



TRANS FINANCIAL RESOURCE LIMITED

CIN- L70100GJ1994PLC022954

REGISTERED OFFICE:

**4TH FLOOR, VAGHELA AVENUE,NR. HAVMORE
RESTAURANT, NAVRANGPURA, AHMEDABAD-
380009**

ANNUAL REPORT 2019-20

➤ **BOARD OF DIRECTORS:**

NAME OF THE DIRECTOR	DIN	DESIGNATION
MR. HARISHKUMAR RAJPUT	06970075	MANAGING DIRECTOR & CFO
MR. JAIMINKUMAR SHAH	06920281	INDEPENDENT DIRECTOR
MR. DHRUMANSINH INDRAJEETSINHRAJ	08353956	NON EXECUTIVE DIRECTOR
MRS. BHARTI SHARMA	07440079	INDEPENDENT DIRECTOR

➤ **KEY MANAGERIAL PERSONNEL:**

COMPANY SECRETARY & COMPLIANCE OFFICER: MR. DHANAJAY H. TRIVEDI
CHIEF FINANCIAL OFFICER:MR. HARISHKUMAR B. RAJPUT

➤ **AUDITORS:**

STATUTORY AUDITOR: M/S. PRAKASH TEKWANI & ASSOCIATES
Chartered Accountants
387, Karnavati Plaza, Opp. Central Bank of India, Revdi
Bazar Char Rasta, Ahmedabad- 380002GJ IN

SECRETARIAL AUDITOR:M/S. A. SHAH &ASSOCIATES
Practicing Company Secretaries
D- 413, SHIROMANI COMPLEX, OPP. OCEAN PARK,
NEHRUNAGAR, SATELLITE, AHMEDABAD

➤ **REGISTRAR & SHARE TRANSFER AGENT:**

M/S. MCS SHARE TRANSFER AGENT LIMITED
201, Shatdal Complex, Opp. Bata Show Room,
Ashram Road, Ahmedabad – 380 009
Contact No.:079-26580461/62/63**FAX:**079 - 26580461
Mail ID: mcsstaahmd@gmail.com

➤ **STOCK EXCHANGES WHERE THE SHARES OF THE
COMPANY ARE LISTED:**

I. BSE LIMITED

25TH FLOOR, P. J. TOWERS,DALAL STREET, FORT,MUMBAI – 400001

➤ **CONTACT DETAILS:**

CIN: L70100GJ1994PLC022954

REGISTERED OFFICE ADDRESS:4TH FLOOR, VAGHELA AVENUE, NR. HAVMORE
RESTAURANT, NAVRANGPURA, AHMEDABAD
GJ 380009 IN

CONTACT NO.: 079 26402089

EMAIL ID:tfrl4444@gmail.com

WEBSITE:www.transfinancialrltd.com



TRANS FINANCIAL RESOURCE LIMITED

NOTICE

NOTICE IS HEREBY GIVEN THAT 25TH ANNUAL GENERAL MEETING OF TRANS FINANCIAL RESOURCES LIMITED WILL BE HELD THROUGH VIDEO CONFERENCE/ OTHER AUDIO VISUAL MEANS ON 31st DECEMBER, 2020 AT 12.00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2020, including the audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. To appoint a Director in place of MR.DHRUMANSINH RAJ (DIN: 08353956), who retires by rotation, in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.
3. **APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY AND TO 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, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, and Rules framed there under, as amended from time to time, pursuant to recommendation of the Audit Committee and Board of Directors of the Company, **M/S.PRAKASH TEKWANI & ASSOCIATES.** Chartered Accountants, (F.R.NO. 120253W), be and are hereby appointed as Statutory Auditors of the company for the term of five consecutive financial year i.e. to hold the office till the conclusion of Annual General Meeting for the Financial year 2024-25 at such remuneration as may be mutually agreed between both the parties."

Place: AHMEDABAD
Date: 12/11/2020

BY ORDER OF THE BOARD OF DIRECTORS,
FOR, TRANS FINANCIAL RESOURCES LIMITED

____sd/-_____
MR. JAIMINKUMAR SHAH
DIRECTOR
(DIN: 06920281)





TRANS FINANCIAL RESOURCE LIMITED

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India, Ministry of Corporate Affairs allowed conducting Annual General Meeting through videoconferencing (VC)/ Other audio visual means (OAVM) and dispensed personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said Circulars, the 25TH Annual General Meeting (AGM) of the members be held through videoconferencing (VC) / Other audio visual means (OAVM). Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith (**Annexure-A**) and is also available at the website of the Company i.e. www.transfinancialrltd.com.
2. Members are requested to quote Folio number in all their correspondences.
3. The helpline number regarding any query/assistance for participation in the AGM through VC / OAVM is 079-26402089.
4. Generally, 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 himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited. Participation is restricted up to 1000 members only.
6. Members can raise questions in the chat box which is going to be provided during the meeting. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
7. Documents referred to in the Notice attached hereto are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company and can be obtained by writing to company.





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8. Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment is annexed hereto.
9. Corporate / Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Company/Registrar and Share Transfer agent at e-mail id: tfrl4444@gmail.com/mcsstaahmd@gmail.com.
10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
11. The Company has notified closure of Register of Members and Share Transfer Books from **25THDecember, 2020 to 31ST December, 2020** (both days inclusive).
12. Members holding shares in electronic form are requested to intimate immediately any change in their address or to their Depository Participants with whom they are maintaining their DEMAT Accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company /MCS Share Transfer Agent Limited.
13. 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 their PAN to their Depository Participants with whom they are maintaining their DEMAT Accounts. Members holding shares in physical form can submit their PAN to the Company / MCS Share Transfer Agent Limited.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to MCS Share Transfer Agent Limited for consolidation into a single folio.
15. Members who have not registered their e-mail addresses so far are requested to register their e-mail address on the website of the Registrar and Share Transfer Agent of the Company i.e. MCS Share Transfer Agent Limited for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically .
16. Pursuant to the provisions of Section 72 of the Companies Act, 2013, Members are entitled to make nomination in respect of the shares held by them in physical form. Members desirous of making nominations are requested to send their requests in Form SH-13 to the Registrar & Share Transfer Agent, at the address given above.
17. SEBI As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1,





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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 can contact the Company or Company's Registrars and Transfer Agent i.e. MCS Share Transfer Agent Limited for assistance in this regard.

18. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.transfinancialrltd.com and on the website of the BSE Limited.
19. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose email address is registered with the Company or the Depository Participant(s). Members (Physical / Demat) who have not registered their email addresses with the Company can get the same registered by visiting the website of MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent of the Company.
20. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to tfrl4444@gmail.com.
21. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
22. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

GENERAL INFORMATION:

1. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of





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Members / List of Beneficial Owners as on **Thursday, 24th December, 2020**, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote voting). The remote voting period will commence at 9.00 a.m. Hours (IST) on **Monday, 28th December, 2020** and will end at 05.00 p.m. Hours (IST) on **Wednesday, 30th December, 2020**.

2. In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote voting shall be eligible to vote at the AGM (Refer **Annexure-A** for detailed procedure to vote through e-voting). The Members desiring to vote through remote voting are requested to refer to the detailed procedure given in **Annexure-A**. Members whose email IDs are not registered with the depositories for procuring user ID and password and registration of email IDs for e-voting for the resolutions are requested to mail to either helpdesk.evotingindia@cDSL.com.
3. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote voting, shall be allowed to vote through e-voting system during the meeting through chat box by mentioning following details:

Name of Investor:

Folio no. / DPID-CLIENT ID:

No. of Shares:

Resolution no. 1 - yes/no

Resolution no. 2 - yes/no

Resolution no. 3 - yes/no

4. The Remote E-Voting Period will commence at 9.00 a.m. Hours (IST) on **Monday, 28th December, 2020** and will end at 05.00 p.m. Hours (IST) on **Wednesday, 30th December, 2020**. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on cut-off date i.e. **Thursday, 24th December, 2020**, may cast their vote by Remote E-Voting. The Remote E-Voting module will be disabled by CDSL for the voting thereafter.

The voting rights of Members shall be in proportion of the paid up equity share capital





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of the Company as on the cut-off date i.e. **Thursday, 24th December, 2020.**

Only those Members whose names are recorded in the Register of Members of the Company as on the cut-off date shall be entitled to vote. If a person was a Member on the date of the Book Closure date as aforesaid but has ceased to be a Member on the cut-off date, he/she shall not be entitled to vote. Such person should treat this notice for information purpose only.

5. M/S. A SHAH & ASSOCIATES, Practicing Company Secretary (Membership No.: FCS 4713; CP No: 6560) (Address: D- 413, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad – 380 015, Gujarat, India) has been appointed as the Scrutinizer for overseeing the voting through Remote-E-voting in a fair and transparent manner.
6. The Scrutinizer shall submit his report to the Chairman. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.transfinancialrltd.com and on the website of CDSL i.e. <https://www.evotingindia.com> after the declaration of result by the Chairman or a person authorized by him in his behalf on or before **12.00 P.M. on 02nd January, 2021**. The Results shall be uploaded on the BSE Listing Portal.
7. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Annual General Meeting i.e. **Thursday, 31st December, 2020.**
8. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a 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 email to csanishshah@gmail.com with a copy marked to tfrl4444@gmail.com.

PROCESS FOR MEMBERS OPTING FOR REMOTE E-VOTING

In Compliance with provisions of Amendment Rules, 2015 and Regulation 44(1) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company will be providing Members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote 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 AGM ("Remote E-Voting") will be provided by Central Depository Services Limited (CDSL).





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The detailed procedure to be followed in this regard has been given in **Annexure A** to the notice. The Members are requested to go through them carefully.

Place: AHMEDABAD

Date: 12/11/2020

**BY ORDER OF THE BOARD OF DIRECTORS,
FOR, TRANS FINANCIAL RESOURCES LIMITED**

sd/-
MR. JAIMINKUMAR SHAH
DIRECTOR
(DIN: 06920281)

Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 with regard to Directors seeking appointment / re-appointment as the forthcoming Annual General Meeting:

Name of the Director	Mr. Dhrumansinh Raj
Director Identification Number (DIN)	08353956
Designation	NON EXECUTIVE DIRECTOR
Date of Appointment	14/02/2019
Date of Birth	02/09/1979
Qualification & Brief Profile/ Nature of Expertise	Bachelor of Commerce. Besides, He is also having good knowledge and skills in administrative & other work which is useful for the Company.
Names of other companies in which the person also holds the directorship	NA
Names of companies in which the person also holds the membership of Committees of the Board	NA
Number of Equity Shares held in the Company & %	NA
Relationship between directors inter-se	NA
Details of remuneration	NA

