



TRF LIMITED

Ref : SEC:152

February 2, 2023

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 January 2, 2023 enclosing the Postal Ballot Notice (**'Notice'**), for seeking approval of the Members of TRF Limited (**'the Company'**), on the following resolutions:

1. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as a Director through Ordinary Resolution;
2. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as Managing Director through Special Resolution
3. Appointment of Mr. Sanjib Nanda (DIN: 01045306) as a Director through Ordinary Resolution

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with related Rules, as amended, and the General Circulars issued by the Ministry of Corporate Affairs, from time to time, the Company conducted the Postal Ballot by remote e-voting process as set out in the Notice.

The remote e-voting process concluded yesterday i.e. Wednesday, February 1, 2023, at 5:00 p.m. (IST), post which the Scrutinizer has submitted the report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that, the Members of the Company have duly passed the above Resolutions with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), we are enclosing herewith the details of the voting results (**Annexure A**) and the Report of the Scrutinizer (**Annexure B**)

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at [www.trf.co.in](http://www.trf.co.in) and is also being made available on the website of National Securities Depository Limited at [www.evoting.nsd.com](http://www.evoting.nsd.com)

This is for your information and records.

Yours faithfully,  
**TRF Limited**

**Prasun Banerjee**  
Company Secretary & Compliance Officer  
Membership No. ACS 29791

Encl: As above



TRF LIMITED

Annexure A

**A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF THE LISTING REGULATIONS**

SN	Particulars	Details
1	Date of Postal Ballot Notice	Friday, December 30, 2022
2	Cut-off Date	Friday, December 23, 2022
3	Voting Start Date & Time	Tuesday, January 3, 2023, at 9.00 a.m. (IST)
4	Voting End Date & Time	Wednesday, February 1, 2023, at 5.00 p.m. (IST)
5	Total Number of Shareholders as on the Cut-off Date	24,380
<b>No. of shareholders present in the meeting either in person or through proxy</b>		
6	Promoters and Promoter Group	N.A.
	Public	N.A.
<b>No. of shareholders attended the meeting through Video Conferencing</b>		
7	Promoters and Promoter Group	N.A.
	Public	N.A.

**B. RESULTS OF THE POSTAL BALLOT**

SN	Agenda	Resolution required	Mode of voting	Remarks
1	Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as a Director	Ordinary Resolution	Remote E-voting	Passed with requisite majority
2	Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as Managing Director	Special Resolution		
3	Appointment of Mr. Sanjib Nanda (DIN: 01045306) as a Director	Ordinary Resolution		

**TRF Limited**

**Prasun Banerjee**  
Company Secretary and Compliance Officer  
(ACS:29791)

11 Station Road Burmamines Jamshedpur 831 007 INDIA  
Tel +91 657 2345727 FAX +91 657 2345718 e mail: [comp\\_sec@trf.co.in](mailto:comp_sec@trf.co.in) [www.trf.co.in](http://www.trf.co.in)  
CIN L74210JH1962PLC000700

**A TATA Enterprise**



TRF LIMITED

Resolution required: (Ordinary/Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/ resolution?					No				
Description of resolution considered					1. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as a Director				
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	No. of Votes invalid
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	37,55,235	37,53,275	99.95	37,53,275	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>37,53,275</b>	<b>99.95</b>	<b>37,53,275</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
Public-Institutions	E-Voting	50,497	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	71,98,680	1,57,561	2.19	41,934	1,15,627	26.61	73.39	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>1,57,561</b>	<b>2.19</b>	<b>41,934</b>	<b>1,15,627</b>	<b>26.61</b>	<b>73.39</b>	<b>0</b>
<b>Total</b>	<b>1,10,04,412</b>	<b>39,10,836</b>	<b>35.54</b>	<b>37,95,209</b>	<b>1,15,627</b>	<b>97.04</b>	<b>2.96</b>	<b>0</b>	
Whether resolution is pass or not								Pass	

TRF Limited

Prasun Banerjee

Company Secretary & Compliance Officer  
Membership No. ACS 29791





TRF LIMITED

Resolution required: (Ordinary/Special)				Special					
Whether promoter/promoter group are interested in the agenda/ resolution?				No					
Description of resolution considered				2. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as Managing Director					
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	No. of Votes invalid
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	37,55,235	37,53,275	99.95	37,53,275	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>	<b>37,55,235</b>	<b>37,53,275</b>	<b>99.95</b>	<b>37,53,275</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
Public-Institutions	E-Voting	50,497	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>	<b>50,497</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	71,98,680	1,57,471	2.19	41,844	1,15,627	26.57	73.43	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>	<b>71,98,680</b>	<b>1,57,471</b>	<b>2.19</b>	<b>41,844</b>	<b>1,15,627</b>	<b>26.57</b>	<b>73.43</b>	<b>0</b>
<b>Total</b>		<b>1,10,04,412</b>	<b>39,10,746</b>	<b>35.54</b>	<b>37,95,119</b>	<b>1,15,627</b>	<b>97.04</b>	<b>2.96</b>	<b>0</b>
Whether resolution is pass or not								Pass	

TRF Limited

**Prasun Banerjee**  
 Company Secretary & Compliance Officer  
 Membership No. ACS 29791





TRF LIMITED

Resolution required: (Ordinary/Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/ resolution?					No				
Description of resolution considered					3. Appointment of Mr. Sanjib Nanda (DIN: 01045306) as a Director				
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	No. of Votes invalid
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	37,55,235	37,53,275	99.95	37,53,275	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>37,53,275</b>	<b>99.95</b>	<b>37,53,275</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
Public-Institutions	E-Voting	50,497	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	71,98,680	1,57,471	2.19	41,944	1,15,527	26.64	73.36	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>1,57,471</b>	<b>2.19</b>	<b>41,944</b>	<b>1,15,527</b>	<b>26.64</b>	<b>73.36</b>	<b>0</b>
<b>Total</b>		<b>1,10,04,412</b>	<b>39,10,746</b>	<b>35.54</b>	<b>37,95,219</b>	<b>1,15,527</b>	<b>97.05</b>	<b>2.95</b>	<b>0</b>
Whether resolution is pass or not								Pass	

TRF Limited

**Prasun Banerjee**  
 Company Secretary & Compliance Officer  
 Membership No. ACS 29791





To,  
The Chairman,  
**TRF Limited**  
11, Station Road,  
Burmamines,  
Jamshedpur - 831007

### Report of Scrutinizer

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot process for seeking the approval of members by way of ordinary and special resolution for:

1. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as a Director.
2. Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as Managing Director.
3. Appointment of Mr. Sanjib Nanda (DIN: 01045306) as a Director.

pursuant to the Postal Ballot Notice dated December 30, 2022, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Postal Ballot Notice dated December 30, 2022 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode only to those Members whose e-mail addresses were registered with the Company /Depositories.

The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its Members.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, December 23, 2022 were entitled to vote on the resolutions as contained in the Notice.

Contd....2

**Continuation Sheet**

The remote e-voting period commenced from Tuesday, January 3, 2023 at 09:00 a.m. (IST) and ended on Wednesday, February 1, 2023 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Ordinary and Special resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Ordinary and Special Resolution as under:

**Resolution 1: Ordinary Resolution**

**Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as a Director.**

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
148	37,95,209	97.04

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
37	1,15,627	2.96

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

**Resolution 2: Special Resolution****Appointment of Mr. Umesh Kumar Singh (DIN: 08708676) as Managing Director.**(iv) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
147	37,95,119	97.04

(v) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
37	1,15,627	2.96

(vi) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL



**Resolution 3: Ordinary Resolution****Appointment of Mr. Sanjib Nanda (DIN: 01045306) as a Director.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
148	37,95,219	97.05

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
36	1,15,527	2.95

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Signature: **P N Parikh**

Name: P. N. Parikh  
Scrutinizer  
FCS: 327 CP: 1228  
UDIN: F000327D003089226

Digitally signed by P N Parikh  
DN: cn=P, o=Personal,  
postalCode=400104, st=Maharashtra,  
2.5.4.20=02a59473a64d87ecbdf6e9a8  
e3ad70b06b16d5d30bb138b26dccc8c  
4b693f8ed1,  
serialNumber=e6a5dffe9f9f1e9732378  
e198497c9be1a9a543aafae294fe7c9  
8b0c5e69c2fc, cn=P N Parikh  
Date: 2023.02.01 21:22:37 +05'30'

Dated: February 01, 2023

Place: Mumbai

**Countersigned by:**

For TRF LIMITED

COMPANY SECRETARY