



SEC: 152

Date: 12.07.2019

General Manager- Corporate Services
BSE Ltd.
Floor 25, P.J.Towers
Dalal Street,
Mumbai - 400 001

Manager Listing
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra (East), Mumbai - 400 051

General Manager
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001

Scrip Code: 505854(BSE) / TRF (NSE) / 10030045(CSE)

Dear Sir,

Re: Disclosure of Voting Results of the 56th Annual General Meeting of the Company held on July 12, 2019 in terms of Regulation 44(3) and Regulation 30 of the Listing Regulations.

In terms of Regulation 44(3) and Regulation 30 of the Listing Regulations, please find below the details of the voting results of the Annual General Meeting of the Company held on July 12, 2019.

Date of the AGM	July 12, 2019
Total number of shareholding on record dates Cut- off date for E-voting: July 05, 2019	21,585
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	1
Public	46
Total	47

Agenda-wise

Item No.	Details of the Agenda	Resolution required	Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Remarks
1	Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Report of the Board of Directors and Auditors thereon	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority
2	Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Report of the Auditors thereon;	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
3	Re-appointment of Mr. Vinayak Kashinath Deshpande (DIN: 00036827) as a Director of the Company.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority

CIN : L74210JH1962PLC000700

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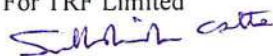
A **TATA** Enterprise

4	Appointment of Mr. Ranganath Raghupathy Rao (DIN: 06725337) as a Director of the Company.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
5	Re-appointment of Mr. Ranaveer Sinha (DIN: 00103398) as an Independent Director of the Company.	Special	E-voting & Poll	The resolution was passed with requisite majority
6	Appointment of Mr. Sumit Shubhadarshan (DIN: 07004155) as a Director of the Company.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
7	Appointment of Mr. Sumit Shubhadarshan (DIN: 07004155) as Managing Director of the Company.	Special	E-voting & Poll	The resolution was passed with requisite majority
8	Winding up of TRF Holdings Pte. Limited (a wholly owned subsidiary in Singapore).	Special	E-voting & Poll	The resolution was passed with requisite majority
9	Ratification of Remuneration of Messrs Shome & Banerjee, Cost Auditors.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format. The combined report of the Scrutinizers is also annexed herewith.

This may be considered as compliance of Regulation 44(3) & Regulation 30 of the Listing Regulations.

Yours faithfully,
For TRF Limited



(Subhashish Datta)
Company Secretary & Compliance Officer

Encl: As above



Annexure I

Format for Voting Results

Date of the AGM	12 th July, 2019
Total number of shareholders on record date	21,585
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 46
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not applicable



Resolution No. 1 – To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 and Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3540	0.0514	3355	185	94.7740	5.2260
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3896	0.0566	3711	185	95.2515	4.7485
Total		11004412	3757171	34.1424	3756986	185	99.9951	0.0049



Resolution No. 2 – To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Report of the Auditors thereon

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3540	0.0514	3355	185	94.7740	5.2260
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3896	0.0566	3711	185	95.2515	4.7485
Total		11004412	3757171	34.1424	3756986	185	99.9951	0.0049



Resolution No. 3 – Re-appointment of Mr. Vinayak Kashinath Deshpande (DIN: 00036827) as a Director of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	3220	300	91.4773	8.5227
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	3576	300	92.2601	7.7399
Total		11004412	3757151	34.1422	3756851	300	99.9920	0.0080



Resolution No. 4 – Appointment of Mr. Ranganath Raghupathy Rao (DIN: 06725337) as a Director of the Company

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	2434	1086	69.1477	30.8523
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	2790	1086	71.9814	28.0186
Total		11004412	3757151	34.1422	3756065	1086	99.9711	0.0289



Resolution No. 5 – Re-appointment of Mr. Ranaveer Sinha (DIN: 00103398) as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	2361	1159	67.0739	32.9261
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	2717	1159	70.0980	29.9020
Total		11004412	3757151	34.1422	3755992	1159	99.9692	0.0308



Resolution No. 6 – Appointment of Mr. Sumit Shubhadarshan (DIN: 07004155) as a Director of the Company.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	3369	151	95.7102	4.2898
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	3725	151	96.1042	3.8958
Total		11004412	3757151	34.1422	3757000	151	99.9960	0.0040



Resolution No. 7 – Appointment of Mr. Sumit Shubhadarshan (DIN: 07004155) as Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	363081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	3219	301	91.4489	8.5511
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	3575	301	92.2343	7.7657
Total		11004412	3757151	34.1422	3756850	301	99.9920	0.0080



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

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3755235	3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3636081	0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	3255	265	92.4716	7.5284
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6886096	3876	0.0563	3611	265	93.1631	6.8369
Total		11004412	3757151	34.1422	3756886	265	99.9929	0.0071



Resolution No. 9 – Ratification of remuneration of Cost Auditors

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes 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	E-Voting	3755235	3753275	99.9478	3753275	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	3755235	0	0	0	0	0	0
	Total		3753275	99.9478	3753275	0	100	0
Public-Institutions	E-Voting	363081	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	363081	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	6886096	3520	0.0511	3235	285	91.9034	8.0966
	Poll		356	0.0052	356	0	100.00	0
	Postal Ballot (if applicable)	6886096	0	0	0	0	0	0
	Total		3520	0.0511	3235	285	91.9034	8.0966
Total		11004412	3756795	34.1390	3756510	285	99.9924	0.0076





P. K. SINGH & ASSOCIATES COMPANY SECRETARIES

Room No. 309/310, 3rd Floor, Vikash Bhawan (AIADA), Main Road, Adityapur, Jamshedpur - 831013.

Phone: 0657-2370699, 2370440, 6201089433 E-mail : pramodkumar.pcs@gmail.com /amexis.09@gmail.com

Combined Report of Scrutinizer [E-voting and Physical Poll at 56th AGM]

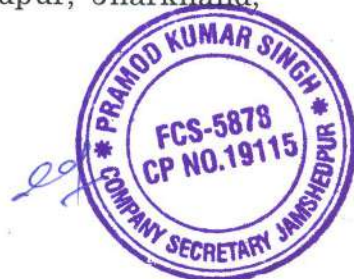
[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
TRF Limited
Reg. Office- 11, Station Road,
Burmamines, Jamshedpur,
Jharkhand – 831007.
ISIN:- INE391D01019

Dear Sir,

Sub: Combined Scrutinizer's Report on Remote e-voting and Physical Poll at 56th Annual General Meeting of the Company pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I, Pramod Kumar Singh, partner of M/s P.K. Singh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of TRF Limited pursuant to Section 108 and 109 of the Companies Act 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize the Physical Poll taken at 56th Annual General Meeting of the Company in respect of the below mentioned resolution passed by the shareholders of TRF Ltd through remote e-voting and Physical Poll taken at 56th Annual General Meeting, held on 12th July, 2019 at 12:30 (IST)pm at Jamshedpur, Jharkhand, India.



The Notice dated 15th April, 2019 along with statement setting out material facts under section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolution passed by shareholders of TRF Ltd. through remote e-voting and Physical Poll at 56th AGM on 12th July, 2019.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided facility of voting by Physical Poll at venue of AGM to the shareholders who do not have access to remote e-voting facility or have not casted the vote through remote E Voting system.

The shareholders of the Company holding shares as on the 'cut off' date 05th July, 2019 were entitled to vote on the resolution as contained in the Notice of AGM and Physical Ballot.

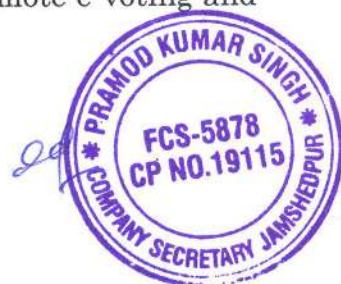
The voting period for remote e-voting commenced on Tuesday, 09th July, 2019 at 09:00 (IST)am and ended on Thursday, 11th July, 2019 at 5:00 (IST)pm and the NSDL e-voting platform was blocked thereafter.

The votes cast under remote e-voting facility were unblocked after closure of Physical Voting at AGM in the presence of two witnesses who are not in the employment of the Company.

The voting period for Physical Poll commenced at the venue of 56th AGM on start of AGM and ended after submission of ballot in sealed box by shareholders who choose to cast the vote physically and did not exercised voting through E- Voting in relation to these resolutions.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot submitted in Box at 56th AGM on 12th July, 2019.

I now submit my combined Report as under on the result of the remote e-voting and physical poll at 56th AGM in respect of the said Resolutions.



a. Item No. 1

Adoption of Audited Standalone Financial Statements

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756630	99.991
Polling	12	356	0.009
Combined	26	3756986	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
Polling	0	0	0
E-voting	03	185	100
Combined	03	185	100

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
Polling	01	02
E-voting	0	0
Combined	01	02



Result: Resolution Passed.

b. Item No.2

Adoption of Audited Consolidated Financial Statements

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756630	99.991
Polling	12	356	0.009
Combined	26	3756986	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
Polling	0	0	0
E-voting	03	185	100
Combined	03	185	100

iii. Invalid votes :

Method of voting	Total number of members (in person or by proxy) whose votes	Total number of votes cast by them
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	were declared invalid	
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

c. Item No.3

Re-appointment of a Director

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

i. Voted in favour of the resolution:

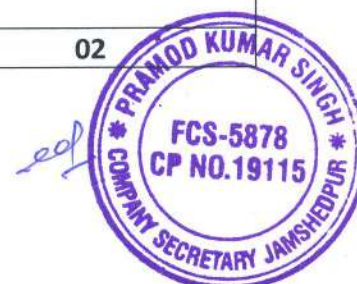
Method of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	3756495	99.991
Polling	12	356	0.009
Combined	24	3756851	100

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
Polling	0	0	0
E-voting	04	300	100
Combined	04	300	100

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
Polling	01	02



E-voting	0	0
Combined	01	02

Result: Resolution Passed.

d. Item No.4

Appointment of Mr. Raghupathy Rao Ranganath as a Director

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

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

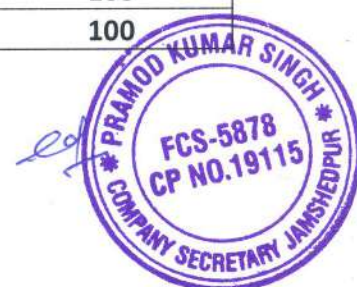
Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3755709	99.991
Polling	12	356	0.991
Combined	23	3756065	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
Polling	0	0	0
E-voting	05	1086	100
Combined	05	1086	100



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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

e. **Item No.5**

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

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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
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E-voting	09	3755636	99.991
Polling	12	356	0.009
Combined	21	3755992	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
Polling	0	0	0
E-voting	07	1159	100
Combined	07	1159	100

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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

f. Item No.6

Appointment of Mr. Sumit Shubhadarshan as a Director

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

“RESOLVED THAT Mr. Sumit Shubhadarshan (DIN: 07004155), who was appointed by the Board of Directors as an Additional Director of the Company effective September 15, 2018 and holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ('Act') and Article 104 of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756644	99.991
Polling	12	356	0.009
Combined	24	3757000	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
Polling	0	0	0
E-voting	04	151	100
Combined	04	151	100

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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

g. Item No.7

Appointment of Mr. Sumit Shubhadarshan as Managing Director

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013, as amended ('Act'), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded to appoint Mr. Sumit Shubhadarshan (DIN: 07004155), as the Managing Director of the Company for the period from September 15, 2018 to September 14, 2021 not liable to retire by rotation, upon



the terms and conditions set out in the Statement annexed to the Notice convening the 56th Annual General Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Act, with liberty to the Board of Directors (the 'Board' which term includes a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said appointment in such manner and as may be agreed to between the Board of Directors and the Managing Director.

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756494	99.991
Polling	12	356	0.001
Combined	23	3756850	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
Polling	0	0	0
E-voting	05	301	100
Combined	05	301	100

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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.



h. Item No.8

Winding up of TRF Holdings Pte. Limited (a wholly owned subsidiary in Singapore)

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

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

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

Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756530	99.991
Polling	12	356	0.001
Combined	25	3756886	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
Polling	0	0	0
E-voting	03	265	100
Combined	03	265	100

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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

i. Item No.9

Ratification of remuneration of Cost Auditors

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

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

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



Listed Equity Share Capital (Face Value of Rs. 10/- each)

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	3756510	99.991
Polling	12	356	0.001
Combined	25	3756866	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
Polling	0	0	0
E-voting	03	285	100
Combined	03	285	100

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
Polling	01	02
E-voting	0	0
Combined	01	02

Result: Resolution Passed.

Note:-

1. The registers, all other papers and relevant records relating to electronic voting and physical mode were sealed and handed over to the Managing Director and Company Secretary as authorized by the chairman in this behalf.



Thanking you,

Place: 12/07/2019
Dated: Jamshedpur

Yours faithfully,
For P.K.Singh & Associates
Signature

Pramod

Pramod Kumar Singh, FCS-5878
C.P No. : 19115
Partner



[Name and Signature of the Scrutinizer]