



TRF Limited
A TATA Enterprise

56th ANNUAL REPORT 2018-2019



Segment Repair Shop



Wagon Tippers



Apron Feeders



Stacker Reclaimers

**PROVIDE RELIABLE
ELECTRO-MECHANICAL SERVICES &
FABRICATED STRUCTURES
FOR INDUSTRIAL & INFRASTRUCTURE PROJECTS**

Policy on Prevention of Sexual Harassment (POSH) at Workplace

TRF is committed to providing a place of work that is free of sexual harassment and all forms of intimidation or exploitation of all employees.

TRF shall provide healthy working environment that enables employees to work without fear of prejudice, gender bias, sexual harassment and all forms of intimidating or exploitation. TRF believes that all stakeholders, irrespective of their gender, have right to be treated with dignity.

In continuation to our endeavor towards improved gender diversity and inclusion along with creating a safe, fair and just workplace, we have put together this policy called Prevention of Sexual Harassment at Workplace.

In accordance with this policy, committees and detailed guidelines have been formed to address the issue of sexual harassment at workplace. All employees (permanent, temporary, contract) as well as trainees, visitors to our office premises or services are covered under this policy.

If someone has crossed a line, refer to the guidelines on Prevention of Sexual Harassment (POSH) at Workplace and report the matter to Internal Committee (IC).

Policies on Environment Protection & Sustainable Growth

Waste Management Policy

TRF affirms its commitment to safe and efficient waste management, reduce and recycle waste produced and ensure compliance to all legal requirements relating to waste management. It also promotes environmental and recycling issues as an integral element of its activities and demonstrates its commitment to continual improvement in environmental practices. We commit to the following towards reduction of waste and promotion of recycling:

- Prevention of waste generation at source
- Plan for recycling / re-use at design stage
- Take all steps to promote recycling
- Ensure disposal by following applicable legislation
- Promote a purchasing policy that gives preference, to environmentally friendly products and services

Energy Reduction Policy

TRF is committed to use energy efficient management practices as a part of its sustainable development policy. To achieve this, it shall strive to:

- Comply with current applicable regulations
- Implement world class operation practices to conserve energy & resources
- Continuously improve technology to enhance energy efficiency
- Identify, prevent, control & minimize the energy losses
- Explore new sources of energy, including renewable & alternate sources

Gift & Hospitality Policy

Introduction

- The Tata core values find expression as behavioral guidelines in the Tata Code of Conduct. Our collective adherence to these guidelines represents our promise to ourselves and to the many stakeholders of brand Tata. Each Tata employee is responsible to ensure that his or her behavior and actions, both individual and collective, stay aligned to these values.
- Business gifts and hospitality are occasionally used in the course of business activity as a means to build goodwill and strengthen working relationships among business associates. However, gifts or hospitality (including entertainment or travel) may create conflict of interest or illicit payment.
- TRF has adopted this policy to help its employees take the right decisions when they are offered gifts or hospitality while conducting business or official transactions on behalf of TRF.

Definitions

- The term "gifts" would include any gratuitous non-monetary benefit which can be used or consumed.
- The term "hospitality" would include any form of travel, hotel, food, drinks, entertainment or any events (participating or watching) such as sporting events, theatrical events, awards or ceremonies.
- The term "business associate" would include suppliers, customers, vendors, dealers, distributors, franchisees, lessors, lessees or such other persons with whom TRF has any business or transactional dealings.

Whistle Blower Policy for Vendors

Introduction

In compliance with the Tata Code of Conduct and in furtherance with TRF Limited's ("Company") policy to encourage and protect genuine Whistle blowing, a Whistle Blower Protection Policy ("Policy") has been developed.

Definitions:

"Protected disclosure" means any communication in relation to matters concerning the Company, which is made in good faith and which discloses information that may evidence demand for illegal gratification and / or unethical or improper activity of serious nature, by any employee, director or vendor.

"Vendor Whistle blower" means a person / organization, making a protected disclosure and thereafter extending whatever assistance may be required in establishing facts mentioned in the protected disclosure.

TRF LIMITED

CIN : L74210JH1962PLC000700

BOARD OF DIRECTORS

(As on April 15, 2019)

Mr. Rajesh Ranjan Jha - Chairman
Mr. Ranaveer Sinha
Mr. Dipankar Chatterji
Mr. Sabyasachi Hajara
Ms. Neera Saggi
Mr. Vinayak Kashinath Deshpande
Mr. Ranganath Raghupathy Rao
Mr. Sumit Shubhadarshan - Managing Director

MANAGEMENT

(As on April 15, 2019)

Mr. Sumit Shubhadarshan - Managing Director
Mr. Anil Kumar Singh - Vice-President, Operations
Mr. Shaktishree Das - Chief Financial Officer
Mr. Sucharit Chakrabarti - Asst Vice President, Projects
Mr. Subhashish Datta - Company Secretary & Chief Commercial

Registered Office

11, Station Road, Burmamines, Jamshedpur- 831 007
Phone : 91 657 3046500 / 3046598 Fax : 91 657 2345732
Website : www.trf.co.in

Bankers

Axis Bank
Bank of Baroda
Canara Bank
Central Bank of India

HDFC Bank
IDBI Bank
Indian Bank
Kotak Mahindra Bank

Registrars & Transfer Agents

TSR Darashaw Limited
6-10, Haji Moosa Patrawala Indl. Estate, (Near Famous Studio)
20, Dr. E. Moses Road, Mahalaxmi, Mumbai – 400 011
Tel. no. : (022) 6656-8484 Fax no. : (022) 6656-8494
E-mail : csg-unit@tsrdarashaw.com
Website : www.tsrdarashaw.com

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56th Annual General Meeting of TRF Limited will be held on Friday, July 12, 2019 at the Main Hall, Beldih Club, Northern Town, Jamshedpur - 831 001 at 12.30 p.m.
Members are requested to kindly bring their copies of the Annual Report to the meeting.

Notice

Notice is hereby given that the 56th Annual General Meeting of TRF Limited will be held at Main Hall, Beldih Club, Northern Town, Jamshedpur- 831001 on Friday, July 12, 2019 at 12.30p.m. (IST) to transact the following business:

Ordinary Business :

Item No. 1 – Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 – Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Report of the Auditors thereon.

Item No. 3 – Re-appointment of a Director

To appoint a Director in place of Mr. Vinayak Kashinath Deshpande (DIN: 00036827), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

Special Business:

Item No. 4 - Appointment of Mr. Ranganath Raghupathy Rao as a Director

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Ranganath Raghupathy Rao (DIN: 06725337), who was appointed by the Board of Directors as an Additional Director of the Company effective September 14, 2018 and holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ('Act') and Article 104 of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Item No. 5 - Re-appointment of Mr. Ranaveer Sinha as an Independent Director

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Ranaveer Sinha (DIN: 00103398), who was appointed as an Independent Director at the 51st Annual General Meeting of the Company and who holds office up to August 1, 2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, based on the recommendations of the Nomination and Remuneration Committee, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term commencing with effect from August 2, 2019 upto attaining the age of 70 years i.e. July 8, 2024.”

Item No. 6 - Appointment of Mr. Sumit Shubhadarshan as a Director

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Sumit Shubhadarshan (DIN: 07004155), who was appointed by the Board of Directors as an Additional Director of the Company effective September 15, 2018 and holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ('Act') and Article 104 of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.”

Item No. 7 - Appointment of Mr. Sumit Shubhadarshan as Managing Director

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read along

with Schedule V of the Companies Act, 2013, as amended ('Act'), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded to appoint Mr. Sumit Shubhadarshan (DIN: 07004155), as the Managing Director of the Company for the period from September 15, 2018 to September 14, 2021 not liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening the 56th Annual General Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Act, with liberty to the Board of Directors (the 'Board' which term includes a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said appointment in such manner and as may be agreed to between the Board of Directors and the Managing Director.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Item No. 8 - Winding up of TRF Holdings Pte. Limited (a wholly owned subsidiary in Singapore)

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT, pursuant to Section 180(1)(a) of the Companies Act, 2013 and subject to all other applicable provisions of the Companies Act, 2013, if any, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the SEBI Regulations, RBI Guidelines and subject to all other necessary approvals, consents, permissions and sanctions required from the Company's lenders, and/or other institutions or bodies, statutory authorities and such conditions or modifications as may be prescribed by any of them while granting any such approvals, which may be agreed to, in its sole discretion, by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the powers conferred by this resolution), consent of the Members of the Company be and is hereby accorded to the Board for winding up of TRF Holdings Pte. Ltd. (a wholly owned subsidiary of the Company).

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the 'Board', which term shall include any Committee constituted by the Board for this purpose or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings, as it may in its absolute discretion deem necessary or incidental thereto including paying such fees and incurring such expenses in relation thereto as it may deem appropriate and to file such documents, forms, etc., as required with the regulatory/statutory authorities and authorize any director(s), Chief Financial Officer, Company Secretary or any other officer of the Company for the aforesaid purpose, as may be deemed fit to give effect to this Resolution."

Item No. 9 - Ratification of remuneration of Cost Auditors

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any amendment, modification or variation thereof, the Company hereby ratifies the remuneration of ₹3,50,000 plus applicable taxes and out-of-pocket expenses payable to Messrs Shome & Banerjee, Cost Accountants (Firm Registration Number - 000001) who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended, for the Financial Year ending March 31, 2020.

RESOLVED FURTHER THAT the Board of Directors (the 'Board' which term includes a duly constituted Committee of the Board of Directors) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution and/or otherwise considered by them to be in the best interest of the Company."

By Order of the Board of Directors

Registered Office:
11, Station Road,
Burmamines,
Jamshedpur-831007
Dated: April 15, 2019
Place : Kolkata

Subhashish Datta
Company Secretary & Chief Commercial

NOTES:

- a) The Statement, pursuant to Section 102 of the Companies Act, 2013 with respect to Item Nos. 4 to 9 forms part of this Notice. Additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India in respect of Directors seeking appointment/re-appointment at the Annual General Meeting ('Meeting') is furnished as annexure to the Notice.
- b) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HER BEHALF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- c) Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 in number and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. 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.
- d) The instrument of proxy, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution or authority as applicable.
- e) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the Meeting.
- f) In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.
- g) Members/proxies/authorized representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.
- h) The Register of Members and Share Transfer books of the Company will remain closed from Tuesday, July 2, 2019 to Friday, July 5, 2019 (both days inclusive) for the purpose of Annual General Meeting for Financial Year 2018-19.
- i) Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by Members at the Registered Office of the Company during business hours on all working days, up to the date of the Meeting.
- j) Members desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready at the Meeting.
- k) As per the provisions of the Companies Act, 2013, facility for making nomination is available to the Members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
- l) Section 20 of the Companies Act, 2013 permits service of documents on Members by a company through electronic mode. Hence, in accordance with the Companies Act, 2013 read with the Rules framed thereunder, the Company's Annual Report for 2018-19 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant unless any Member has requested for a physical copy of the Report. For Members who have not registered their e-mail addresses, physical copies of the Annual Report for 2018-19 are being sent by the permitted modes. Members may note that the Annual Report for FY 2018-19 will also be available on the Company's website <http://trf.co.in/annual-reports>.
- m) As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members may contact the Company or Company's Registrars and Transfer Agents, TSR Darashaw Limited for assistance in this regard.
- n) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held in electronic form and to TSR Darashaw Limited in case the shares are held in physical form.
- o) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or TSR Darashaw Limited, the details of such folios together with the share certificates for consolidating

their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

- p) Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules. Members may note that the list of unpaid/ unclaimed dividend is available on the website of the Company at <http://trf.co.in/unclaimed-unpaid-dividend>.
- q) Members who have not yet en-cashed their dividend warrant for the financial year ended March 31, 2012, are requested to make their claims to the Registrars & Transfer Agents of the Company without any delay.
- r) The Company has provided facility of e-voting to its members as prescribed under the Companies Act, 2013 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The instructions for e-voting are annexed to this Notice.
- s) At the 54th AGM held on July 27, 2017 the members approved appointment of Price Waterhouse & Co Chartered Accountants LLP (Firm Registration No. 304026E/E-300009) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 59th AGM, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 07, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM.

Process and manner for voting through electronic means:

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended from time to time and the Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, the Company is pleased to provide to its members the facility to cast their votes electronically, through e-Voting services provided by National Securities Depository Limited ('NSDL'). The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ('remote e-voting') and the services will be provided by NSDL. Instructions for remote e-voting (including process and manner of e-voting) are given herein below. The resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the Annual General Meeting. The Notice of the Annual General Meeting indicating the instructions of remote e-voting process along with printed Attendance Slip and Proxy Form can be downloaded from the NSDL's website www.nsdl.co.in or the Company's website www.trf.co.in.
- II. The facility for voting through ballot paper shall be made available at the Annual General Meeting venue and the members (including proxies) attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the Annual General Meeting.
- III. Members who have cast their vote by remote e-voting prior to the Annual General Meeting may attend the Meeting but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on Tuesday, July 9, 2019 (9:00 am IST) and ends on Thursday, July 11, 2019 (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 Friday, July 5, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The instructions for e-voting are as under:

In case a shareholder receiving e-mail from NSDL or is already registered for e-voting:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is :

- a) For Members who hold shares in demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID
For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
- b) For Members who hold shares in demat account with CDSL. 16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****.
- c) For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the company
For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. "TRF remote e-voting.pdf" file. The password to open the "TRF remote e-voting.pdf" file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The "TRF remote e-voting.pdf" file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

OTHER INSTRUCTIONS:

- VI. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pramodkumar.pcs@gmail.com with a copy marked to evoting@nsdl.co.in.
- VII. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- VIII. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- IX. 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.
- X. 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).
- XI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, July 5, 2019.
- XII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday, July 05, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Company/RTA.
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XIII. A member may participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XIV. 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 as well as voting at the AGM through ballot paper.
- XV. Mr. P. K. Singh, Practicing Company Secretary (Membership No. FCS- 5878 & C.P. No.19115) or failing him Mr. Rohit Prakash Prit (Membership No. ACS- 33602 & CP No. 16213), Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.