

## **TMF HOLDINGS LIMITED**

Policy for transfer of unclaimed amounts of Non- Convertible Debentures (“NCDs”) and filing of Claims thereof.

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## 1. PURPOSE AND OBJECTIVES:

Securities Exchange Board of India (SEBI) vide its Circular SEBI/HO/DDHS/DDHS-RAC-1/P/CIR/2023/176 dated November 08, 2023 advised that Issuers who have listed Non- Convertible Securities shall lay out *inter-alia* appropriate procedures for specifying the process to be followed by investors for claiming their unclaimed amounts transferred by the Company to Unclaimed account.

### DEFINITIONS:

- i. **Unclaimed Account** means Account opened by the Company in any scheduled bank for transferring any unclaimed amount of Non- convertible securities.
- ii. **IEPF** means the 'Investor Education and Protection Fund' constituted in terms of section 125 of the Companies Act, 2013.
- iii. **Investors** means Debenture holders of the Company.
- iv. **Nodal Officer** means the Company Secretary of the Company.
- v. **Privately placed NCDs** means Non-Convertible Debenture issued by way of private placement which are listed and rated.
- vi. **Unclaimed Amount** includes unclaimed / unpaid maturity amount and/or interests on privately placed NCDs.
- viii **RTA** means Registrar and Share Transfer Agents of the Company.

## 2. INTIMATION TO THE INVESTORS:

The Company shall provide a search facility to its investors to verify if there is any unclaimed amount due to them and lying in the Unclaimed Account of the Company on its website [www.tmf.co.in](http://www.tmf.co.in)

The search criterion may be based on combinations, such as:

1. PAN and Date of birth; or
2. Name and Depository Participant Identification (DP ID)/ Client Identification (Client ID).

Upon such search, the following information shall be visible to the investor:

1.	2	3	4	5
Amount due to the investor on the date of payment (in INR)	Category - interest/ dividend/ redemption amount	Date when amount became due	Amount (in INR) transferred to Escrow Account (including penal interest, if any, for delay in transfer by the listed entity);	Date when unclaimed amount was transferred to Escrow Account

### **3. SUBMISSION OF CLAIM BY THE INVESTORS:**

In case, the name of the investor appears in the details of unclaimed interest/redemption amount, he/she/it may require to submit claim with the RTA of the Company along with below documents as prescribed:

#### **a. In case claim is being submitted by the Investor:**

- Request Letter (Refer annexure A)
- Self-attested KYC documents
- For Institutional Investors constitutional documents and scanned copy (PDF/ JPG Format) of the relevant board resolution/authority letter, etc by Authorized Signatories
- Certified copy of the updated Client Master List (CML) with revised/correct bank details
- Cancelled cheque from the same bank account which is getting reflected in the revised CML
- An indemnity bond (Refer annexure B) on non-judicial stamp paper of Rs. 100/-

The above criteria for submission of claims can be relaxed on case-to-case basis after taking approval from Company Secretary and Chief Legal Officer for the same.

#### **b. In case claim is being submitted by the legal heir/ nominee of the Investor:**

- Request Letter (Refer annexure A)
- Self-attested copy of the PAN Card and Aadhaar Card
- Notarized copy of Death Certificate of the deceased holder
- Certified copy of the updated Client Master List (CML) with revised/correct bank details
- Cancelled cheque from the same bank account which is getting reflected in the revised CML
- An indemnity bond (Refer annexure B) on non-judicial stamp paper of Rs. 100/-
- Individual Affidavits given EACH Legal Heir (Annexure C)

The above criteria for submission of claims can be relaxed on case-to-case basis after taking approval from Company Secretary and Chief Legal Officer for the same.

Above is the indicative list of documents required for processing the unclaimed interest/maturity amount.

#### 4. PROCEDURE FOR SUBMISSION OF CLAIM BY THE INVESTOR

The Investors shall submit the documents as mentioned in Clause no. 3 and such other documents as may be required by the RTA for verification of the claim:

<b>Registrar and Share Transfer Agent:</b>	<b>Link Intime India Private Limited</b> <b>Unit : TMF Holdings Limited</b> C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel.: (022) 49186000  E-mail: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>
<b>Company</b>	<b><u>Nodal Officer:</u></b>  Vinay Lavannis Company Secretary TMF Holdings Limited Building 'A', Second Floor, Lodha I Think Techno Campus, Off. Pokharan Road No. 2, Thane (W) - 400607 Tel.: (022) 61070021 Email: <a href="mailto:vinay.lavannis@tmf.co.in">vinay.lavannis@tmf.co.in</a> Website – <a href="http://www.tmf.co.in">www.tmf.co.in</a>

#### 5. TIMEFRAME FOR SUBMISSION OF CLAIM BY THE INVESTOR AND PROCESSING THE CLAIM THERE OF :

- i. Investor to claim interest / maturity redemption amount within 30 days from the due date of interest / redemption payment, failing which, the Company shall transfer the amount to Unclaimed Account within 7 days from the expiry of said period of 30 days.
- ii. Upon receipt of claim application, the RTA, upon examination, finds it necessary to call for further information or finds such application or document(s) to be defective or incomplete in any respect, it shall intimate the investor, of such need for information or defects or incompleteness, by e-mail or other written communication.
- iii. The RTA shall direct the investor to furnish such information or to rectify such defects or incompleteness or to re-submit such application or document(s) within 30 days from the date of receipt of such communication, failing which the claim may be rejected.
- iv. The RTA shall within 30 days of receipt of a claim application from an investor or complete information as called upon from the investor, advise the Company to remit the payment to the investor from its Unclaimed Account using electronic modes of funds transfer.
- v. Investors will be intimated by the RTA upon processing of the payment.
- vi. Rejection of claim does not debar an investor from filing a fresh claim.

- vii. Mode of communication: E-mail, Short Messaging Service (SMS), through phone in the last available contact number or registered address.

## **6. NODAL OFFICER:**

In order to effectively understand and address Investor's grievances, Nodal Officer has been identified by the Board of Directors of the Company. The Nodal officer shall be the point of contact for the investors for grievances, if any, relating to their claim, SEBI, Stock Exchange(s) and Depositories.

### **Details of Nodal officer:**

Name and designation of Nodal Officer: Mr. Vinay Lavannis, Company Secretary

Email: [vinay.lavannis@tmf.co.in](mailto:vinay.lavannis@tmf.co.in)

Phone No: (022) 61070021

## **7. DISCLOSURE ON THE WEBSITE:**

- i. Display of information w.r.t. unclaimed amounts for Non- Convertible Debentures
- ii. Details of the Nodal Officer
- iii. The cumulative details of the number of claims received, processed, pending, etc.

## **8. TRANSFER TO IEPF:**

The Company having unclaimed amounts in the Unclaimed Account for more than 7 years shall transfer the unclaimed amounts of the investors to IEPF, in compliance with the provisions of the Companies Act, 2013 read with IEPF Rules.

In case of an investor has not claimed interest/redemption amount and which has been transferred to IEPF, the same can be claimed by following the indicative procedure: -

- (a) Any investors whose unclaimed interest/redemption etc. has been transferred to IEPF, may apply for refund to the IEPF Authority by submitting an online application in Form IEPF-5 website [www.iepf.gov.in](http://www.iepf.gov.in) along with fee specified by the IEPF Authority, from time to time.
- (b) Upon submission, Form IEPF-5 shall be transmitted online to the Nodal Officer of the Company for verification of claim. The claimant after making an application in Form IEPF-5 shall send updated Client Master List along with Indemnity Bond, Advance Receipts, other documents as enumerated in Form No. IEPF-5 duly signed by him, to the Nodal Officer of the Company at its registered office for verification of the claim.
- (c) The Nodal Officer shall, within 30 (thirty) days from the date of receipt of claim, send an online verification report to the IEPF Authority after verification of details in Form No. IEPF-5.
- (d) The claim will be verified by the IEPF Authority, and they may request additional documents or information if necessary.
- (e) The IEPF Authority will initiate the refund process if the claim is verified and approved, and the amount will be credited to the claimant's bank account.

## **9. REVIEW:**

The Stakeholders Relationship Committee of the Board will oversee the implementation of this Policy and any changes, if any in the Policy shall be referred by the Company Secretary to the Committee / Board for its approval.

**Annexure A**

Date:

To  
The Registrar and Share Transfer Agents  
**Unit:** TMF Holdings Limited

Sub: Credit of the unclaimed interest/principal amount

Ref: Non-Convertible Debentures issued by TMF Holdings Limited

Dear Sir / Madam,

I/We, \_\_\_\_\_, am/are holding Non-Convertible Debentures (“NCDs”) issued by TMF Holdings Limited (“the Company”), as per below details:

<b>Sr. No.</b>	<b>Details</b>	<b>Particulars</b>
1.	No. of NCDs	
2.	ISIN	
3.	Amount remaining unclaimed	

I/ We request you to credit the unclaimed amount in the Bank Account, details of which are given as below:

\_\_\_\_\_  
Name of the Account Holder

\_\_\_\_\_  
Name of the Bank

\_\_\_\_\_  
Branch

\_\_\_\_\_  
Type of Account

\_\_\_\_\_  
Account Number

\_\_\_\_\_  
IFSC Code

\_\_\_\_\_  
MICR Code

Please find enclosed herewith the following documents to enable the Company to process the Unclaimed Amount:

1. Self-attested KYC documents viz. PAN Card Copy
2. Certified copy of the Client Master List (CML) with your updated/correct bank details;
3. Cancelled Cheque from the same bank account which is getting reflected in the revised CML;
4. Indemnity Bond
5. Other documents (as applicable)

Request you to process the credit of the unclaimed amount.

Thank You.

Yours faithfully

Sign/-  
Name of Investor  
Address:  
Contact Details:

**Annexure B**

**INDEMNITY BOND**

This is to certify and undertake that I/We have lost/misplaced demand draft as per details given below and the same is not traceable in spite of due and diligent search made by me/us for the same:

UNIT: **TMF Holdings Limited (the Company)**

Name of the Debenture holder: \_\_\_\_\_

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No. of NCDs	Demand Draft No.	Interest Amount

I/We hereby agree to indemnify **TMF Holdings Limited** in the manner herein after stated.

I/We confirm and undertake that I/We have not encashed, charged, pledged, created any lien or any sort of encumbrance or otherwise dealt in so as to create any adverse claim upon the amount of the Demand Draft.

Now it is hereby agreed that in consideration of the Company credit the said amount in my bank account no. \_\_\_\_\_ with \_\_\_\_\_ bank, I/We hereby for myself/ourselves, my/our heir(s), executor(s), administrator(s) and assign(s) agree to indemnify and save harmless **TMF Holdings Limited**, its successors and assigns and the Directors, Employees and Officers thereof and their respective heir(s), executor(s) and administrator(s) and each of their estates and effects from and against all actions, causes, suits, proceedings, accounts, claims and demands whatsoever and against all damages, costs, charges, expenses and sums of money incurred in respect thereof or in relation to the aforesaid unclaimed amount.

I/We also undertake that if the aforesaid original Demand Draft is / are hereafter found, then I/We shall return/surrender the said original Demand Draft to the Company for cancellation immediately.

It is hereby further agreed that I/We hereby undertake to produce and return forthwith to the Company the demand Draft when found or traced and to take all actions, suits and proceedings at our own costs, as the Company shall require for the recovery thereof, or otherwise in relation to the said unclaimed amount.

**IN WITNESS WHERE OF I/WE HERETO HAVE HEREUNTO SET AND SUBSCRIBED OUR RESPECTIVE HAND AT**

\_\_\_\_\_ ON \_\_\_\_\_ DAY OF \_\_\_\_\_, \_\_\_\_\_  
(Place) (Date) (Month) (Year)

Name of the Applicant(s):	Name of the Second Joint Holder	Name of the Third Joint Holder
Signature:	Signature:	Signature:



<b>Address:</b>	<b>Address:</b>	<b>Address:</b>
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<b>Name of the Witness no. 1:</b>	<b>Name of the Witness no. 2:</b>
<b>Signature:</b>	<b>Signature:</b>
<b>Address:</b>	<b>Address:</b>

Note: In case of joint holding, all the Applicants should sign.

**Annexure C**

Individual Affidavits to be given by ALL the Legal Heirs OR Legal Heirs named in Succession Certificate\*/ Probate of Will\*/ Will\*/ Letter of Administration\*/ Legal Heirship Certificate\*(or its equivalent certificate)\*/Court Decree\*

(For Transmission of securities on death of Sole Holder where NO NOMINATION has been registered)

Each Deponent (legal heir) shall sign separate Affidavits.

(To be executed on a non-judicial stamp of appropriate value and Notarized)

I, \_\_\_\_\_ Son/ daughter of \_\_\_\_\_ residing at \_\_\_\_\_ do hereby solemnly affirm and state on oath as follows. That Mr. /Mrs \_\_\_\_\_ (“the deceased holder”) held the following securities in his / her name as single holder:

Company Name	ISIN	No. of NCDs

- That the aforesaid deceased holder died intestate leaving behind him/her, the following persons as the only surviving heirs as per the Succession Certificate/ Legal Heirship Certificate(or its equivalent certificate)/Court Decree dated \_\_\_\_\_/ according to the Law of Intestate Succession by which he/she was governed at the time of his/her death and without registering any nominee

Or

- That the aforesaid deceased holder died leaving behind the following persons as the legatees as per the Will/ Probated Will/ Letter of Administration dated \_\_\_\_\_ and without registering any nominee. \*

A copy of the Succession Certificate\*/ Probate of Will\*/ Will\*/ Letter of Administration\*/ Legal Heirship Certificate\*(or its equivalent certificate)\*/ Court Decree\* is attached herewith.

<b><u>Name of the Legal Heir(s)</u></b>	<b><u>Address and contact details</u></b>	<b><u>Relation with the Deceased</u></b>

**VERIFICATION**

I hereby solemnly affirm and state that what is stated herein above is true and correct and nothing has been concealed therein and that I am competent to contract and entitled to rights and benefits of the abovementioned securities of the deceased.

Solemnly affirmed at \_\_\_\_\_

Signature of the Deponent \_\_\_\_\_