxies should fill the attendance slip for attending the meeting and bring their attendance slip along with their copy of Annual Report to the meeting;
18. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing such a representative to attend and vote on their behalf at the meeting;
19. As per the provisions of the Companies Act, 2013 facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from the Company.





20. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on Resolutions proposed to be considered at the 41<sup>st</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the 41<sup>st</sup> Annual General Meeting (AGM) ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through polling paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the 41<sup>st</sup> Annual General Meeting (AGM) may also attend the 41<sup>st</sup> Annual General Meeting (AGM) but shall not be entitled to cast their vote again.

**The instructions for shareholders voting electronically are as under:**

- (i) The remote e-voting period commences on 25<sup>th</sup> September, 2018 (9:00 am IST) and ends on 27<sup>th</sup> September, 2018 (5:00 pm IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21<sup>st</sup> September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.



- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)-</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the demat holders also for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant TMT (India) Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app M-Voting available for android based mobiles. The M -Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the**