



35th ANNUAL REPORT

2018-2019

CORPORATE PROFILE

Board of Directors

Mr. BASKARAN SATHYA PRAKASH DIN: 01786634	-	Managing Director
Mrs. PURUSHOTHAM PREETHA DIN: 07791399	-	Non-Executive Director
Mr. JAYARAM KUMAR DIN: 08006103	-	Independent Director
Mr. RAJI DIN: 07302320	-	Independent Director

Key Managerial Personnel

Mrs. MANIVAKKAM SUNDARAMURTHY BHUVANA - Company Secretary

Statutory Auditors

M/s. LSSM & CO
No 838, 4&6, 89th Street, 13 Sector,
K.K Nagar,
Chennai-600078.

Secretarial Auditor

H P N & ASSOCIATES
Company Secretaries
No. 23/18 Zackria Colony 3rd St
Choolaimedu
Chennai 600 094.

Registrar and Transfer Agent

M/s. PurvaSharegistry (India) Pvt. Ltd.
No-9, Shiv Shakti Industrial Estate,
Ground Floor, J. R. Boricha Marg,
Opp. Kasturba Hospital, Lower Parel,
Mumbai - 400 011
(T) (91)- 022-2301 6761 / 2301 8261
(F) (91)- 022-2301 2517
Email: purvashr@mtnl.net.in

Bankers

HDFC BANK
VIJAYA BANK
CITY UNION BANK

Registered Office

Apex Chamber, 4th Floor, No 20, Theyagaraya
Road Chennai-600017
(T) : 044-4867 9669
Web: www.trivikrama.com
Email: trivikramaindustrieslimited@gmail.com

Annual General Meeting

Day : Thursday
Date : 30.09.2019
Time : 03:00 P.M.
Venue : Apex Chamber, 4th Floor,
No 20, Theyagaraya Road
Chennai-600017

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ADDENDUM TO NOTICE OF 35TH ANNUAL GENERAL MEETING

Addendum to notice dated 11th September 2019 convening the 35th Annual General Meeting of the members of Trivikrama Industries Limited will be held on Monday, 30th day of September, 2019 at 03:00 p.m. at Apex Chamber, 4th floor, no 20, Theyagaraya Road Chennai-600017

Addendum is hereby given that the Note No:4 of the “Important Notes” shall be removed and thereby the book closure of register of members and share transfer books is hereby withdrawn.

**By order of the Board of Directors
For Trivikrama Industries Limited**

**Baskaran Sathya Prakash
(DIN: 01786634)
Managing Director**

**DATE : 20.09.2019
PLACE : CHENNAI**

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 35TH ANNUAL GENERAL MEETING OF THE MEMBERS OF TRIVIKRAMA INDUSTRIES LIMITED WILL BE HELD ON MONDAY, 30TH DAY OF SEPTEMBER, 2019 AT 03:00 P.M. AT APEX CHAMBER, 4TH FLOOR, NO 20, THEYAGARAYA ROAD CHENNAI-600017 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

Item 1: ADOPTION OF FINANCIAL STATEMENTS:

To Receive, Consider and Adopt:

- A. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
- B. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.

Item 2: RE-APPOINTMENT OF MS. RAJI (DIN: 07302320) RETIREMENT BY ROTATION:

To appoint a Director in place of Mr. Raji, (DIN: 07302320), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

"Resolved that, pursuant to the provisions of Sections 152 and other applicable provisions of the Companies Act, 2013, approval of the members be and is hereby accorded to the re-appointment of Ms. Raji (DIN: 07302320) as a director, to the extent that he is required to retire by rotation."

By order of the Board of Directors
For TRIVIKRAMA INDUSTRIES LIMITED

Sd/-
BASKARAN SATHYA PRAKASH
(DIN: 01786634)
MANAGING DIRECTOR

Date :11.09.2019

Place : Chennai

IMPORTANT NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

Corporate members intending to send their authorized representatives to attend the 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.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at

any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. **Members / proxies** should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.
4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Members holding shares in electronic form are hereby informed that bank particulars against their respective depository account will be used by the company for payment of dividend (declared if any). The company or its Registrars cannot act on any request received directly from the members holding share in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the company.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
9. Copies of the 35th Annual Report is being sent to all the members via the permitted mode.
10. Members may also note that 35th Annual Report will also be available on the Company's website www.trivikrama.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Chennai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: trivikramaindustries@gmail.com.
11. All documents referred to in the accompanying Notice and the explanatory Statement shall be open for inspection at the Registered Office of the company during normal business hours (10.00 am to 6.00 pm) on all working days except Saturdays, up to and including the date of the general meeting of the company.
12. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2019.
14. **Members seeking any information with regard to accounts are requested to write to the undersigned at the Registered Office of the Company, at least 7 days in advance, so as to keep the information ready at the Meeting.**
15. **Additional Information, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, in respect to the Director seeking re-appointment (Retirement by rotation) at the Annual General Meeting is as follow;**

MR. RAJI:

Mr. Raji (DIN: 07302320), aged 45 years, has done his M.B.A (Human Resources). He poses professional experience in the following Key positions of responsibility; Computer Operator, Team Leader, Junior Assistant and Assistant Manager

Mr. Raji does not hold any Equity Shares in M/s. Trivikrama Industries Limited. However, it is brought out here that he is a relative of the Promoter Group of the Company.

No director, key managerial personnel or their relatives, except Mr. Raji, to whom the resolution relates and Mr. Baskaran Sathya Prakash, are interested or concerned in the resolution.

Mr. Raji, does not hold directorship in 1(One) other listed entity - M/s. Onesource Ideas Venture Limited, other than that of M/s. Trivikrama Industries Limited.

13. Voting through electronic means:

In compliance with provision of section 108 of the companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rules, 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their vote electronically in the 35th Annual General Meeting (AGM). The business may be transacted through remote e-voting Services provided by Central Depository Services (India) Limited (CDSL). Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

The process and manner for remote e-voting is as under:

- a. The remote e-voting period commences on Friday, 27th September, 2019 (9.00 a.m. IST.) and ends on Sunday, 29th September, 2019 (5.00 p.m. IST). During this period, members of the Company holding shares in dematerialized form, as on the cut-off date i.e, 23rd September, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- b. The shareholders should log on to the e-voting website www.evotingindia.com.
- c. Click on "Shareholders" tab.
- d. Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- e. Next enter the Image Verification as displayed and Click on Login.
- f. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- g. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form	
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first

	<p>two letters of their name and the 8 digits of the sequence number in the PAN field.</p> <ul style="list-style-type: none"> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (s).

- h. After entering these details appropriately, click on "SUBMIT" tab.
- i. Members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- j. Click on the **EVSN 190912046** for the relevant Company Name i.e. "TRIVIKRAMA INDUSTRIES LIMITED" on which you choose to vote.
- k. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- q. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- r. Note for Institutional Shareholders & Custodians :
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.