



TRF LIMITED

Ref : SEC:152

December 24, 2021

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India.

Scrip Code: **505854**

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Maharashtra, India.

Symbol: **TRF**

Dear Madam, Sir,

Sub: Declaration of Voting Results of Postal Ballot

This has reference to our letter dated November 24, 2021, enclosing the Postal Ballot Notice dated November 20, 2021, for seeking approval of the Members of the Company through ordinary resolution, for entering into Material Related Party Transaction(s) with Tata Steel Limited, for availing Inter-Corporate Deposit for an amount upto ₹100 Crore (Rupees One Hundred Crore only) at an interest rate of 9.92% per annum which is at arm's length, for a tenure of 12 months in the ordinary course of business, by way of postal ballot only through remote electronic voting process ("e-voting").

In this regard, please find enclosed the following:

1. Voting results of the said Postal Ballot through remote e-Voting, in relation to the aforesaid business, as required under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') – **Annexure 1**
2. The Scrutinizer's Report dated December 24, 2021, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 – **Annexure 2**

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.trf.co.in and will also be made available on the website of National Securities Depository Limited at www.evoting.nsdl.com.

This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

Thanking you,

Yours faithfully,
TRF Limited

Prasun Banerjee
Company Secretary & Compliance Officer
Membership No. 29791

Encl: As above





Annexure 1

Format for Voting Results

Date of Declaration of Postal Ballot	Resolution passed through Postal Ballot on December 24, 2021
Total number of shareholders on record date (i.e. November 19, 2021)	21,151
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

TRF Limited

A handwritten signature in black ink, appearing to read 'Prasun Banerjee', written over a white background.

Prasun Banerjee

Company Secretary & Compliance Officer
Membership No. 29791





TRF LIMITED

Resolution required: (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes
Description of resolution considered	Approval of material related party transaction(s) with Tata Steel Limited

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	Invalid Votes	% of invalid votes on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100	(8)	(9)=[(8)/(2)]* 100
Promoter and Promoter Group	E-Voting	37,55,235	1960	0.05	0	0	0	0	1960	100.00
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Institutions	E-Voting	2,565	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	72,46,612	35740	0.49	34390	1350	96.22	3.78	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		35740	0.49	34390	1350	96.22	3.78	0	0
Total		1,10,04,412	37700	0.34	34390	1350	91.22	3.58	1960	5.20
Whether resolution is pass or not										Pass

TRF Limited

Prasun Banerjee

Company Secretary & Compliance Officer
Membership No. 29791





P. K. Singh & Associates

(Company Secretaries Firm)

Combined Report of Scrutinizer [E-voting]

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 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: Scrutinizer's Report on Remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Remote e-voting on Postal Ballot, closed on Friday, December 24, 2021 at 5.00 p.m.

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 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amended till date to scrutinize and submit the report on the remote e-voting process on the postal ballot in respect of the below mentioned resolution passed by the shareholders of TRF Limited through remote e-voting on Postal Ballot, closed on Friday, December 24, 2021 at 5.00 p.m.

HO-Room No. -309, 3 rd Floor, Bhawan, Vikas Bhawan, Adityapur	O- 133, Hazara Road, Kolkata-26	2 nd Floor, Vyapaar Lalji- Hirji Road, Ranchi
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Jamshedur- 831013, 0657-2327440,
pramodkumar.pcs@gmail.com



P. K. Singh & Associates

(Company Secretaries Firm)

The Notice dated November 20, 2021 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 Limited through remote e-voting on the Postal Ballot.

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 Shareholders of the Company holding shares as on the 'Cut-off Date' Friday, November 19, 2021 were entitled to vote on the resolution as contained in the Notice of the Postal Ballot. The Postal Ballot was sent through email to Shareholders. The Postal Ballot Notice contained detailed information regarding use of e-voting facilities by the Shareholders.

The voting period for remote e-voting on Postal Ballot commenced on Thursday, November 25, 2021 at 09:00 a.m. (IST) and ended on Friday, December 24, 2021 at 5:00 p.m. (IST). The NSDL e-voting platform was blocked thereafter.

After the closure of the e-voting, the report on voting was generated by the undersigned in the presence of 2 witnesses.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who are not in the employment of the Company.

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.

I now submit my Report as under on the result of the remote e-voting on Postal Ballot in respect of the said Resolution.

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Jamshedur- 831013, 0657-2327440, pramodkumar.pcs@gmail.com		



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Item – 1.

Approval of material related party transaction(s) with Tata Steel Limited

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

“RESOLVED THAT pursuant to Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company’s policy on Related Party transaction(s) and in terms of the Memorandum and Articles of Association of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”), to enter into arrangement(s)/ transaction(s) with Tata Steel Limited, a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, for availing Inter-Corporate Deposit for an amount upto Rs. 100 Crore (Rupees One Hundred Crore only) at an interest rate of 9.92% per annum which is at arm’s length, for a tenure of 12 months in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, agreements and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

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RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to the Managing Director or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorized Representative(s) of the Company, to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved ratified and confirmed in all respect.

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

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

Method of voting	Number of members casted vote	Number of votes cast by them in favour of Resolution	% of total number of valid votes cast
E-voting	104	34390	96.22
Total	104	34390	96.22

ii) Voted **against** the resolution:

Method of voting	Number of members casted vote.	Number of votes cast by them against the resolution	% of total number of valid votes cast
E-voting	5	1350	3.78
Total	5	1350	3.78

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iii) **Invalid** votes :

Method of voting	Total number of members, whose votes were declared invalid	Total number of votes declared invalid by scrutinizer
E-voting	1	1960
Total	1	1960

Vote by Related Party (Promoter Group) - Tata Industries Limited treated as invalid.

RESULT: RESOLUTION PASSED.

Note:-

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

Thanking you,

Yours truly,

For P. K. Singh & Associates



Place: Jamshedpur

Dated: December 24, 2021 at 7.00 P.M.

Pramod Kumar Singh,

FCS: 5878 |C.P No. : 19115

Partner

[Name and Signature of the Scrutinizer]

UDIN- F005878C001912310

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