

TRF Limited



Details of Voting Results

Sl No	Particulars	Details
1	Date of Annual General Meeting	2-Aug-14
2	Total number of Shareholders as on record date	20271
3	No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group Public Total	 1 53 54
4	No. of Shareholders attended the meeting through Video Conferencing Promoter and Promoter Group Public	Not arranged



Pravastava

TRF Limited

Agenda-wise

Resolution No 1

Adoption of Standalone Financial Statements of the Company for the year ended March 31, 2014 and the report of the Directors and Auditors thereon and also the adoption of Consolidated Financial Statements of the Company for the year ended March 31, 2014 and the report of the Auditors thereon

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[([4]/(2))*10 0	[7]=[([5]/(2))*10 0
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4259	0.08	3635	624	85.35	14.65
Grand Total	11004412	4024083	36.57	4023459	624	99.984	0.016



For Rivastava

Resolution No 2

Re-appointment of M/s Deloitte Haskins & Sells, Chartered Accountants as Auditors to hold office from conclusion of this AGM until the conclusion of next AGM and authorisation to the Board to fix their remuneration

Resolution required :

Ordinary Resolution

Mode of Voting :

E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4259	0.08	4259	0	100.00	0.00
Grand Total	11004412	4024083	36.57	4024083	0	100.000	0.000

Resolution No 3

Appointment of Mr Subodh Kr Bhargava as an Independent Director

Resolution required :

Ordinary Resolution

Mode of Voting :

E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4224	0.08	4148	76	98.20	1.80
Grand Total	11004412	4024048	36.57	4023972	76	99.998	0.002



Prastava

Resolution No 4

Appointment of Mr B. D. Bodhanwala as an Independent Director

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*10 0	[7]=[(5)/(2)]*10 0
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4224	0.08	4148	76	98.20	1.80
Grand Total	11004412	4024048	36.57	4023972	76	99.998	0.002

Resolution No 5

Appointment of Mr Ranaveer Sinha as an Independent Director

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*10 0	[7]=[(5)/(2)]*10 0
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	3724	0.07	3648	76	97.96	2.04
Grand Total	11004412	4023548	36.56	4023472	76	99.998	0.002


Sp. Rivantava

Resolution No 6

Appointment of Mr R. V. Raghavan as an Independent Director

Resolution required :

Ordinary Resolution

Mode of Voting :

E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4199	0.08	4123	76	98.19	1.81
Grand Total	11004412	4024023	36.57	4023947	76	99.998	0.002

Resolution No 7

Appointment of Mr Dipankar Chatterji as an Independent Director

Resolution required :

Ordinary Resolution

Mode of Voting :

E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4224	0.08	4148	76	98.20	1.80
Grand Total	11004412	4024048	36.57	4023972	76	99.998	0.002



Rivastava

Resolution No 8

Appointment of Mr Prasad. R. Menon as a director liable to retire by rotation

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	3499	0.07	3423	76	97.83	2.17
Grand Total	11004412	4023323	36.56	4023247	76	99.998	0.002

Resolution No 9

Authorisation to the Board under section 180(1)(c) to borrow monies upto Rs 200 crore

Resolution required : Special Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4024	0.08	3274	750	81.36	18.64
Grand Total	11004412	4023848	36.57	4023098	750	99.981	0.019



Rivastava

Resolution No 10

Authorisation to the Board under section 180(1)(a) to create charges for the borrowings upto Rs 200 crore

Resolution required : Special Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	3999	0.08	3249	750	81.25	18.75
Grand Total	11004412	4023823	36.57	4023073	750	99.981	0.019

Resolution No 11

Authorisation to the Board under section 181 to contribute to bonafide charitable and other funds upto the limit prescribed or Rs 15 lakh, whichever is higher

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes-against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4024	0.08	2900	1124	72.07	27.93
Grand Total	11004412	4023848	36.57	4022724	1124	99.972	0.028



Pr. Revastava

Resolution No 12

Approval of remuneration of Cost Auditors M/s Shome & Banerjee for Fy 2014-15

Resolution required :

Ordinary Resolution

Mode of Voting :

E-voting and poll conducted at the meeting

Promoter/Public	No of Shares held	No of Voted polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No of votes- against	% of votes in favour on votes polled	% of Votes against on votes polled
	[1]	[2]	[3] =[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	3774974	3773014	99.95	3773014	0	100.00	0.00
Public-Institutional Holders	1997379	246810	12.36	246810	0	100.00	0.00
Public - Others	5232059	4024	0.08	3938	86	97.86	2.14
Grand Total	11004412	4023848	36.57	4023762	86	99.998	0.002



Sp Revastan



Combined Report of Scrutinizer [E-voting and Physical Poll]

[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
TRF Limited
Reg. Office-11, Station Road,
Burmamines, Jamshedpur- 831007

51st Annual General Meeting of the Equity Shareholders of TRF LIMITED to be held on Saturday, August 02, 2014 at the Auditorium of the Shavak Nanayati Technical Institute (SNTI), 'N' Road, Bistupur, Jamshedpur-831001.

Dear Sir,

I, **Pramod Kumar Singh**, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken and e voting conducted on the below mentioned resolution(s) at the Annual General Meeting of the Equity Shareholders of **TRF Limited**, held on Saturday, August 2, 2014, submit my combined report as under:

a. Item No. 1

To receive, consider and adopt the Standalone Financial Statements and Consolidated Financial Statements of the Company for the year ended March 31, 2014 and the report of the Directors and Auditors thereon (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	4021292	
Polling	22	2167	
Combined	36	4023459	99.984

Pramod

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Polling	1	624	0
Combined	1	624	0.016

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

b. Item No.2

Appointment of Auditor of the Company and to fix their remuneration (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	4021292	
Polling	23	2791	
Combined	37	4024083	100

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Polling	0	0	0
Combined	0	0	0

Aravind

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

c. Item No.3

Appointment of Mr. Subodh Kr. Bhargava (holding DIN 00035672), as an Independent Director wef: August 2, 2014 upto March 29, 2017 (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	4021181	
Polling	23	2791	
Combined	35	4023972	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

Praveen

d. Item No.4

Appointment of Mr. B. D. Bodhanwala (holding DIN 00097326), as an Independent Director wef: August 2, 2014 upto August 1, 2019 (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	4021181	
Polling	23	2791	
Combined	35	4023972	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

e. Item No.5

Appointment of Mr. Ranaveer Sinha (holding DIN 00103398), as an Independent Director wef: August 2, 2014 upto August 1, 2019 (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	11	4020681	
Polling	23	2791	
Combined	34	4023472	99.998

Ranaveer Sinha

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

f. Item No.6

Appointment of Mr. R.V. Raghavan (holding DIN 01754139), as an Independent Director wef: August 2, 2014 upto April 3, 2017 (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	11	4021156	
Polling	23	2791	
Combined	34	4023947	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

Dr. R.V. Raghavan

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

g. Item No.7

Appointment of Mr. Dipanker Chatterji (holding DIN 00031256), as an Independent Director wef: August 2, 2014 upto August 1, 2019 (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	4021181	
Polling	23	2791	
Combined	35	4023972	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

Pramod

h. Item No.8

Appointment of Mr. Prasad R. Menon (DIN: - 00005078) as Non-Independent Director, who is liable to retire by rotation (Ordinary Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	10	4020656	
Polling	22	2591	
Combined	32	4023247	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	76	
Polling	0	0	
Combined	1	76	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

i. Item No.9

To borrow any sum or sums of monies which together with monies already borrowed by the Company exceeding the aggregate of paid-up share capital and free reserves of the Company provided that the total amount so borrowed shall not exceed at any time Rs. 200 crores (Special Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	13	4021257	
Polling	18	1841	
Combined	31	4023098	99.981

Prasad R. Menon

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	
Polling	4	750	
Combined	4	750	0.019

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

j. Item No.10

To create such charges, mortgages, and hypothecations in addition to the existing charges, mortgages and hypothecation created by the Company, on such movable and immovable properties, both present and future, not exceeding Rs.200 crores (Special Resolution).

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	4021232	
Polling	18	1841	
Combined	30	4023073	99.981

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	
Polling	4	750	
Combined	4	750	0.019

Aravind

iii. **Invalid votes :**

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

k. **Item No.11**

To contribute to bonafide charitable and other funds not exceeding the limits as set out in section 181 or a sum of Rs 15 lakh, whichever is higher. (Ordinary Resolution).

i. **Voted in favour of the resolution:**

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	4020757	
Polling	21	1967	
Combined	33	4022724	99.972

ii. **Voted against the resolution:**

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	500	
Polling	1	624	
Combined	2	1124	0.028

iii. **Invalid votes :**

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

l. **Item No.12**

Appointment of M/s Shome & Banerjee, Cost auditor of the Company for the financial year ending March 31, 2015 and to fix their remuneration (Ordinary Resolution).

Aravind

i. Voted in favour of the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	11	4021171	
Polling	22	2591	
Combined	33	4023762	99.998

ii. Voted against the resolution:

Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	86	
Polling	0	0	
Combined	2	86	0.002

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Polling	3	288
Combined	3	288

2. The registers, all other papers and relevant records relating to electronic voting and physical mode were sealed and handed over to the company secretary as authorized by the chairman in this behalf.

3. Separate report in respect of electronic voting and physical polling are enclosed.

Thanking you,

Place: Jamshedpur
Dated: 03/08/2014

Yours faithfully,
Pramod Kumar Singh
Practicing Company Secretary
FCS No. 5878, C.P. No. 6019
Pramod Kumar Singh
Practicing Company Secretary
FCS No. 5878, CP No. 6019
[Name and Signature of the Scrutinizer]