

NOTICE

NOTICE is hereby given that the **SIXTY NINTH ANNUAL GENERAL MEETING** of **TRENT LIMITED** will be held on Thursday, 22nd July 2021 at 10.45 a.m. (IST) through Video Conferencing/ Other Audio-Visual Means to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the Report of the Auditors thereon.
3. To declare dividend on Equity Shares for the financial year ended 31st March 2021.
4. To appoint a director in place of Mr. P. Venkatesalu (DIN: 02190892), who retires by rotation, and being eligible, offers himself for re-appointment.

Special Business

5. **Appointment of Mr. Jayesh Merchant (DIN: 00555052) as an Independent Director of the Company**

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

“RESOLVED THAT Mr. Jayesh Merchant (DIN: 00555052) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 7th August 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (‘Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], but 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(1) of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of

the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended from time to time, appointment of Mr. Jayesh Merchant, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing from 7th August 2020 to 6th August 2025, be and is hereby approved.”

6. **Appointment of Ms. Susanne Given (DIN: 08930604) as an Independent Director of the Company**

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

“RESOLVED THAT Ms. Susanne Given (DIN: 08930604) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 17th November 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (‘Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], but 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(1) of the Act, proposing her candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, as amended from time to time, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), appointment of Ms. Susanne Given, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing from 17th November 2020 to 16th November 2025, be and is hereby approved.”

7. Payment of Minimum Remuneration to Mr. P. Venkatesalu (DIN: 02190892), Executive Director (Finance) and Chief Financial Officer for FY 2020-21

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

"RESOLVED THAT pursuant to the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and the Ordinary Resolution passed by the Members at the Annual General Meeting of the Company held on 9th August, 2018, the Members do hereby approve and / or ratify and confirm the remuneration of ₹ 2,14,87,552/- paid/ payable to Mr. P. Venkatesalu (DIN: 02190892), Executive Director (Finance) and Chief Financial Officer for FY 2020-21 as Minimum Remuneration as per the terms of his appointment and remuneration contained in his agreement, being the amount in excess of the limits prescribed under the provisions of Section 197 read with Schedule V of the Act in view of inadequate profits for FY 2020-21 and to waive recovery of the above mentioned sum from him, to the extent it exceeds the statutory limit laid down under the Act and also approve the consequential retention thereof by him.

RESOLVED FURTHER THAT the Board of Directors or a Committee, be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

8. Payment of Minimum Remuneration to Mr. P. Venkatesalu (DIN: 02190892), Executive Director (Finance) and Chief Financial Officer, in case of no/ inadequacy of profits during the FY 2021-22

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

"RESOLVED THAT pursuant to the provisions of Section 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and the Ordinary Resolution passed by the Members at the Annual General Meeting of the Company held on 9th August, 2018 ('the said Resolution of 2018'), the Members

do hereby accord their approval to pay remuneration to Mr. P. Venkatesalu (DIN: 02190892), Executive Director (Finance) and Chief Financial Officer as approved by the Members in the said Resolution of 2018 (referred in the annexed Explanatory Statement) as 'Minimum Remuneration', in case of no/ inadequacy of profits for FY 2021-22.

RESOLVED FURTHER THAT the Board of Directors or a Committee be and is hereby, authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

9. Payment of remuneration to Non-Executive Directors of the Company for FY 2020-21

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

"RESOLVED THAT pursuant to the provisions of Sections 197, 149 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') [including any statutory amendment, modification or re-enactment thereof for the time being in force], the rules, regulations, directions and notifications issued/ framed thereunder and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and basis the recommendation of the Nomination and Remuneration Committee and approval by the Board of Directors of the Company, the Members do hereby approve payment of remuneration to Non-Executive Directors (including Independent Directors) of the Company, in accordance with the limits prescribed under Schedule V to the Act and the same be paid to and distributed amongst the eligible Non-Executive Directors (including Independent Directors) of the Company in such amounts or proportions and in such manner as may be directed by the Board of Directors of the Company, upto an amount not exceeding ₹ 40,00,000/- for FY 2020-21 (as detailed in explanatory statement) in view of inadequate profits for FY 2020-21."

10. Change in place of keeping Registers and Records

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

"RESOLVED THAT in supersession of all Resolutions passed earlier in this regard and pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force],

consent of the Company be and is hereby accorded to keep the Registers and Indexes of Members and Debenture Holders and copies of all Annual Returns under Section 92 of the Act together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required at the Registered Office of the Company at Bombay House, 24 Homi Mody Street, Mumbai 400 001 and/ or at the Company's Corporate Office at Trent House, G-Block, Plot No. C-60, Besides Citi Bank, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 and/ or at the office of TSR Darashaw Consultants Private Limited, Registrars and Share Transfer Agents of the Company at C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai 400083."

NOTES:

- i. In view of the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 20/ 2020 dated 5th May 2020 and 02/ 2021 dated 13th January 2021 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its Circulars nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 ('SEBI Circulars') has also granted certain relaxations. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM will be Registered Office of the Company.
- ii. The relative Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item Nos. 5 to 10 set out above and details under Regulations 26(4) and 36(3) of the Listing Regulations and Paragraph 1.2.5 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/ re-appointment/ remuneration at the AGM are annexed hereto.
- iii. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Since this AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map for the AGM are not annexed to this Notice.
- iv. Institutional Members are encouraged to attend and vote at this AGM through VC/OAVM. Institutional/ Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM or to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to trentlimitedscrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in.
- v. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- vi. As per the provisions of Clause 3.A.III. of the General Circular No. 20/ 2020 dated 5th May 2020 issued by MCA, the matter of Special Business as appearing at Item Nos. 5 to 10 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
- vii. The Members can join the AGM in the VC/ OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on National Securities Depository Limited's ('NSDL') e-voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first-come-first-served basis as per the MCA Circulars. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. shall be allowed to attend the meeting without restriction on account of first-come-first-served principle.
- viii. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website at www.trentlimited.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com
- ix. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

x. The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, 13th July 2021 to Thursday, 15th July 2021 (both days inclusive) for the purpose of AGM and for determining the names of members eligible for dividend on equity shares, if declared at the AGM. If the dividend on equity shares, as recommended by the Board of Directors, is approved at the AGM, such dividend will be paid, subject to deduction of tax at source, as applicable, on or after Wednesday, 28th July 2021 as under:

- a. To all Beneficial Owners in respect of shares held in dematerialized form as per details furnished by the depositories for this purpose, as of the close of business hours on Monday, 12th July 2021;
- b. To all Members in respect of shares held in physical form after giving effect to valid requests for transmission/ transposition lodged with the Company, as of the close of business hours on Monday, 12th July 2021.

xi. Pursuant to the Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. 1st April 2020 and the Company is required to deduct tax at source ('TDS') from dividend paid to shareholders at prescribed rates mentioned in the Income Tax Act, 1961 ('IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential Status, Permanent Account Number ('PAN'), category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company and/ or Registrar and Transfer Agent of the Company, TSR Darashaw Consultants Private Limited ('TSRDCPL') by sending documents through e-mail by Wednesday, 30th June 2021. For detailed process, please click here: ['Communication on Tax Deduction on Dividend'](#).

xii. Payment of dividend through electronic mode has the following advantages:

- Shareholder need not make frequent visits to his bank for depositing the physical warrants;
- Prompt credit to the bank account of the shareholder through electronic clearing;
- Fraudulent encashment of warrant is avoided;
- Delays/ loss in postal transit is avoided.

Shareholders may please note that under instruction from SEBI, furnishing of bank particulars by the shareholders has also become mandatory.

As per SEBI circular dated 20th April 2018, the Company through TSRDCPL had sent letters in July 2018, September 2018, October 2018 and October 2019, to those physical shareholders whose PAN and/ or Bank account details were not available.

Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to send a scanned copy of the following details/documents at csg-unit@tcplindia.co.in latest by Wednesday, 30th June 2021:

- a. a signed request letter mentioning your name, folio number, complete address and following details relating to bank account in which the dividend is to be received
 - i) Name and Branch of Bank and Bank Account type;
 - ii) Bank Account Number and type allotted by your bank after implementation of Core Banking Solutions;
 - iii) 11 digit IFSC Code
- b. self-attested scanned copy of cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c. self-attested scanned copy of the PAN Card; and
- d. self-attested scanned copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective Depository Participants.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

xiii. The Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Members.

xiv. Benefits of Dematerialization:

Shares held in dematerialized form have several advantages like immediate transfer of shares, faster settlement cycle, faster disbursement of non-cash corporate benefits like rights, etc., lower brokerage, ease in portfolio monitoring, etc. Besides risks associated with physical certificates such as fake certificates, bad deliveries, loss of certificates in transit, get eliminated. Since there are several benefits arising from dematerialization, we sincerely urge you to dematerialize your shares at the earliest, if you are still holding the shares in physical form.

As per Regulation 40 of the Listing Regulations, as amended, securities of listed entities can be transferred

only in dematerialised form, with effect from 1st April 2019, except in case of request received for transmission or transposition of securities.

- xv. Shareholders who have not yet encashed their dividend warrant(s) for the financial year ended 31st March 2014 or any subsequent financial years, are requested to make their claim to TSRDCPL.

Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividends remain unclaimed for seven consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their dividends from the Company, within the stipulated timeline. Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form IEPF-5 available on www.iepf.gov.in. For further details, please refer to Corporate Governance Report which is a part of the Annual Report.

The Company has uploaded the information in respect of unclaimed dividends, as on the date of last AGM i.e. 6th August 2020 on the website of the Company www.trentlimited.com.

- xvi. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name and email address, etc., to their Depository Participants only and not to Company's Registrar and Transfer Agent, TSRDCPL. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and TSRDCPL to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to TSRDCPL.

SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their respective Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to TSRDCPL.

- xvii. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form is available for download on the Company's website at www.trentlimited.com. Members are requested to submit the said form to

TSRDCPL at csg-unit@tcplindia.co.in in case the shares are held in physical form and Members holding shares in electronic form are requested to contact their respective Depository Participants for the same.

- xviii. Updation of Members' Details:

The format of the Register of Members prescribed by the MCA under the Act requires the Company/ Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend, etc. A form for capturing the additional details is appended herewith. Members holding shares in physical form are requested to submit the filled in form to the Company at investor.relations@trent-tata.com or to TSRDCPL in physical mode, or in electronic mode at csg-unit@tcplindia.co.in, as per instructions mentioned in the form. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

- xix. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to TSRDCPL, the details of such folios together with the share certificates and self-attested copies of PAN card of the holders for consolidating their holding in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

- xx. The relevant documents referred to in the Notice are available for inspection and the Members who wish to inspect the same can send an email to investor.relations@trent-tata.com up to date of this Meeting.

- xxi. During the 69th AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, by sending an email to investor.relations@trent-tata.com

- xxii. Process for registering e-mail addresses to receive this Notice and Annual Report electronically and cast votes electronically:

- I. Registration of email addresses with TSRDCPL:

The Company has made special arrangements with TSRDCPL for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) whose email address are not registered in their account/ folio and who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/ Depository Participants are required to provide the same to TSRDCPL on or before Thursday, 15th July 2021 (5:00 p.m. IST).

Process to be followed for registration of e-mail address is as follows:

- a) Visit the link: https://tcpl.linkintime.co.in/EmailReg/Email_Register.html
- b) Select the name of the Company from dropdown: Trent Limited
- c) Enter the DP ID & Client ID/ Physical Folio Number, Name of the Member and PAN details. Members holding shares in physical form need to additionally enter one of the share certificate numbers.
- d) Enter Mobile No. and email id and click on Continue button.
- e) System will send OTP on mobile no. and e-mail id.
- f) Upload :
 1. Self-attested copy of PAN card &
 2. Address proof viz Aadhaar Card, passport or front and back side of share certificate in case of Physical folio.
- g) Enter OTP received on mobile no. and e-mail id.
- h) The system will then confirm the e-mail address for receiving this AGM Notice.

After successful submission of the e-mail address, NSDL will e-mail a copy of this AGM Notice and Annual Report for financial year 2020-21 along with the e-voting user ID and password. In case of any queries, Members may write to csg-unit@tcplindia.co.in or evoting@nsdl.co.in

II. Alternatively, those Shareholders who have not registered their email addresses are required to send an email request to evoting@nsdl.co.in along with the following documents for procuring User ID and Password for e-voting for the resolutions set out in this Notice:

- In case shares are held in **physical mode**, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card.
- In case shares are held in **demat mode**, please provide DPID-Client ID (8 digit DPID + 8 digit Client ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained below at Step 1 (I) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

xxiii. Registration of e-mail address permanently with Company/ Depository Participant:

To support 'Green Initiative', Members who have not yet registered their e-mail addresses are requested to register the same with their concerned Depository Participants, in respect of electronic holding and with TSRDCPL, in respect of physical holding, by writing to them at csg-unit@tcplindia.co.in. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their Depository Participants/ TSRDCPL to enable servicing of notices/ documents/ Annual Reports and other communications electronically to their e-mail address in future.

xxiv. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December 2020, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The facility of casting votes by a member using remote e-voting system before the Meeting as well as remote e-voting during the AGM, will be provided by NSDL.

xxv. The remote e-voting period commences on Monday, 19th July 2021 (9.00 a.m. IST) to Wednesday, 21st July 2021 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date i.e. Thursday, 15th July 2021 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently. The voting rights of Members (for voting through remote e-voting before the AGM and remote e-voting during the AGM) shall be in proportion to their shares held in the paid-up equity share capital of the Company as on cut-off date i.e. Thursday, 15th July 2021.

xxvi. Members will be provided with the facility for voting through electronic voting system during the VC/ OAVM at the AGM and Members participating at the AGM, who have not already cast their votes on the Resolutions through remote e-voting and are otherwise not barred from doing so, will be eligible to exercise their right to vote during such proceedings of the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote again.

xxvii. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as remote e-voting during the AGM. Any person who is not a member as on the cut-off date should treat this Notice for information purpose only. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/ she is already registered with NSDL for remote e-Voting then he/ she can use his/ her existing User ID and password for casting the vote.

In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

xxviii. The Chairman shall, at the AGM allow voting by use of remote e-voting system for all those Members who are present during the AGM through VC/ OAVM but have not cast their votes by availing the remote e-voting facility before the AGM. The remote e-voting module

during the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

xxix. Mr. P. N. Parikh (Membership No. FCS 327) or failing him Mr. Mitesh Dhabliwala (Membership No. FCS 8331) or failing him Ms. Sarvari Shah (Membership No. FCS 9697) of M/s. Parikh & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer to scrutinize the remote e-voting before and during the AGM, in a fair and transparent manner.

xxx. The Scrutinizer shall, immediately after the conclusion of remote e-voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and at the AGM) and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

xxxi. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.trentlimited.com and on the website of NSDL www.evoting.nsdl.com immediately after the results are declared and the same shall be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

xxxii. Subject to the receipt of requisite number of votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM i.e. Thursday, 22nd July 2021.

xxxiii. Instructions for Members for remote e-voting and joining the AGM through VC/ OAVM are given below:

A. VOTING THROUGH ELECTRONIC MEANS

Step 1: Access to NSDL e-Voting system

I) Login method for remote e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode

Pursuant to SEBI circular no. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated 9th December 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ Depository Participants in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

Shareholders are advised to update their mobile number and e-mail ID with their Depository Participants in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>A. NSDL IDeAS facility</p> <p>If you are already registered, follow the below steps:</p> <ol style="list-style-type: none"> 1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. 3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. 4. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. 5. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <p>If you are not registered, follow the below steps:</p> <ol style="list-style-type: none"> 1. Option to register is available at https://eservices.nsdl.com. 2. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Please follow steps given in points 1-5 above <p>B. e-voting website of NSDL</p> <ol style="list-style-type: none"> 1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi/ Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/ Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/ Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. 2. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held in demat mode with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held in demat mode with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at 022- 23058738 or 022-23058542-43

II) Login method for remote e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example, if EVEN is 123456 and folio number is 001*** then User ID is 123456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned above for the shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the E-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join AGM on NSDL e-Voting system:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of the Company to cast your vote during the remote e-voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

B. INSTRUCTIONS FOR E-VOTING ON THE DAY OF AGM ARE AS UNDER:

1. The procedure for remote e-voting during the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ Shareholders, who will be present in the AGM through VC/ OAVM facility and have not cast their vote on the Resolutions through remote e-Voting before the Meeting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
3. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

C. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be able to attend the AGM through VC/ OAVM or view the live webcast of the AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for access to NSDL e-Voting system. After successful login, you can see link of "VC/ OAVM" placed under "Join General meeting" menu against the Company name. You are requested to click on VC/ OAVM link placed under Join General Meeting menu. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice.

2. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 69th AGM from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number to reach the Company's e-mail address at investor.relations@trent-tata.com on or before Tuesday, 20th July 2021. Such questions by the Members shall be suitably replied to by the Company.
3. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at investor.relations@trent-tata.com from Friday, 16th July 2021 (9:00 a.m. IST) to Monday, 19th July 2021 (5:00 p.m. IST). **Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM.** The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
4. Members who need assistance before or during the AGM, can contact NSDL/ Mr. Amit Vishal, Senior Manager – NSDL/ Ms. Soni Singh, Assistant Manager - NSDL on evoting@nsdl.co.in/ 1800 1020 990/ 1800 224 430.

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 /1800 224 430 or send a request to Ms. Soni Singh, Assistant Manager - NSDL at evoting@nsdl.co.in

By Order of the Board of Directors

M. M. Surti
Company Secretary
FCS: 4043

Mumbai, 30th April 2021

Registered Office:

Bombay House, 24, Homi Mody Street, Mumbai - 400001

Tel: 022-67008090

E-mail Id - investor.relations@trent-tata.com;

Website - www.trentlimited.com

Corporate Identity Number (CIN): L24240MH1952PLC008951

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ('ACT')

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 5 to 10 in the accompanying Notice dated 30th April 2021.

Item No. 5

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Jayesh Merchant as an Additional Director (Non-Executive) as also an Independent Director, not being liable to retire by rotation, for a term of five years commencing from 7th August 2020 to 6th August 2025, subject to the approval of the Members.

As per Section 161(1) of the Act, Mr. Merchant being an Additional Director, holds office upto the forthcoming Annual General Meeting of the Company to be held on 22nd July 2021 and is eligible to be appointed as a Director of the Company. The Company has received a notice in writing from a Member of the Company in terms of the Section 160(1) of the Act proposing the candidature of Mr. Merchant for the office of a Director of the Company. Mr. Merchant has consented to act as a Director of the Company.

In terms of Section 149 and other applicable provisions of the Act and as per the criteria set out under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mr. Merchant, is eligible to be appointed as an Independent Director of the Company and has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and under the Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, he has declared that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Merchant has further provided a declaration pursuant to Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, affirming that he has successfully registered himself with the Indian Institute of Corporate Affairs (IICA), for inclusion of his name in the Independent Director's data bank and that he shall renew the application for the same, from time to time, till he continue to hold office as Independent Director of the Company.

Mr. Merchant is a member of the Institute of Chartered Accountants of India (ICAI) and the Institute of Company Secretaries of India (ICSI) and has completed his Bachelor of Commerce and Bachelor of Law from University of Mumbai. A detailed work profile of Mr. Merchant reflects that he has a strong professional track record of around 37 years and has held several responsible positions in various reputed companies viz. Asian Paints, UTV Software Communications,

ION Exchange India and Castrol. He last held the position as CFO & Company Secretary of Asian Paints and also President – Industrial JV's of Asian Paints.

In the opinion of the Board, Mr. Merchant fulfills the conditions specified in the Act, Rules and Listing Regulations for appointment as an Independent Director and is independent of the management.

The terms and conditions of appointment of Mr. Merchant would be available for inspection by the Members, by writing an email to the Company at investor.relations@trent-tata.com.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Merchant as an Independent Director is now being placed before the Members in general meeting for their approval.

The Board considers that the proposed appointment of Mr. Merchant as an Independent Director, based on skills, experience & knowledge in diverse areas & performance evaluation, will be in the best interest of the Company.

The Board recommends the resolution as set out at Item No. 5 of the accompanying Notice for the approval by the Members of the Company by way of an Ordinary Resolution.

Mr. Merchant is not related to any other Director or Key Managerial Personnel of the Company. The details of the Director along with a brief resume are given in the Annexure to the Notice.

Except Mr. Merchant and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested, financially or otherwise in the Resolution at Item No. 5 of the Notice.

Item No. 6

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Susanne Given as an Additional Director (Non-Executive) as also an Independent Director, not being liable to retire by rotation, for a term of five years commencing from 17th November 2020 to 16th November 2025, subject to the approval of the Members.

As per Section 161(1) of the Act, Ms. Given being an Additional Director, holds office upto the forthcoming Annual General Meeting of the Company to be held on 22nd July 2021 and is eligible to be appointed as a Director of the Company. The Company has received a notice in writing from a Member of the Company in terms of Section 160(1) of the Act proposing the candidature of Ms. Given for the office of a Director of the Company. Ms. Given has consented to act as a Director of the Company.

In terms of Section 149 and other applicable provisions of the Act and as per the criteria set out under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Ms. Given, is eligible to be appointed as an Independent Director of the Company and has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and under the Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, she has declared that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Given has further provided a declaration pursuant to Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, affirming that she has successfully registered herself with the Indian Institute of Corporate Affairs (IICA), for inclusion of her name in the Independent Director's data bank and that she shall renew the application for the same, from time to time, till she continues to hold office as Independent Director of the Company.

Ms. Given has over 26 years of experience in technology, retail, etc. She has held several responsible positions in various reputed companies viz. House of Fraser-UK, Homebase-UK, Best Blooms-UK, Harrods-UK, TK Maxx-UK, John Lewis Partnership-UK and Supergroup-UK.

In the opinion of the Board, Ms. Given fulfills the conditions specified in the Act, Rules and Listing Regulations for appointment as an Independent Director and is independent of the management.

The terms and conditions of appointment of Ms. Given would be available for inspection by the Members, by writing an email to the Company at investor.relations@trent-tata.com.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Given as an Independent Director is now being placed before the Members in general meeting for their approval.

The Board considers that the proposed appointment of Ms. Given as an Independent Director, based on skills, experience & knowledge in diverse areas & performance evaluation, will be in the best interest of the Company.

The Board recommends the resolution as set out at Item No. 6 of the accompanying Notice for the approval by the Members of the Company by way of an Ordinary Resolution.

Ms. Given is not related to any other Director or Key Managerial Personnel of the Company. The details of the Director along with a brief resume is given in the Annexure to the Notice.

Except Ms. Given and her relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested, financially or otherwise in the Resolution at Item No. 6 of the Notice.

Item Nos. 7 and 8

The Members at the 66th Annual General Meeting (AGM) of the Company held on 9th August 2018 by way of Ordinary Resolution approved the appointment of Mr. P. Venkatesalu as Executive Director (Finance) and Chief Financial Officer of the Company for a tenure of 5 years commencing from 1st June 2018, including the terms of his remuneration as summarised below:

- i) Salary: Upto a maximum of ₹ 9,78,675/- per month;
- ii) Benefits, Perquisites & Allowances including retirement benefits;
- iii) Performance Linked Bonus

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Executive Director (Finance) and Chief Financial Officer, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances and Performance linked bonus as specified above, subject to further approvals as required under Scheduled V of the Act or any modification(s) thereto.

Payment of remuneration to Mr. P. Venkatesalu for the period from 1st June 2018 to 31st March 2020 was well within the statutory limits approved by the Members, the details of which can be referred at Point II.2. of 'The statement containing additional information as required under Schedule V of the Act' under the head 'Past Remuneration'.

Pursuant to the provisions of Section 197 read with Schedule V of the Act, in respect of the payment of managerial remuneration in case of no profits or inadequacy of profits as calculated under Section 198 of the Act, the Company may pay such remuneration over the ceiling limit as specified in Schedule V of the Act, provided the members' approval by way of a Special Resolution has been taken, compliance of disclosure requirements and other conditions stated therein.

Consequently, the payment of Minimum Remuneration would require members' approval, in the event of no/inadequacy of profits i.e. for the period from 1st April 2020 to 31st March 2022. Accordingly, and in conformity and furtherance to the Members' Ordinary Resolution passed at the AGM held on 9th August 2018, the approval of the members is now being sought for:

- payment of Minimum Remuneration to Mr. P. Venkatesalu, Executive Director (Finance) & CFO due to losses for FY 2020-21 and the consequent waiver of recovery of the Minimum Remuneration that is in excess of the prescribed limit as contained in proposed resolution at Item No. 7 of this Notice; and
- payment of Minimum Remuneration to Mr. P. Venkatesalu, Executive Director (Finance) & CFO in case of no/inadequacy of profits during FY 2021-22 as contained in proposed resolution at Item No. 8 of this Notice.

A. In respect of Item No. 7 of the Notice dealing with the payment of Minimum Remuneration to Mr. P. Venkatesalu for FY 2020-21, it is stated that:

The Company recorded loss before tax for FY 2020-21 of ₹ 72.14 Crores on a standalone basis. The loss works out to ₹ 133.97 Crores for FY 2020-21, as calculated under Section 198 of the Act for the payment of Managerial Remuneration as per the provisions of Section 197 read with Schedule V of the Act and the rules thereunder. For details on relevant profits under the Act, please refer to Point no. I (4) of 'The statement containing additional information as required under Schedule V to the Act' under the head 'General Information'.

Pursuant to the provisions of Section 197 read with Schedule V of the Act, in case of no profits or inadequacy of profits calculated under Section 198 of the Act, the Company may pay remuneration in excess of the ceiling limit specified in Schedule V of the Act, subject to the members' approval by way of a Special Resolution, compliance of disclosure requirements and other conditions stated therein. Any sums paid in excess of the said statutory limit become refundable to the Company and until such sums become refundable, they are held in trust for the Company by the director, unless the Company waives recovery of the said amount by way of a Special Resolution passed by the members.

As per the Company's annual business plan for FY 2020-21, the Company was expected to have adequate profits for FY 2020-21. However, FY 2020-21 started with significant economic uncertainty relating to the fallout from Covid-19. The operations of the Company were impacted by various Covid-19 pandemic related measures taken by the governments/ authorities during FY 2020-21. In particular, the national lockdown impacted activities across the economic ecosystem. Covid-19 related fears could continue to impact sentiment leading to lower footfalls over an extended period.

Payment of remuneration to Mr. P. Venkatesalu in view of no/ inadequate profits for FY 2020-21: ₹ 2,14,87,552/- [includes provisions towards Performance linked bonus for FY 2020-21 upto ₹ 51.2 Lakhs]

B. In respect of item no. 8 of the Notice dealing with the payment of Minimum Remuneration to Mr. P. Venkatesalu in case of no/ inadequacy of profits for FY 2021-22, it is stated that:

The operations of the Company have been significantly impacted by the various Covid-19 pandemic related developments starting mid – March 2021. State Governments have initiated measures restricting operations given the substantial surge in cases in recent weeks. The key developments/ measures taken by the Company include:

- a) Temporary closure of stores, offices and warehouses as applicable under the local regulations; Our food stores operated by our JV/ subsidiaries and their offices (to the extent required) and dealing in essentials have continued to operate with significant measures to ensure the safety of colleagues, customers and associates;
- b) In the above backdrop, our revenues from retailing of non-food merchandise have been substantially & adversely impacted. Nevertheless, the business has continued to incur committed expenditures especially with respect to our employees & other expenditures not directly linked to revenues;
- c) Consistent with the measures adopted in Q1 FY 2020-21, we have initiated various actions in the foregoing context to mitigate/ minimize impact of the developments.

The Company remains cautiously optimistic on the medium-term outlook. The empirical play out of recovery in Q3/ Q4 of FY 2020-21 when the pandemic related restrictions eased, together with the vaccination programme are encouraging pointers for the second half of this FY 2021-22. Near term uncertainties notwithstanding, the Company is continuing to focus on key initiatives for our brands and the expansion of our reach through stores and digital platforms. Members' attention is being drawn to the Management Discussion and Analysis section for the various steps being taken to mitigate risks and improve performance. In the foregoing circumstances, as an enabling measure approval is being sought for payment of Managerial Remuneration as per the provisions of Sections 197 and 198, read with Schedule V of the Act, in case there is no/ inadequate profits for FY 2021-22.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION PURSUANT TO SCHEDULE V OF THE ACT

I. GENERAL INFORMATION

1) Nature of Industry:

The Company operates 174 Westside stores across 90 cities in India that offers branded fashion apparel, footwear and accessories for women, men and children, along with a range of home furnishings & decor, 133 Zudio stores (including 19 stores co-located with Star) across 57 cities in India, a value fashion concept that offers fashion at irresistible prices for women, men and children, 6 standalone Landmark stores across 4 cities, a family entertainment concept that offers a curated range of toys, front-list books and sports merchandise and 4 Utsa store across 4 cities, a modern Indian lifestyle destination that offers ethnic apparel, beauty products and accessories.

- 2) Date or expected date of commencement of commercial production:

The Company was incorporated on 5th December 1952.

- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. Not Applicable.
- 4) Financial performance based on given indicators:

(₹ in Crores)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Total Revenue	2251.77	3334.35
Profit/ (Loss) before tax	(72.14)	245.52
Profit/ (Loss) after tax	(51.02)	154.58
Profit/ (Loss) as computed u/s 198 of the Act	(133.97)	153.81

- 5) Foreign investments or collaborations, if any:

The Company has invested US \$ 9,20,000 in its wholly owned subsidiary, Trent Global Holdings Limited, Mauritius as on 31st March 2021.

II. INFORMATION ABOUT THE APPOINTEE

- 1) Background details:

Mr. P. Venkatesalu joined Tata Administrative Services in 2001 and was formerly with Tata Sons Limited (now Tata Sons Pvt. Limited) as a part of the Group Finance team. He joined the Company in 2008 and has been with the Company for 13 years and heads the Finance & Accounts, Legal and Secretarial Functions. He is also responsible for Strategy and Investment activities of the Company. He is a director of many of the subsidiaries and associates and Joint Venture of the Company. Mr. Venkatesalu held the position of Chief Financial Officer of the Company since 2008. He was then appointed as Executive Director (Finance) of the Company since 1st June 2015 to 31st May 2018. He was then re-appointed as Executive Director (Finance) of the Company since 1st June 2018 to 31st May 2023.

- 2) Past remuneration:

(₹ in Crores)

FY 2020-21	FY 2019-20	FY 2018-19
2.15	2.74	2.43

- 3) Recognition/ awards/ membership:

- Member of the Governing Council of Retailers Association of India (RAI)
- Alumni of Harvard Business School (Advanced Management Program – AMP)

- 4) Job profile and his suitability:

Considering the qualifications, excellent background of Mr. P. Venkatesalu and the experience of over 19 years in various functions such as finance & accounts, legal and secretarial, strategy and investments activities, he is well suited for the position of Executive Director (Finance) & CFO of the Company.

- 5) Remuneration proposed:

In accordance with the terms of appointment approved by the members at the 66th AGM held on 9th August 2018, the Company proposes to:

- approve, confirm and ratify payment of Minimum Remuneration to Mr. P. Venkatesalu due to inadequate profits for FY 2020- 21 as elaborated in the proposed resolution at Item No. 7 of the Notice.
- pay Minimum Remuneration to Mr. P. Venkatesalu in case of absence/ inadequacy of profits during FY 2021-22 as elaborated in the proposed resolution at Item No. 8 of the Notice.

- 6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

The remuneration proposed is commensurate with his experience and comparable to the standards in the industry.

- 7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any:

Mr. P. Venkatesalu has no pecuniary relationship with the Company, other than his remuneration and is not related to any managerial personnel or other Director.

III. OTHER INFORMATION

- 1) Reasons of loss or inadequate profits:

Members are requested to refer point no. A & B above in the Explanatory Statement providing reasons for loss/ inadequate profits.

- 2) Steps taken or proposed to be taken for improvement:

The Company is aggressively pursuing its business plans to scale up its retail business by expanding the number of stores across the Country, under multiple banners (including Westside and Zudio). Members' attention is being drawn to the Management Discussion and Analysis section for the various steps being taken to accelerate growth, build long term shareholder value and to mitigate risks.

- 3) Expected increase in productivity and profits in measurable terms:

As the Company continues to invest into accelerating growth across the Country, it is difficult to specify the increases in revenues and profits of the Company in future years, as in the medium term the business plans envisage targeting significant reach & scale and not just profitability. We expect that the strategic direction adopted by the Company would build substantial stakeholder value over the medium to long term.

Taking into consideration the above and the terms of appointment (including payment of Minimum Remuneration) agreed with Mr. P. Venkatesalu as previously approved by the members of the Company at the AGM held on 9th August 2018 and based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors on 30th April 2021 accorded their approvals to the said proposals. The Board recommends the Special Resolutions set out at Item Nos. 7 and 8 of the Notice for approval by the members.

The documents in relation to the aforesaid Items would be available for inspection by the Members, by writing an email to the Company at investor.relations@trent-tata.com

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor.

Mr. P. Venkatesalu is not related to any other Director or Key Managerial Personnel of the Company. The details of the Director along with a brief resume is given in the Annexure to the Notice.

Except for Mr. P. Venkatesalu and/ or his relatives, no other Directors, Key Managerial Personnel, or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the said resolutions.

Item No. 9

Pursuant to the provisions of Section 197 read with Schedule V of the Act, in respect of the payment of remuneration to Directors other than managerial personnel, in case of no profits or inadequacy of profits as calculated under Section 198 of the Act, the Company may pay such remuneration within the ceiling limit as specified in Schedule V of the Act, provided the members' approval by way of an Ordinary Resolution has been taken, compliance of disclosure requirements and other conditions stated therein.

In view of the profits for all these years, commission was being paid by the Company to the Non- Executive Directors ('NEDs').

In view of inadequate profits for FY 2020-21, the Company cannot pay commission to the NEDs as per the Members' Resolution dated 12th August 2016. However, post the amendments notified by the Ministry of Corporate Affairs on 18th March 2021, the Company may now pay a fixed remuneration to its NEDs to incentivize them for their time, contribution, rich experience and critical guidance provided from time to time.

Accordingly, and in terms of the provisions of the Act read with Schedule V and as recommended by Nomination and Remuneration Committee, the Board of Directors on 30th April 2021, subject to the approval of the shareholders, approved the payment of remuneration to the NEDs of the Company upto an amount not exceeding ₹ 40,00,000/- for FY 2020-21. The said amount is recommended inter alia taking into account the financial position of the Company, qualification and experience, past performance, past remuneration and in the best interest of the Company and the shareholders.

The said amount will be distributed amongst eligible NEDs of the Company, subject to the provisions of the Act read with Schedule V and as may be recommended by Nomination and Remuneration Committee and approved by Board of Directors and shall be in addition to the fees payable to the Directors for attending the meetings of the Board or Committees thereof. In line with internal guidelines of the Company, no payment of remuneration will be made to the NEDs of the Company who are in the full-time employment with any other Tata Company. Accordingly, no remuneration will be paid to Mr. N. N. Tata and Mr. H. R. Bhat.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION PURSUANT TO SCHEDULE V OF THE ACT

I. GENERAL INFORMATION

- 1) Nature of Industry:
- 2) Date or expected date of commencement of commercial production:
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.
- 4) Financial performance based on given indicators:
- 5) Foreign investments or collaborations, if any:

Please refer Point I of the statement containing additional information pursuant to Schedule V of the Act, referred in Items Nos. 7 & 8.

II. INFORMATION ABOUT THE APPOINTEE

Particulars	Mr. Bhaskar Bhat	Mr. Bahram Vakil	Ms. Sonia Singh	Mr. Jayesh Merchant	Ms. Susanne Given
Background details	Mr. Bhat has extensive experience and expertise in sales and marketing. He has been associated with Tata's since 1983. Mr. Bhat was superannuated in 2019 as Managing Director of Titan Company Limited. He is also a Director of many eminent companies. He was first appointed on the Board w.e.f. 27 th September 2010.	Mr. Vakil has varied experience of over 37 years in the field of Infrastructure and Project Finance, Banking, Finance and Derivatives, Joint Ventures, Acquisitions, Restructuring of Companies, Corporate Law, Private Equity Funds and Venture Capital. Mr. Vakil is one of the founding Partners of AZB & Partners. He is also a Director of many eminent companies. He was first appointed on the Board w.e.f. 25 th June 2012.	Ms. Singh has an experience of over 30 years in marketing and sales. She has held several responsible positions in various reputed companies. Ms. Singh was first appointed on Board w.e.f. 3 rd March 2015.	Mr. Merchant has a strong professional track record of around 37 years and has held several responsible positions in various reputed companies. He held the last position in Asian Paints as CFO & Company Secretary and President – Industrial JV's. Mr. Merchant was first appointed on the Board w.e.f. 7 th August 2020.	Ms. Given has over 26 years of experience in technology, retail etc. She has held several responsible positions in various reputed companies. She was first appointed on the Board w.e.f. 17 th November 2020.
Past remuneration	<p><u>During FY 2018-19</u></p> <ul style="list-style-type: none"> - Commission for FY 2017-18: NIL - Sitting Fees: ₹ 8.70 Lakhs <p><u>During FY 2019-20</u></p> <ul style="list-style-type: none"> - Commission for FY 2018-19: NIL - Sitting Fees: ₹ 12.15 Lakhs <p><u>During FY 2020-21</u></p> <ul style="list-style-type: none"> - Commission for FY 2019-20: ₹ 5.60 Lakhs - Sitting Fees: ₹ 7.35 Lakhs 	<p><u>During FY 2018-19</u></p> <ul style="list-style-type: none"> - Commission for FY 2017-18: ₹ 16 Lakhs - Sitting Fees: ₹ 12 Lakhs <p><u>During FY 2019-20</u></p> <ul style="list-style-type: none"> - Commission for FY 2018-19: ₹ 13.50 Lakhs- - Sitting Fees: ₹ 12.30 Lakhs <p><u>During FY 2020-21</u></p> <ul style="list-style-type: none"> - Commission for FY 2019-20: ₹ 11.90 Lakhs - Sitting Fees: ₹ 12.30 Lakhs 	<p><u>During FY 2018-19</u></p> <ul style="list-style-type: none"> - Commission for FY 2017-18: ₹ 9 Lakhs - Sitting Fees: ₹ 7.20 Lakhs <p><u>During FY 2019-20</u></p> <ul style="list-style-type: none"> - Commission for FY 2018-19: ₹ 10 Lakhs - Sitting Fees: ₹ 8.40 Lakhs <p><u>During FY 2020-21</u></p> <ul style="list-style-type: none"> - Commission for FY 2019-20: ₹ 8.40 Lakhs - Sitting Fees: ₹ 4.35 Lakhs 	<p><u>During FY 2018-19</u></p> <p>Not Applicable</p> <p><u>During FY 2019-20</u></p> <p>Not Applicable</p> <p><u>During FY 2020-21</u></p> <ul style="list-style-type: none"> - Commission for FY 2019-20: Not Applicable - Sitting Fees: ₹6.30 Lakhs 	<p><u>During FY 2018-19</u></p> <p>Not Applicable</p> <p><u>During FY 2019-20</u></p> <p>Not Applicable</p> <p><u>During FY 2020-21</u></p> <ul style="list-style-type: none"> - Commission for FY 2019-20: Not Applicable - Sitting Fees: ₹1.50 Lakhs
Recognition or awards	Industry stature and representation across several business/ industry forums of repute				
Job profile and his suitability	Considering the qualifications and excellent background of the Directors, they are well suited for the position in the Company.				
Remuneration proposed	Not exceeding ₹ 40 Lakhs in aggregate for FY 2020-21 for all the Directors and not exceeding ₹ 20 Lakhs in case of any one Director. The maximum amount proposed for any one Director as aforesaid, is within the limits prescribed under Schedule V of the Act, including with reference to the relevant Effective Capital of the Company.				
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration proposed is commensurate with the experience and comparable to the standards in the Industry.				
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any	None of the Directors have any pecuniary relationship with the Company, other than their remuneration and are not related to any managerial personnel or other Director.				

III. OTHER INFORMATION

- 1) Reasons of loss or inadequate profits:
- 2) Steps taken or proposed to be taken for improvement:
- 3) Expected increase in productivity and profits in measurable terms:

Please refer Point III of the statement containing additional information pursuant to Schedule V of the Act, referred in Items Nos. 7 & 8.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor.

Taking into consideration the above, the Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the members. Accordingly, members' approval is sought by way of Ordinary Resolution for payment of remuneration to Non- Executive Directors as set out in the said resolution.

Other than Non-Executive Directors of the Company except Mr. N. N. Tata and Mr. H. R. Bhat, and their relatives, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives, is in any way, concerned or interested in the resolution set out at Item No. 9 of the accompanying Notice.

Item No. 10

As required under the provisions of Section 94 the Act, certain documents such as the Registers and Indexes of Members and Debentureholders and certain other registers, certificates, documents etc., are required to be kept at the registered office of the Company. However, these documents can be kept at any other place in India in which more than one-tenth of the total members entered in the register of members reside, if approved by a Special Resolution passed at a general meeting of the Company.

Owing to the shifting of the registered office of TSR Darashaw Consultants Private Limited ('TSRDCPL'), the Registrars and Share Transfer Agents of the Company, the approval of the Members is sought by a Special Resolution for the Registers and Indexes of Members, Debenture holders, Annual Returns and other documents be kept at the Registered Office of the Company and/ or at the other places mentioned in the Resolution.

The time for inspection of documents, by shareholders or such persons as are entitled to such inspection, will be between 11.00 a.m. to 1.00 p.m. on any working day of TSRDCPL or by writing to the Company at investor.relations@trent-tata.com except when the Registers and Books are closed under the provisions of the Act or the Articles of Association of the Company.

The Board recommends the resolution as set out at Item No. 10 of the accompanying Notice for the approval by the Members of the Company by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution set out at Item No. 10 of the Notice.

By Order of the Board of Directors

M. M. Surti
Company Secretary
FCS: 4043

Mumbai, 30th April 2021

Registered Office:

Bombay House, 24, Homi Mody Street, Mumbai - 400001

Tel: 022-67008090

E-mail Id - investor.relations@trent-tata.com;

Website - www.trentlimited.com

Corporate Identity Number (CIN): L24240MH1952PLC008951

Details of the Director seeking appointment/ re-appointment/ remuneration at the Annual General Meeting

[Pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India]

Particulars	Mr. P. Venkatesalu	Mr. Jayesh Merchant	Ms. Susanne Given
Director Identification No. (DIN)	02190892	00555052	08930604
Age	44 years	63 years	57 years
Date of first Appointment	1 st June 2015	7 th August 2020	17 th November 2020
Qualifications	Commerce Graduate, Alumni of Harvard Business School (Advanced Management Program – AMP), Masters in Management from Symbiosis (SIIB) Pune, CFA from the Institute of Chartered Financial Analysts of India (ICFAI)	Bachelor of Commerce, Bachelor of Law, Member of ICAI and ICSI	Danish Gymnasium degree
Expertise in specific functional area	Mr. P. Venkatesalu joined Tata Administrative Services in 2001 and was formerly with Tata Sons Limited as a part of the group finance team. He joined the Company in 2008 and has been with the Company for 13 years and heads the Finance & Accounts, Legal and Secretarial Functions. He is also responsible for strategy and investment activities of the Company. He is also Director of subsidiaries, Joint Venture company and associates of the Company.	Mr. Merchant has a strong professional track record of around 37 years and has held several responsible positions in various reputed companies viz. Asian Paints, UTV Software Communications, ION Exchange India and Castrol. He last held the position as CFO & Company Secretary of Asian Paints and also President – Industrial JV's of Asian Paints.	Ms. Given has over 26 years of experience in technology, retail etc Ms. Given has held several responsible positions in various reputed companies viz. House of Fraser-UK, Homebase-UK, Best Blooms-UK, Harrods-UK, TK Maxx-UK, John Lewis Partnership-UK and Supergroup-UK.
Directorships held in other body corporate as on 31 st March 2021	<ul style="list-style-type: none"> • Trent Hypermarket Private Limited • Inditex Trent Retail India Private Limited • Massimo Dutti India Private Limited • Fiora Business Support Services Limited • Simto Investment Company Limited • Nahar Retail Trading Services Limited • Trent Brands Limited • Fiora Hypermarket Limited • Fiora Online Limited • Booker India Limited • Trent Global Holdings Limited 	<ul style="list-style-type: none"> • Quasar Consolidated Services Private Limited • Bharat Serums and Vaccines Limited • Manjushree Technopack Limited • RA Chem Pharma Limited • ZCL Chemicals Limited • Kotak Mahindra Trustee Company Limited 	<ul style="list-style-type: none"> • Made.com • Hush Homewear Limited • Morrisons Plc. • Tritax Big Box REIT Plc. • Al Tayer Group
Membership/ Chairmanships of committees of other companies as on 31 st March 2021	<ul style="list-style-type: none"> • Trent Hypermarket Private Limited <ul style="list-style-type: none"> - Audit Committee (Member) - Investment & Borrowing Committee (Member) - Corporate Social Responsibility Committee (Member) - Property Committee (Member) • Fiora Online Limited <ul style="list-style-type: none"> - Audit Committee (Chairman) 	<ul style="list-style-type: none"> • Manjushree Technopack Limited <ul style="list-style-type: none"> - Audit Committee (Chairman) - Nomination and Remuneration Committee (Member) • Bharat Serums and Vaccines Limited <ul style="list-style-type: none"> - Audit Committee- (Chairman) - Corporate Social Responsibility Committee (Member) - Risk Management Committee- (Member) • RA Chem Pharma Limited <ul style="list-style-type: none"> - Audit Committee (Chairman) - Corporate Social Responsibility Committee (Member) - Nomination and Remuneration Committee- (Member) • ZCL Chemicals Limited <ul style="list-style-type: none"> - Audit Committee (Member) - Corporate Social Responsibility Committee (Member) - Nomination and Remuneration Committee- (Member) • Kotak Mahindra Trustee Company Limited <ul style="list-style-type: none"> - Corporate Social Responsibility Committee (Member) 	<ul style="list-style-type: none"> • Tritax Big Box REIT Plc <ul style="list-style-type: none"> - Management Engagement Committee (Chairman) • Morrisons Plc. <ul style="list-style-type: none"> - Audit Committee (Member) - Nomination Committee (Member) - Remco (Member) • Al Tayer Insignia- Remco (Chairman)
Relationship with other Directors and Key Managerial Personnel	None	None	None

For other details such as number of meetings attended during the year, number of equity shares held and remuneration drawn by the Directors, please refer to the Corporate Governance Report in the Annual Report.

To,
TSR Darashaw Consultants Private Limited
Unit: Trent Limited
C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai - 400083

Updation of Shareholder Information

I/ We request you to record the following information against our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN:*	
CIN/Registration No.:* (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	MICR: (9 digit)
Bank A/c Type:	Bank A/c No.:*
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/ We understand that the above details shall be maintained by you till I/we hold the securities under the above mentioned Folio No./beneficiary account.

Place:

Date:

Signature of Sole/First holder

