30th ANNUAL REPORT

2019 – 2020

TREND ELECTRONICS LIMITED

(A COMPANY UNDER CORPORATE INSOLVENCY RESOLUTION PROCESS)

RESOLUTION PROFESSIONAL

Mr Divyesh Desai

IP Registration No. IBBI/PA-001/IP-P00169/2017 – 18/10338

REGISTERED OFFICE

20 KM Stone, Aurangabad – Beed Road
Village: Bhalgaon, Aurangabad, MH 431210

KEY MANAGERIAL PERSONNEL

Mr Milind Deshpande (CFO)

MANUFACTURING FACILITY

20 KM Stone, Aurangabad – Beed Road
Village: Bhalgaon, Aurangabad, MH 431210

AUDITORS

M/s SGCO & Co., LLP
Chartered Accountants
4A, Kaledonia – HDIL, 2nd Floor, Sahar Road, Near Andheri Station, Andheri (East), Mumbai – 400 069

BANKERS

State Bank of India	Punjab National Bank
Central Bank of India	Indian Bank
Canara Bank	IDBI Bank Limited

REGISTRAR AND SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
201, D-Wing, 2nd Floor, Gokul Industrial Estate,
Sagbaug, Marol Co-op Industrial Area,
B/H Times Square, Andheri (E) Mumbai - 400 059 Ph: [022] 286516020 – 23
Email: helpdeskmum@mcsregistrars.com

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NOTICE TO MEMBER

The Hon'ble National Company Law Tribunal ("**NCLT**"), Mumbai Bench, vide its order dated September 25, 2018 ("**Order**"), admitted the application for initiation of the Corporate Insolvency Resolution Process ("**CIRP**") filed by State Bank of India in respect of Trend Electronics Limited ("**Corporate Debtor**") in accordance with Section 7 of the Insolvency and Bankruptcy Code, 2016 ("**Code**"). Pursuant to the said order, Mr. Dushyant C Dave was appointed as the Interim Resolution Professional. Subsequently, Mr. Dushyant C Dave was appointed as Resolution Professional by the Committee of Creditors.

Pursuant to an application filed before the NCLT, Mumbai by State Bank of India and Mr. Venugopal N Dhoot in the Videocon Consolidation Matter under Section 60 (5) of the Code read with the rules and regulations framed there under, as amended from time to time, the NCLT vide its order ("**Consolidation Order**") dated 8th August, 2019 had admitted the application allowing consolidation of CIRP petitions of 13 Videocon Group Companies to avoid conflicting orders, if any. However, it was ordered that CIRP of Trend Electronics Limited shall run independently as the Company is capable of maintaining itself as a going concern. The NCLT, vide its order dated 8th August, 2019, has appointed Mr. Divyesh Desai, having registration No. IBBI/IPA-001/IP-P00169/2017-18/10338, as the Resolution Professional of the Corporate Debtor replacing then erstwhile resolution professional.

In terms of Section 17 of the Code, on commencement of the Corporate Insolvency Resolution Process (CIRP), the powers of the Board of Directors of the Company stands suspended and the same are being exercised by the Resolution Professional (i.e. Mr. Dushyant Dave from 25th September, 2018 till 7th August, 2019 and Mr. Divyesh Desai from 8th August, 2019). The management of the affairs of the Company has also been vested with the Resolution Professional.

NOTICE is hereby given that the Thirtieth Annual General Meeting of **TREND ELECTRONICS LIMITED** (the "Company") will be held on Monday, 13th day of September, 2021 at 11 A.M. at B2 402B, Marathon Innova, Off Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013 through Video Conferencing ("**VC**")/ Other Audio Visual Means ("**OAVM**"), in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder and Circulars No. 20/2020 dated 5th May, 2020, Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 02/2021 dated 13th January, 2021, issued by the Ministry of Corporate Affairs, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements including the Audited Statement of Profit and Loss for the financial year ended 31st March, 2020 and the Balance Sheet as at that date together with the Cash Flow Statement and the notes, annexures thereto and the reports of Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mrs. Smita V Dharm, Non Executive Director (DIN No.07144712) who retires by rotation and being eligible, offers herself for re-appointment.

3. To appoint Statutory Auditors and in this regard, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 3 (7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and on the recommendation of the Resolution Professional, SGCO & CO. LLP, Chartered Accountants, having Firm Registration Number 112081W, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. S. Z. Deshmukh & Co., Chartered Accountants, Mumbai (ICAI Firm Registration No. 102380W).

   RESOLVED FURTHER THAT SGCO & CO., LLP Chartered Accountants, Firm Registration Number 112081W, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of the 30th Annual General Meeting of the Company till the conclusion of the 35th Annual General Meeting of the Company, at such remuneration as may be agreed upon between the Resolution Professional and the Auditors of the Company.

   RESOLVED FURTHER THAT the Resolution Professional and/or any Director of the Company, be and is hereby authorised to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

SPECIAL BUSINESS:

4. To consider the appointment of Mr. Rajendra Shende (DIN: 09206528) as the Whole-Time Director of the Company and in this regard, to the pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the applicable Regulations under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Articles of Association of the Company, Mr. Rajendra Shende (DIN: 09206528), who was appointed as an additional director and designated as a Whole-Time Director on 26th July, 2021, for a period of one year, based on the recommendation of the Resolution Professional and who holds office as such up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby confirmed/appointed as a Whole-Time Director of the Company for a period effective from 26th July, 2021 to 25th July, 2022.

   RESOLVED FURTHER THAT in accordance with the recommendations of the Resolution Professional and pursuant to the provisions of Sections 196, 197, 198 and 203 of the Act, read with Schedule V to the Act and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company and subject to such other approvals as may be necessary, consent of the Members be and is hereby accorded for the confirmation/appointment of Mr. Rajendra Shende as a Whole-Time Director for a period effective from 26th July, 2021 to 25th July, 2022 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Resolution Professional to alter and vary the terms and conditions of the appointment and/ or remuneration subject to the same, not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

   RESOLVED FURTHER THAT the Resolution Professional and/or any Director of the Company be and is hereby authorised to do all such acts, deeds and matters and things as, in its absolute discretion, it may consider necessary, expedient and desirable to give effect to this resolution."

5. To consider the appointment of Mr. Umakant Bhangale (DIN: 09210697) as the Whole-Time Director of the Company and in this regard, to the pass the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the applicable Regulations under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Articles of Association of the Company, Mr. Umakant Bhangale (DIN:09210697), who was appointed as an additional director and designated as a Whole-Time Director on 26th July, 2021, for a period of one year, based on the recommendation of the Resolution Professional and who holds office as such up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby confirmed/appointed as a Whole-Time Director of the Company for a period effective from 26th July, 2021 to 25th July, 2022.

RESOLVED FURTHER THAT in accordance with the recommendations of the Resolution Professional and pursuant to the provisions of Sections 196, 197, 198 and 203 of the Act, read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company and subject to such other approvals as may be necessary, consent of the Members be and is hereby accorded to the confirmation/appointment of Mr. Umakant Bhangale as a Whole-Time Director for a period effective from 26th July, 2021 to 25th July, 2022 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Resolution Professional to alter and vary the terms and conditions of the appointment and/ or remuneration subject to the same, not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Resolution Professional and/or any Director of the Company be and is hereby authorised to do all such acts, deeds and matters and things as, in its absolute discretion, it may consider necessary, expedient and desirable to give effect to this resolution."

For **TREND ELECTRONICS LIMITED**
(A Company under Corporate Insolvency
Resolution Process by NCLT order
dated 25th September, 2018)

Divyesh Desai
Resolution Professional
(Registration No. IBBI/IPA-001/IP-P00169/2017-18/10338)

Place: Mumbai
Date**:** 12th August, 2021

Registered Office:

20 K.M. Stone, Aurangabad-Beed Road,
Village: Bhalgaon, Aurangabad-431 210
(Maharashtra)
CIN: L99999MH1989PLC052233
E-mail id: secretarial.trendelectronics@gmail.com
Website: www.trendelectronics.in
Tel.No.: +91-240-2644507/9/10/12
Fax. No.: +91-240-2644506

NOTES:

1. In view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and General Circular No. 02/2021 dated 13th January, 2021 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79, dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred to as "Circulars") issued by the Securities and Exchange Board of India (SEBI). The forthcoming AGM will thus be held through Video Conferencing (VC) or other audio visual means (OAVM) and members can participate in the ensuing AGM through VC/OAVM.

2. The Ministry vide the said circulars has introduced certain measures enabling companies to convene their Annual General Meetings (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars, Copies of Notice of 30th Annual General Meeting together with Annual Report are being sent by electronic mode to all the members whose e-mail addresses are registered with the Company/Depository Participant(s) and shares held in the electronic form, to those beneficial owners of the shares as at the close of business hours on Friday, 13th August, 2021 as per the particulars of beneficial owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). No physical copy of the Notice has been sent by the Company to any member.

3. The members who have not yet registered their e-mail ids with the Company may contact M/s MCS Share Transfer Agent Limited, 201, D Wing, 2nd Floor, Gokul Industrial Estate, Sagbaug Marol Co - op Industrial Area, B/H Times Square, Andheri (East) , Mumbai – 400 059 or e-mail to helpdeskmum@mcsregistrars.com) or call on 022 -286516020 - 23, for registering their e-mail ids at the earliest. The Company shall send the Notice to such members whose e-mail ids get registered as and when the e-mail ids are registered and in respect of those investors the length of notice as set out under the provisions of the Companies Act, 2013 will not be applicable. The Company will dispatch annual report until 4th September, 2021 enabling them to participate in the meeting and cast their votes.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the AGM will be provided by NSDL.

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. The facility of participation at the AGM through VC/OAVM will be made available to the maximum capacity of VC/OAVM, of at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of

first come first served basis.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

7. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM is being uploaded, unless there is technical difficulty, on the website of the Company at www.trendelectronics.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also being disseminated on the website of NSDL viz., www.nsdl.co.in (agency for providing the Remote e-Voting facility and e-voting system during the AGM.)

9. Corporate Members are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC/OAVM portal / e-voting portal.

10. Details regarding Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 (SS-2) on General Meeting issued by the Institute of Company Secretaries of India (ICSI) in respect of Director seeking re-appointment/appointment/ confirmation at the ensuing Annual General Meeting forms part of this Notice.

11. Members holding shares in dematerialized form are requested to notify immediately any change of address to their Depository Participants (DPs) and those who hold shares in physical form are requested to write to the Company's Registrar & Share Transfer Agent, M/s. MCS Share Transfer Agent Limited 201, D-Wing, 2nd Floor, Gokul Industrial Estate, Sagbaug, Marol Co-op Industrial Area, B/H Times Square, Andheri (E) Mumbai - 400 059 or e-mail at helpdeskmum@mcsregistrars.com.

12. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 10th September, 2021 to Monday, 13th September, 2021 (both days inclusive) for the purpose of the Meeting.

13. The remote e-voting facility shall be opened from Friday, 10th September, 2021 at 9.00 a.m. to Sunday, 12th September, 2021 till 5.00 p.m., both days inclusive. The remote e-voting facility shall not be allowed beyond 5.00 p.m. on Sunday, 12th September, 2021. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.

14. The Company has fixed Wednesday, 8th September, 2021, as the cut off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means. Instructions for exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. 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/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as e- voting at the Annual General Meeting.

15. The facility for voting during the AGM will also be made available. Members present in the AGM through VC/OAVM and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

16. In case of joint holders attending the Meeting and who have not exercised their right to vote by remote e-voting facility, only such joint holder, who is higher in the order of names, shall be entitled to vote by e-voting system at the meeting.

17. Ms. Gayathri R Girish, Company Secretary in Whole-Time Practice (CP No. 9255) has been appointed as a Scrutinizer for conducting the e-voting at the Meeting and remote e-voting process in a fair and transparent manner.

18. The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes casted by electronic voting at the AGM, thereafter unblock the votes casted through remote e-voting in the manner provided in the Rules and make, not later than 3 days of conclusion of the Meeting, consolidated Scrutinizer's Report of remote e-voting and voting by electronic means at the Meeting, of the total votes casted in favour or against, if any, to the Chairman of the Meeting and the Chairman or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.trendelectronics.in and on the website of NSDL at www.nsdl.co.in, immediately after the results are declared by the Chairman.

19. The Voting Rights will be reckoned on the paid-up value of shares registered in the name of Shareholders on the cut-off date/entitlement date for identifying the Shareholders entitled to participate in voting through Remote E-voting Mode or electronic voting at the Meeting.

20. In accordance with Section 125 of the Companies Act, 2013 and Rule 3 of Rules Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account has been transferred to the Investor Education and Protection Fund ("IEPF") except for the dividend declared on 29th June, 2011 which the company is in the process of completing.

    In the event of transfer of equity shares and the unclaimed dividends to IEPF, Members shall be entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

21. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the securities of the listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, the members of the Company who are holding shares in physical form are requested to consider converting their physical holdings into dematerialised form. The members can contact the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Transfer Agent of the Company, for such conversion.

22. The equity shares of the Company are currently suspended. However, your Company has established connectivity with both the depositories i.e. NSDL and CDSL. Taking into consideration the enormous advantages offered by the Depository System, members are requested to avail the facility of dematerialization of the Company's shares on either of the depositories, as aforesaid.

23. The relevant documents referred to in the accompanying notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. Monday, 13th September, 2021. Members seeking to inspect such documents can send an e-mail to secretarial.trendelectronics@gmail.com.

24. Members desiring any information as regards to the Financial Statements/ Directors' Report are requested to write to the Company at an early date so as to enable the Management to reply at the Meeting.

25. Members may address their queries/ communications at secretarial.trendelectronics@gmail.com.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE ANNUAL GENERAL MEETING

The remote e-voting period begins on Friday, 10th September, 2021 at 9.00 A.M. and ends on Sunday, 12th September, 2021 till 5.00 P.M., both days inclusive. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 8th September, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 8th September, 2021.

WAY TO VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM

The way to vote electronically on NSDL e-voting system consists of "Two Steps" as mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM:

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to 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 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services 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. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user 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 to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your e-mail ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .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 .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered.**

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 etc.

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.

STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM:

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. 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 Company by e-mail to secretarial.trendelectronics@gmail.com with a copy marked to evoting@nsdl.co.in.

2. 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.

3. 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 download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by e-mail to secretarial.trendelectronics@gmail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to secretarial.trendelectronics@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above **for Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, e-mail id, mobile number at secretarial.trendelectronics@gmail.com. If any shareholder wants to speak, they can register as a speaker shareholder at least 48 hours before the AGM by writing to secretarial.trendelectronics@gmail.com. so as to enable the Company to facilitate the access for the same.

6. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Wednesday, 8th September, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/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" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e.8th September, 2021 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system". In case you have any grievance connected with facility for voting you may contact the Chief Financial Officer by sending an email to secretarial.trendelectronics@gmail.com. Members may also call on +91 73870 54520 or send a request to the Company by writing to Trend Electronics Limited at secretarial.trendelectronics@gmail.com.

For **TREND ELECTRONICS LIMITED**
(A Company under Corporate Insolvency
Resolution Process by NCLT order
dated 25th September, 2018)

Divyesh Desai
Resolution Professional
(Registration No. IBBI/IPA-001/IP-P00169/2017-18/10338)

Place: Mumbai
Date: 12th August, 2021

A STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 4

As stated hereinabove, the Company is into corporate insolvency resolution process and the Resolution Professional has been finding it difficult to identify the external people to comply with the requirement(s) of the Companies Act, 2013 with regards to minimum of 3 directors on the Board of the Company. Accordingly, in order to remain compliant, Mr. Rajendra Shende (DIN:09206528), was appointed as an Additional Director and designated as a Whole-Time Director on 26th July, 2021, for a period of one year i.e,. from 26th July, 2021 to 25th July, 2022, based on the recommendation of the Resolution Professional. As an additional director, he holds the office of Director up to the date of ensuing Annual General Meeting of the Company.

Mr. Rajendra Shende has been associated with the Company for over a decade and has vast experience in various fields like Administration and Management.

Further, the Company has received a Notice in writing as prescribed under Section 160(1) of the Companies Act, 2013, from a member, expressing its intention to propose candidature of Mr. Rajendra Shende (DIN: 09206528). The remuneration payable to Mr. Rajendra Shende shall be in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. Mr. Rajendra Shende (DIN: 09206528) is neither disqualified from being appointed as a Director in terms of Section 164 of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The resolution seeks the approval of the Members of the Company for the appointment of Mr. Rajendra Shende as a Whole-Time Director of the Company for a period effective from 26th July, 2021 to 25th July, 2022, pursuant to the provisions of Sections 152, 196, 197, 198 and 203 of the Act, read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder.

A brief profile of Mr. Rajendra Shende, seeking appointment at the ensuing Annual General Meeting under Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is appended to the Notice.

All the relevant documents in connection with the appointment of Mr. Rajendra Shende are available for inspection without any fee by the Members at the Company's Registered Office during normal business hours on all working days.

None of the Directors/Key Managerial Personnel of the Company/ their relatives/Resolution Professional are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Resolution Professional recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members.

Item No. 5

As stated hereinabove, the Company is into corporate insolvency resolution process and the Resolution Professional has been finding it difficult to identify the external people to comply with the requirement(s) of the Companies Act, 2013 with regards to minimum of 3 directors on the Board of the Company. Accordingly, in order to remain compliant, Mr. Umakant Bhangale (DIN: 09210697), was appointed as an Additional Director and designated as a Whole-Time Director on 26th July, 2021, based on the recommendation of the Resolution Professional. He holds the office of Director up to the date of ensuing Annual General Meeting.

Mr. Umakant Bhangale is an Engineering Graduate having over 3 decades of experience in the field of engineering technology.

Further, the Company has received a Notice in writing as prescribed under Section 160(1) of the Companies Act, 2013, from a member, expressing its intention to propose candidature of Mr. Umakant

Bhangale (DIN: 09210697), to the office of Director of the Company for a period effective from 26th July, 2021 to 25th July, 2022.

The remuneration payable to Mr. Umakant Bhangale (DIN: 09210697), shall be in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013. Mr. Umakant Bhangale (DIN:09210697), is neither disqualified from being appointed as a Director in terms of Section 164 of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The resolution seeks the approval of the Members of the Company for the appointment of Mr. Umakant Bhangale (DIN: 09210697), as a Whole-Time Director of the Company for a period effective from 26th July, 2021 to 25th July, 2022, pursuant to the provisions of Sections 152, 196, 197, 198 and 203 of the Act, read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder.

A brief profile of Mr. Umakant Bhangale, seeking appointment at the ensuing Annual General Meeting under Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is appended to the Notice.

All the relevant documents in connection with the appointment of Mr. Umakant Bhangale are available for inspection without any fee by the Members at the Company's Registered Office during normal business hours on all working days.

None of the Directors/Key Managerial Personnel of the Company/ their relatives/Resolution Professional are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Resolution Professional recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

BRIEF PROFILE OF THE DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT/ CONFIRMATION AT THE ENSUING ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36(3) OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 READ WITH SECRETARIAL STANDARD 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

PARTICULARS	PROFILE OF THE DIRECTORS		
Name of the Director	Mrs. Smita Dharm	Mr. Rajendra Shende	Mr. Umakant Bhangale
DIN	07144712	09206528	09210697
Date of Birth	27/11/1970	06/10/1973	17/06/1966
Age (in years)	48 Years	47 Years	55 Years
Educational Qualification	Graduate	M.Sc	BE (Electronics)
Date of Appointment	31st March, 2015	26th July, 2021	26th July, 2021
Category of the Director	Professional – Non Executive	Executive, Whole – Time Director	Executive, Whole – Time Director
Terms and Conditions of Appointment or Re-appointment along-with the details of remuneration sought to be paid	Mrs. Smita Dharm is Professional Non-Executive Director, liable to retire by rotation and shall not draw any remuneration and shall be eligible for sitting fees for attending the meetings of the Board and Committees of the Board of Directors of the Company as and when held as per the Articles of Association of the Company. Mrs. Smita Dharm shall perform such functions and duties as provided in the Companies Act, 2013 and the Rules made there under.	Mr. Rajendra Shende is designated as a Whole-Time Director and shall be eligible for remuneration not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 Mr. Rajendra Shende shall perform such functions and duties as provided in the Companies Act, 2013 and the Rules made there under.	Mr. Umakant Bhangale is designated as a Whole-Time Director and shall be eligible for remuneration not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013. Mr. Umakant Bhangale shall perform such functions and duties as provided in the Companies Act, 2013 and the Rules made there under.
Remuneration last drawn, if any	NIL	N.A	N.A
No. of Board Meetings attended during the year	NIL	N.A	N.A
Area of expertise/senior position held/work experience	She has more than a decade of experience in various fields like Administration and Management	He has been associated with the Company for over a decade and has vast experience in the fields of Administration and Management.	He is an Engineering Graduate and has over three decades of experience in the field of technology
Names of other directorships in Public Limited Companies in which the Director holds directorship	NIL	NIL	NIL
Names of the other Committees in which Chairman*	NIL	NIL	NIL
Names of other Committees in which Member*	NIL	NIL	NIL
Number of Shares held	NIL	NIL	NIL
Relationships between Directors, Key Managerial Personnel and Mangers of the Company	NIL	NIL	NIL

*Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of public limited companies.