



# KEC International Limited

## Shareholder's Handbook

### **KEC International Limited**

**Registered Office:** - RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400 030.

**Tel. No. :** 022 6667 0200, **Website :** [www.kecrpg.com](http://www.kecrpg.com)

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## OVERVIEW

- The Company's equity shares are listed on BSE Limited ("BSE") {Script Code: 532714} and the National Stock Exchange of India Limited ("NSE") {Scrip Code : KEC}
- The equity shares are under compulsory trading in demat form only
- The equity shares are admitted with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") bearing ISIN : INE389H01022
- Over 99.47 % of the Company's equity shares are held in demat form.
- The Company's Registrar and Share Transfer Agent ("RTA") for its share registry (both physical and electronic) is MUFG Intime India Private Limited (formerly Link Intime India Private Limited), C 101, Embassy 247, LBS Marg, Vikhroli West, Mumbai 400 083.

## SHAREHOLDER SERVICE/GRIEVANCE HANDLING MECHANISM

Shareholders can approach the following entities / persons for attending to their queries, grievances and / or any assistance that may be required.

Contact Point	Contact Details
RTA <b>(Primary Contact)</b>	MUFG Intime India Private Limited, C 101, Embassy 247, LBS Marg, Vikhroli West, Mumbai 400 083 <b>Website:</b> <a href="https://in.mpms.mufg.com/">https://in.mpms.mufg.com/</a> <b>Email id:</b> <a href="mailto:Investor.helpdesk@in.mpms.mufg.com">Investor.helpdesk@in.mpms.mufg.com</a> <b>Tel. No.:</b> +91 8108116767
Registered Office of the Company <b>(Secondary Contact / 1st Escalation)</b>	KEC International Limited RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400 030 <b>Website:</b> <a href="https://www.kecrpg.com">https://www.kecrpg.com</a> <b>Email id:</b> <a href="mailto:investorpoint@kecrpg.com">investorpoint@kecrpg.com</a> <b>Tel. No.:</b> 022 6667 0200
Nodal Officer designated for IEPF Authority	Mr. Suraj Eksambekar RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400 030 <b>Email id:</b> <a href="mailto:investorpoint@kecrpg.com">investorpoint@kecrpg.com</a> <b>Tel. No.:</b> 022 6667 0200

### Correspondence

Shareholders are requested to correspond by way of written letters or through emails sent through the email id registered with the Company / RTA.

Emails received from un-registered email id will not be entertained.

Shareholders are requested to register their email id, if not done already:

For shares held in Demat Mode – With the Depository Participant (“DP”).

For shares held in Physical Mode – Form ISR-1 (available on the Company’s / RTA’s website) duly signed by the shareholder to be sent to the RTA.

## DEMATERIALISATION AND REMATERIALISATION

### **Dematerialisation:**

Dematerialisation is the process by which shares held in the physical form are converted into an equivalent number of shares in electronic form and credited to the shareholder's demat account held with a DP.

### **Procedure for dematerialisation:**

A shareholder will have to first open a demat account with a DP (Stock Broker) and then request for dematerialisation of the shares by filling up a Dematerialisation Request Form ("DRF"), which is available with the DP and submit the same together with the original physical certificates to DP.

Certificates handed over to the DP for dematerialisation, are defaced by marking "Surrendered for Dematerialisation" on the face of the certificate(s) before dematerialisation. Shares are normally dematerialised within 7 days of the receipt of the Dematerialised Request Number ("DRN") from the DP, alongwith the share certificate(s), if the same are found to be in order.

### **Demat account:**

A demat account is like a bank account where a shareholder can hold the shares and other securities in electronic form. Just like bank statements, the shareholder will get demat statements periodically from their DP.

### **Who bears the charges for opening demat account and dematerialisation of certificates:**

The demat charges have to be borne by the shareholder. To know more about demat charges, shareholders can get in touch with their DPs.

### **Benefits of holding shares in dematerialised form:**

In the depository system, ownership and transfer of shares takes place by way of electronic book entries, thus eliminating the risks related to handling of paper.

Elimination of bad deliveries, risks associated with physical certificates, immediate transfer and registration of shares, faster settlement cycle, faster disbursement of non-cash corporate benefits, ease in recording change of address, transmission, etc. are some of the benefits associated with holding shares in dematerialised form.

**Names of depositories:**

National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) are the two depositories presently operating in the country.

**Do dematerialised shares have distinctive or certificate numbers:**

Dematerialised shares do not have any distinctive or certificate numbers. The shares are fully fungible, which means that any 100 shares of an ISIN are similar to any other 100 shares of that ISIN.

**Other points relating to holding shares in dematerialised form:**

Shares held in joint names can be dematerialised in the same combination of names as appearing in the share certificate. However, for changing the sequence in which the shares are held, the DP shall provide “Transposition cum Demat” facility to help joint holders dematerialise shares in different sequence of names.

The demat account must be opened in the same ownership pattern in which the shares are held in the physical form. If one certificate is in individual name and another certificate is jointly held with some other person, two different accounts would need to be opened.

Dividend on dematerialised shares is credited to the shareholder’s bank account, for which a shareholder will have to register the National Electronic Clearing Service (“NECS”) mandate with the DP.

**Mandatory Issuance of shares in Dematerialised Form**

Securities and Exchange Board of India (“SEBI”) has by Notification No. SEBI/LAD-NRO/GN/2022/66 dated January 24, 2022 provided that listed companies will from the date of the circular issue shares in dematerialised form only, while processing following service requests from shareholders:

- Issue of duplicate certificate(s);
- Claim from Unclaimed Suspense Account;
- Renewal / exchange of certificate(s);
- Endorsement(s);
- Sub-division / splitting of security certificate(s);
- Consolidation of security certificate(s)/folio(s);

- Transmission;
- Transposition.

#### **Process to be followed:**

- 1) The shareholder(s) / claimant(s) will have to submit Form ISR - 4 (available on the Company's / RTA's website) along with documents mentioned in the form.
- 2) For matters relating to renewal / exchange of certificate(s); endorsement(s); sub-division / splitting of share certificate(s); consolidation of certificate(s)/folio(s); transmission; transposition, the RTA / Company will call for the original certificate(s) for processing of service requests.
- 3) After verifying and processing the service request, and if found to be in order, the RTA / Company will issue a '**Letter of Confirmation**' in place of the physical certificate(s), to the shareholder(s) / claimant(s) within 30 days of receipt of the request.
- 4) The '**Letter of Confirmation**' will be valid for 120 days from date of issuance, within which time the shareholder(s) / claimant(s) will make a request to their DP for dematerialising the shares.
- 5) The RTA / Company will send reminders to the security holder(s) / claimant(s) after 45 days and 90 days respectively, from the date of issuance of the Letter of Confirmation, in case no demat request is received by the RTA / Company.
- 6) If the shareholder(s) / claimant(s) fails to submit the demat request within the aforesaid period, the RTA / Company will credit the shares to the Suspense Escrow Demat Account of the Company.

#### **Rematerialisation:**

Rematerialisation is the process through which shares held in demat form are converted into physical form by issuance of share certificate(s).

#### **Process of Rematerialisation:**

A shareholder should submit a duly filled in Rematerialisation Request Form ("RRF") to the concerned DP. The DP will intimate the relevant Depository of the request and submit the RRF to the RTA.

The Depository will confirm the rematerialisation request to the RTA. The RTA will update the account, print share certificate(s) and inform the Depository.

The Depository will update the shareholders Beneficiary Account by deleting the shares so rematerialised.

The share certificate(s) will be dispatched to the shareholder.

### **Nomination Facility**

Section 72 of the Companies Act, 2013 provides the facility of nomination to shareholders. This facility is mainly useful for individuals holding shares in sole name. In the case of joint holding of shares by individuals, the nomination will be effective only in the event of the death of all joint holders.

In the case of shareholders holding shares in single name and physical form, the shareholder can avail the nomination facility by submitting the prescribed Form SH-13, duly filled in and signed, along with a self-attested copy of any of the following document in support of proof of identification of the proposed nominee(s): Aadhar Card / PAN Card / Passport / Voter Identity Card to our Registrar and Transfer Agent (RTA). If the nomination form is in order, the RTA will register the nomination and send a confirmation to the shareholder. In case of joint holding, joint holders shall together appoint the nominee and submit the prescribed form and document. Shareholders may cancel/vary nomination made by them by submitting Form SH-14, duly filled in and signed, to the RTA.

The prescribed forms SH-13 and SH-14 are available below for download on this webpage.

In the case of shares held in demat mode, the shareholder has to approach their Depository Participant (DP) for making a nomination in respect of the shares held by them.



## DIVIDEND

**"Dividend"** in its ordinary sense means the share of a company's profit allocated to shareholders in proportion to their shareholding in the company.

### **Interim Dividend:**

Interim Dividend means dividend declared by the Board of Directors during a financial year.

### **Final Dividend:**

Final Dividend means dividend recommended by the Board of Directors to the shareholders for approval at the Annual General Meeting ("AGM"), after closure of a financial year.

### **Distribution of dividend:**

Dividend is distributed using "Electronic Clearing Service" ("ECS") or NECS facility, wherever available. For shareholders who have not submitted their bank account details, physical warrants are distributed. Shareholders are advised to avail the facility for receipt of dividend through ECS.

### **Availing ECS / NECS facility:**

#### **Shareholders holding shares in dematerialised form:**

Shareholders holding shares in dematerialised form are requested to contact their respective DPs for availing ECS / NECS facility for updating / modifying their bank account details.

Shareholders are also requested to give the MICR Code of their bank account to their DPs. The Company cannot entertain any direct request from such shareholders for updating / modifying bank account details, as also requests for change of address, transposition of names, deletion of name of deceased joint holder. The said details are considered, only as furnished by NSDL / CDSL to the Company.

#### **Shareholders holding shares in physical form:**

Shareholders holding shares in physical form are requested to download the ECS / NECS form from the Company's website viz. [www.kecrpg.com](http://www.kecrpg.com) and send the same duly filled up and signed along with a photocopy of a cancelled cheque to the Company or to its RTA. In case the cheque leaf does not contain the aforesaid details, shareholders are requested to

submit a copy of the first page of the bank account passbook showing the aforesaid details, duly attested.

**Benefits of ECS / NECS:**

- a) No need to make frequent visits to the bank for depositing physical warrants.
- b) Prompt credit of dividend amount.
- c) Avoiding postal delays, fraudulent encashment of warrants and issuance of duplicate warrants.

**Process for electronic credit of dividend after expiry of dividend warrants**

Shareholders who have not encashed their dividend warrants within the validity period may send their request for electronic credit of unpaid dividend warrants to the Company's RTA enclosing following documents:

- Covering letter duly signed by first shareholder quoting the folio number / client ID particulars (in case of dematerialised shares)
- Cancelled cheque leaf.
- Copy of PAN card
- Address proof viz. electricity bill, telephone bill, copy of Aadhar card etc.

Upon receipt of the above documents, the Company will credit the unpaid dividend amount to the shareholder's bank account within 15-20 days.

**Non-receipt of dividend:**

In case of non-receipt of dividend, shareholder has to write to the RTA for claiming the unpaid dividend amount, informing the year(s) for which dividend is not received.

Upon receipt of the request, the RTA will check and verify the record and process the request, in case the original dividend warrant appears as unpaid in the records of the Company. If the validity period of the warrant has expired, the shareholder has to submit the following documents for electronic credit of dividend warrant to their bank account:

- Covering letter duly signed by first shareholder quoting the folio number/client ID particulars (in case of dematerialised shares)
- Cancelled cheque leaf.

- Copy of PAN card
- Address proof viz. electricity bill, telephone bill, copy of Aadhar card etc.

If the validity period of the original dividend warrant has not expired, shareholder will have to wait till the expiry date as electronic credit of dividend amount cannot be processed during the validity of the original dividend warrant.

In either case, the dividend amount will be electronically credited to the shareholders' bank account. With effect from April 01, 2020 dividend shall be taxed in the hands of shareholders at applicable rates of tax and the Company shall withhold tax at source appropriately. TDS will not apply if the aggregate of total dividend distributed by the Company during a financial year does not exceed Rs. 5,000.

TDS would not apply if the aggregate of total dividend distributed to them by the Company during the financial year does not exceed Rs. 5,000.

## UNCLAIMED / UNPAID DIVIDEND

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder, the Company is required to hold the unpaid / unclaimed dividend for a period of 7 years and thereafter transfer the same to the Investor Education and Protection Fund ("IEPF") set up by the Ministry of Corporate Affairs, Government of India.

Shareholders who have for whatever reason not been able to encash their dividend warrants, can claim them for the past seven years from the Company.

Shareholders whose unclaimed or unpaid amount has been transferred by the Company to the IEPF may claim them from the IEPF Authority. For claiming such amount, the shareholder needs to file web form IEPF-5 along with requisite documents.

Web link to refund page of IEPF is: <http://www.iepf.gov.in/IEPF/refund.html>

Details of declared and unpaid and unclaimed amounts lying with the Company upto the date of the last AGM are uploaded on the Company's website [www.kecrpg.com](http://www.kecrpg.com). Shareholders can also contact the Company for inquiring about the status of their dividend.

The Company sends reminders to shareholders before transfer of dividend and shares corresponding thereto, to IEPF to enable shareholders claim their unclaimed dividend amount and shares from the Company.

## SHARES TRANSFERRED TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder, the Company is required to transfer all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more, to the IEPF.

However, shares in respect of which specific orders restraining transfer are issued by a Court of competent jurisdiction or a Tribunal or by a Statutory Authority, or a request has been received for payment of unclaimed dividend or shares which are pledged or hypothecated in terms of the provisions of the Depositories Act, 1996, shall not be transferred. The voting rights on shares transferred in the name of IEPF Authority remain frozen until the rightful owner claims the shares.

The Company gives three months' prior intimation to shareholders regarding transfer of shares to the IEPF through emails and notice published in newspapers. Shareholders are requested to get their unpaid / unclaimed dividend encashed before the due dates, as mentioned in the intimation sent to them, to prevent the shares from getting transferred.

If a shareholder is unable to or fails to encash the dividend, resulting in the shares getting transferred to the IEPF, can file a claim with the IEPF for release of the shares.

Web link providing details for claiming the shares transferred to the IEPF - <http://www.iepf.gov.in/IEPF/refund.html>

### **Procedure to claim shares and / or dividend from IEPF Authority**

1. A claimant needs to connect with Company/RTA to obtain an entitlement letter from RTA to be eligible to file the IEPF Claim.
2. To obtain an entitlement letter the following documents are required to be submitted:-
  1. Application to claim the shares from IEPF;
  2. KYC Documents of the Claimant;
  3. Client Master List of Demat Account (In case joint holding, the demat account should be held in joint name);
  4. Cancelled Cheque of Bank Account (In case joint holding, the bank account should be held in joint name)

5. Affidavit in case of Name/Address Change;
6. Original Share Certificate.

**In case of transmission of shares, below documents are required to be submitted as per Schedule II of IEPF Rules :-**

**A. Documentary requirement for securities held in physical mode :-**

1. Where the shares are held with nomination:
  - a. Duly signed transmission request form by the claimant i.e. ISR-5;
  - b. Copy of death certificate of security holder attested by claimant;
  - c. Self-attested copy of PAN Card;
  - d. The original share certificate is to be sent to the company and scanned copy to be attached with the form;
  - e. Client Master List of Demat Account;
  - f. Any other government ID proof of the nominee.
2. Where shares are held in single name without a nominee :
  - a. duly signed transmission request form by the legal heir(s) / claimant(s) in ISR-5.
  - b. Original death certificate or copy of death certificate attested by a notary public / gazette officer or copy of the death certificate attested by the claimant(s) / legal heir(s), subject to verification with original by the RTA/Listed Issuer.
  - c. self-attested copy of PAN card of the legal heir(s) / claimant(s).
  - d. self-attested copy of proof of address of legal heir(s) / claimant(s).
  - e. copy of birth certificate (in case the legal heir(s) / claimant(s) is a minor)
  - f. original share certificate(s).
  - g. an affidavit from all legal heir(s) made on appropriate non-judicial stamp paper, to the effect of identification and claim of legal ownership to the shares.

In case the legal heir(s) / claimant(s) is named in the succession certificate or probate of will or will or letter of administration or legal heirship (or equivalent) certificate, an affidavit from such legal heir(s) / claimant(s) alone would be sufficient.

- h. Copy of succession certificate/ probate of will / will\* / letter of administration / Court Degree / legal heirship certificate or its equivalent\* and no objection from all the non - claimants, duly attested by a notary public or by a gazetted officer as per the format

provided by SEBI. In cases where will / legal heirship/ Probate of will/ succession certificate or its equivalent is submitted, the same shall be accompanied with a notarised indemnity bond from the legal heir(s) / claimant(s) to whom the shares are transmitted. The document should be Attested by the legal heir(s)/claimant(s) subject to verification with the original or duly attested by a notary public or by a Gazetted officer.

For the cases where will is provided, following documents shall also be required :-

- (a) Legal heirship certificate issued by Competent Authority;
- (b) No Objection Certificate from all legal heirs in favor of the claimant;
- (c) Affidavit from witness about confirmation of will wherever alive or death certificate of such witness;
- (d) Affidavit with regard to the will as last will and no matter is pending before any court with regard to such will;
- (e) Surety affidavit by at least two sureties with their PAN Card.]

Where the value of shares is upto Rs. 5 lakhs per listed entity in case of securities held in physical mode, and up to Rs. 15 lakhs per beneficial owner in case of securities held in dematerialized mode, as on date of application and where the documents mentioned in point (g) are not available, the legal heir(s)/claimant(s) may submit the following documents:

- a) No Objection Certificate from all legal heirs(s) stating that they do not object to such transmission as per the format provided by SEBI, or copy of family settlement deed executed by all the legal heirs, duly attested by a notary public or by a Gazetted Officer; and
- b) A notarized indemnity bond made on non-judicial stamp paper of appropriate value, indemnifying the Share Transfer Agent/listed entity, in as per the format provided by SEBI.

i. Client Master List of Demat Account

**In case of loss of securities held in physical mode, below documents are required to be submitted as per Schedule III of IEPF Rules :-**

- i. Self attested copy of FIR/ Police Complaint containing information of security holder, holding details, folio number and distinctive numbers of share certificate.
  - ii. Surety Affidavit of along with his Proof of identity like Pan Card of sureties duly attested by Notary.
  - iii. Indemnity bond by security holder on a non-judicial stamp paper of requisite value duly attested by Notary Public by the person, in whose name the original share certificate are being issued that he has not sold / disposed off the involved shares or acted in any manner by which any interest of third party would have been created.
  - iv. Copy of advertisement issued in at least one English language national daily newspaper having nationwide circulation and in one regional language daily newspaper published in the place of registered office of company, if the market value of the shares is greater than Rs 5,00,000.
3. After carefully filling the information in web form IEPF-5 and attaching the necessary documents, the form should be saved on the computer and uploaded on the link: <http://www.mca.gov.in/mcafoportal/login.do>
4. On successful uploading, an acknowledgement will be generated indicating the Service Request Number ("SRN"). The said SRN should be printed and preserved carefully as it is used for future tracking of the claim.
5. The shareholder / claimant is required to submit :-
1. All documents submitted to obtain entitlement letter ;
  2. Indemnity bond in original in the format prescribed by the IEPF Authority, on a non-judicial stamp paper of the appropriate value, as prescribed under the applicable Stamp Act, according to the State in which the indemnity bond is executed;
  3. Self-Attested Copy of acknowledgement and web form IEPF-5
- All documents required to be submitted to Nodal Office at the registered office address in an envelope marked "Claim for refund from IEPF Authority". All these documents should reach the Company within 30 days from the date of uploading of the web form IEPF-5.



6. Upon receipt of original documents, the Company will verify the same and if found in order, upload the e-verification report with the IEPF Authority within 30 days from the date of uploading the web form IEPF-5 by the shareholder.
7. On the basis of the Company's e-verification report and subject to the IEPF Authority finding the documents to be in order, refund of unclaimed dividend amounts / shares will be released by the IEPF Authority in favour of the claimants' Aadhaar linked bank account / demat account through electronic transfer only.

## TRANSMISSION OF SHARES – PROCEDURE FOR TRANSMISSION

If a shareholder holding shares in his sole name only, the legal heir(s) can get the shares transmitted into their names by following the steps mentioned below:

### **1. Where shares are held in single name with a nominee :**

- i. duly signed transmission request form by the nominee in ISR-5.
- ii. Original death certificate or Notarised copy of death certificate subject to verification with original by the RTA/Listed Issuer.
- iii. self-attested copy of PAN card of the nominee.
- iv. self-attested copy of proof of address of nominee.
- v. copy of birth certificate (in case the nominee is a minor)
- vi. Self-attested KYC documents of nominee, if not KYC compliant (ISR-1, ISR-2, ISR-3, SH-13 and SH- 14)
- vii. Self-attested KYC documents of claimant guardian (in case of nominee being a minor of unsound mind) (ISR-1, ISR-2, ISR-3, SH-13 and SH-14)
- viii. original share certificate(s).
- ix. form ISR - 5 (service request form)
- x. Client Master List of Demat Account

### **2. Where shares are held in single name without a nominee :**

- a. duly signed transmission request form by the legal heir(s) / claimant(s) in ISR-5.
- b. Original death certificate or copy of death certificate attested by a notary public / gazette officer or copy of the death certificate attested by the claimant(s) / legal heir(s), subject to verification with original by the RTA/Listed Issuer.
- c. self-attested copy of PAN card of the legal heir(s) / claimant(s).
- d. self-attested copy of proof of address of legal heir(s) / claimant(s).
- e. copy of birth certificate (in case the legal heir(s) / claimant(s) is a minor)
- f. Self-attested KYC documents of legal heir(s) / claimant(s), if not KYC compliant (ISR-1, ISR-2, ISR-3, SH-13 and SH-14)
- g. Self-attested KYC documents of claimant guardian (in case of legal heir(s) / claimant(s) being a minor of unsound mind) (ISR-1, ISR-2, ISR-3, SH-13 and SH-14)

- h. original share certificate(s).
- i. form ISR-4 (service request form)
- j. an affidavit from all legal heir(s) made on appropriate non-judicial stamp paper, to the effect of identification and claim of legal ownership to the shares.

In case the legal heir(s) / claimant(s) is named in the succession certificate or probate of will or will or letter of administration or legal heirship (or equivalent) certificate, an affidavit from such legal heir(s) / claimant(s) alone would be sufficient.

- k. Copy of succession certificate/ probate of will / will\* / letter of administration / Court Degree / legal heirship certificate or its equivalent\* and no objection from all the non - claimants, duly attested by a notary public or by a gazetted officer as per the format provided by SEBI. In cases where will / legal heirship/ Probate of will/ succession certificate or its equivalent is submitted, the same shall be accompanied with a notarised indemnity bond from the legal heir(s) / claimant(s) to whom the shares are transmitted. The document should be Attested by the legal heir(s)/claimant(s) subject to verification with the original or duly attested by a notary public or by a Gazetted officer.
- l. Where the value of shares is upto Rs. 5 lakhs per listed entity in case of securities held in physical mode, and up to Rs. 15 lakhs per beneficial owner in case of securities held in dematerialized mode, as on date of application and where the documents mentioned in point xi are not available, the legal heir(s)/claimant(s) may submit the following documents:
  - a. No Objection Certificate from all legal heirs(s) stating that they do not object to such transmission as per the format provided by SEBI, or copy of family settlement deed executed by all the legal heirs, duly attested by a notary public or by a Gazetted Officer; and
  - b. A notarized indemnity bond made on non -judicial stamp paper of appropriate value, indemnifying the Share Transfer Agent/listed entity, in as per the format provided by SEBI.
- m. Client Master List of Demat Account

The draft formats of the abovementioned documents are available on the website of the RTA.

After verifying and processing the transmission service request, and if found to be in order, the RTA will issue a '**Letter of Confirmation**' in place of the physical

certificate(s), to the shareholder(s) / claimant(s) within 30 days of receipt of such request.

The '**Letter of Confirmation**' will be valid for 120 days from date of issuance, within which the shareholder(s)/claimant(s) will make a request to their DP for dematerialising the shares.

The RTA will send reminders to the shareholder(s) / claimant(s) after 45 days and 90 days respectively, from the date of issuance of the Letter of Confirmation in case no demat request is received by the RTA / Company, reminding the shareholder(s) /claimant(s) to submit the request.

If the shareholder(s) / claimant(s) fails to submit the demat request within the aforesaid period, the RTA will credit the shares to the Suspense Escrow Demat Account of the Company.

## LOSS OF SHARE CERTIFICATES – PROCEDURE FOR OBTAINING DUPLICATE SHARE CERTIFICATE(S)

Shareholders should, upon realising about the loss of share certificate(s) write to the RTA informing them about the loss of share certificate(s) along with their folio number and duly filled up Form ISR- 4. The RTA shall verify the details of shareholding, and then inform the procedure to be followed for issue of duplicate share certificate(s) to the shareholder(s).

SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/7 dated May 25, 2022, titled as, Simplification of procedure and standardization of formats of documents for issuance of duplicate securities certificates.

The following documents are required for issuing duplicate securities having value less than Rs. 5 Lakhs :-

- i. Notarised Affidavit for Issuance of Duplicate Share Certificate(s);
- ii. Notarised Indemnity Bond for Issuance of Duplicate Share Certificate(s);
- iii. Self – Attested KYC Documents of Applicant and if non KYC Compliant then Forms (ISR -1, ISR-2, ISR-3 or SH-13 or SH-14)
- iv. Form ISR – 4 – Application for Issuance of Duplicate Shares
- v. Client Master List of Demat Account

In addition to above, below documents are required for issuing duplicate share certificates, if value of securities are more than Rs. 5 lakhs :-

- i. Copy of FIR filed with the police (including e-FIR/Police complaint/Court injunction order/copy of plaint (where the suit filed has been accepted by the Court and Suit No. has been given), necessarily having details of the securities, folio number, distinctive number range and certificate numbers
- ii. Advertisement in widely circulated Newspaper of notice for loss of share certificate, inviting objections.

\* Applicant shall quantify the value of the securities on the basis of the closing price of such securities at any one of the recognized stock exchanges a day prior to the date of such submission in the application.

#An overseas securities holder shall be permitted to provide self-declaration of the security certificates lost/misplaced/stolen which shall be duly notarized/apostilled/attested by the Indian Consulate /Embassy in their country of residence, along with self – attested copies of valid passport and overseas address proof.

The draft formats of the abovementioned documents are available on the website of the RTA.

However, additional documents may be called for, depending on the case. Upon scrutiny of the documents and if they are found to be in order, the RTA will issue a **‘Letter of Confirmation’** in place of the physical certificate(s), to the shareholder(s) / claimant(s) within 30 days of receipt of such request.

The **‘Letter of Confirmation’** will be valid for 120 days from date of issuance, within which the shareholder(s) / claimant (s) will make a request to their DP for dematerialising the shares.

The RTA will send reminders to the shareholder(s) / claimant(s) after 45 days and 90 days respectively, from the date of issuance of the Letter of Confirmation in case no demat request is received by the RTA, reminding the shareholder(s) /claimant(s) to submit the request.

If the shareholder (s) / claimant(s) fails to submit the demat request within the aforesaid period, the Company will credit the shares to the Suspense Escrow Demat Account of the Company.

In cases where share certificates were earlier reported as lost, have been traced by the shareholder the original share certificate(s) should be surrendered to the RTA immediately, in case the Letter of Confirmation has been issued.

If the original share certificate(s) are found before complying with the procedure for obtaining duplicate share certificate(s) but after applying for issuance of duplicate share certificate(s), the shareholder should immediately inform the RTA so as to disable the caution tag on the folio.

## DELETION OF NAME

Shareholder is required to make an application in Form ISR – 4 for deletion of name. The RTA shall verify the details of shareholding, and then inform the procedure to be followed for issue of duplicate share certificate(s) to the shareholder(s).

Following minimum documents are required for deletion of Name on the Share Certificate: -

1. Death Certification of security holder whose name is required to be removed.
2. Self – Attested KYC Documents of Applicant and if non-KYC Compliant then Forms (ISR -1, ISR-2, ISR-3 or SH-13 or SH-14)
3. ISR-4 duly filled and signed.
4. Client Master List of Demat Account, self-certified in the name of surviving shareholder(s).

However, additional documents may be called for, depending on the case. Upon scrutiny of the documents and if they are found to be in order, the RTA will issue a **‘Letter of Confirmation’** in place of the physical certificate(s), to the shareholder(s) / claimant(s) within 30 days of receipt of such request.

The **‘Letter of Confirmation’** will be valid for 120 days from date of issuance, within which the shareholder(s) / claimant (s) will make a request to their DP for dematerialising the shares.

The RTA will send reminders to the shareholder(s) / claimant(s) after 45 days and 90 days respectively, from the date of issuance of the Letter of Confirmation in case no demat request is received by the RTA, reminding the shareholder(s) /claimant(s) to submit the request.

If the shareholder (s) / claimant(s) fails to submit the demat request within the aforesaid period, the Company will credit the shares to the Suspense Escrow Demat Account.

## COMMON AND SIMPLIFIED NORMS FOR INVESTOR SERVICES

### **Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination**

As per SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 issued by the Securities and Exchange Board of India (SEBI), SEBI has laid down common and simplified norms for processing shareholder's service request by Registrar and Transfer Agents (RTA). The circular also lists down norms relating to electronic interface for processing shareholder's queries; complaints and service request; mandatory furnishing of PAN, KYC details, Nomination, among others; freezing of folios without valid PAN, KYC details and compulsory linking of PAN and Aadhar by holders of shares in physical form.

The important points of the circular are listed below for your reference.

Standardized, simplified and common norms for processing service request from shareholders holding shares in physical form for the following:

i) Registering of / Change in / Up-dation of:	a) PAN; b) Nominee; c) Contact details (postal address, Mobile number & E-mail); d) Bank details and e) Signature.
ii) Processing of request for:	a) Issue of Duplicate shares certificate; b) Replacement / Renewal / Exchange of shares certificate; c) Consolidation of share certificate; d) Sub-division / Splitting of share certificate; e) Consolidation of folios; f) Endorsement; g) Change in the name of the holder; h) Change in status from Minor to Major and Resident to NRI and vice versa; i) Claim for undelivered share certificate, prior to its transfer Unclaimed Suspense Account; j) Claim from Unclaimed Suspense (demat) Account; k) Transmission and l) Transposition.



Transfer Agents (RTA). The circular also lists down norms relating to electronic interface for processing shareholder's queries; complaints and service request; mandatory furnishing of PAN, KYC details, Nomination, among others; freezing of folios without valid PAN, KYC details and compulsory linking of PAN and Aadhar by holders of shares in physical form.

### **Electronic interface for processing queries, complaints and service request**

In addition to responding to queries, complaints and service request through hard copies, the RTA will also process the same, received through e-mails, if it is received from the e-mail address of the holder which is already registered with the RTA. Additionally, in the case of service requests, the documents furnished should have e-sign of the shareholder/ claimant.

In case the RTA is offering on-line processing of service request through its portal, then the shareholder may submit his / her request or complaint through this portal, using appropriate credential for login and password. The scanned copies of the documents furnished will have to be e-signed.

### **Mandatory furnishing of PAN, KYC details and Nomination by holders of physical shares**

It will be mandatory to furnish the following documents / details to the RTA;

- a) PAN
- b) Nomination (for all eligible folios)

Details of nomination details can be furnished through hard copy or through electronic mode with e-signature, as follows;

- i. Either, Nomination through Form SH-13 as provided in the Rules 19 (1) of Companies (Shares capital and debenture) Rules, 2014 or 'Declaration to Opt-out', as per Form ISR-3
- ii. In case of cancellation of nomination by the holder(s) through Form SH14, then 'Declaration to Opt-out' should be provided
- iii. Shareholders can change their nominee through Form SH-14

#### **c) Contact details Postal address with PIN, Mobile number, E-mail address:**

RTA shall obtain the folio number from the mobile number and E-mail address provided by the holder, to validate the same.

**d) Bank account details (bank name and branch, bank account number, IFS code)**

Upon receipt or up-dation of bank details, the RTA shall suo-moto, pay electronically, all the moneys of / payments to the holder that were previous unclaimed / unsuccessful.

**e) Specimen signature**

We request you to furnish the aforementioned documents/details, to the RTA for the updation of KYC details.

The list of documents / details to be provided are summarised in the below table for your ready reference:

Sr. No.	Documents / details to be provided by shareholders	Please furnish details in
1.	Valid Pan Linked with Aadhar	<a href="#">Form No. ISR-1</a>
2.	Postal Address with PIN	
3.	Email address	
4.	Mobile Number	
5.	Demat account details	
6.	Bank account details	
7.	Confirmation of Signature of securities holder by Banker	<a href="#">Form No. ISR-2</a>
8.	Nomination details	<a href="#">Form No. SH-13</a>
9.	Change / cancellation of nomination	<a href="#">Form No. SH-14</a>
10.	Declaration to opt-out	<a href="#">Form No. ISR-3</a>

The aforesaid forms can also be downloaded from under the tab “Common and Simplified Norms for processing investors service request by RTAs” available on the Company’s website [www.kecrrpg.com](http://www.kecrrpg.com) or that of the RTA.

## SHARES TRANSFERRED TO UNCLAIMED SUSPENSE ACCOUNT

- **Transfer of shares to Unclaimed Suspense Account:**

In terms of the SEBI Listing Regulations, after following the procedure of sending three reminders, undelivered share certificates lying with the Company are required to be transferred to a demat account titled 'Unclaimed Suspense Account' to be opened by the Company for the said purpose. Accordingly, the Company has transferred such shares to the Unclaimed Suspense Account and are held on behalf of the respective shareholders.

- **Procedure to claim shares transferred to Unclaimed Suspense Account:**

Shareholders are requested to provide their claims in the prescribed claim form (ISR – 4) along with necessary supporting documents as mentioned in the said claim form to the RTA.

Upon successful verification, the shares held in the Unclaimed Suspense Account will be transferred to the shareholder's demat account.

However, in case of shares claimed by heirs of a deceased shareholder, the procedure for transmission of shares will also have to be completed.

## SHARES TRANSFERRED TO SUSPENSE ESCROW ACCOUNT

- **Transfer of shares to Suspense Escrow Account:**

The RTA shall after verifying and processing any service request, and if found all documents to be in order, the RTA will issue a **‘Letter of Confirmation’** in place of the physical certificate(s), to the shareholder(s) / claimant(s) within 30 days of receipt of such request.

The **‘Letter of Confirmation’** will be valid for 120 days from date of issuance, within which the shareholder(s)/claimant(s) will make a request to their DP for dematerialising the shares.

The RTA will send reminders to the shareholder(s) / claimant(s) after 45 days and 90 days respectively, from the date of issuance of the Letter of Confirmation in case no demat request is received by the RTA / Company, reminding the shareholder(s) / claimant(s) to submit the request.

If the shareholder(s) / claimant(s) fails to submit the demat request within the aforesaid period, the RTA will credit the shares to the Suspense Escrow Demat Account of the Company.

- **Procedure to Claim Shares from Suspense Escrow Account: -**

As per SEBI’s advisory to RTAs dated December 30, 2022, the securities which have been moved to Suspense Escrow Account may be claimed by the security holder/ claimant on the submission of following documents to RTA :-

- Duly filled in and signed Form ISR – 4 i.e., Request for issue of Duplicate Certificate and other Service Requests
- Client Master List (‘CML’) of the demat account for crediting the securities to the security holder’s/claimant’s account provided the details in the CML should match with the details recorded with the RTA/Issuer Company.

## NOMINATION

- **Nomination:**

Section 72 of the Companies Act, 2013, (“Act”) provides nomination facility to individuals holding shares in companies.

Shareholders, in particular those holding shares in a single name should, in their own interest, avail of this facility by giving the particulars of their nomination in the prescribed nomination form.

- **How to nominate:**

Form SH-13 is for initial registration of nomination, Form SH-14 for cancellation and variation of nomination and Form ISR-3 is a declaration for opting out of nomination. The said forms can be downloaded from the Company’s website or from that of the RTA.

If shares are held in dematerialised form, nomination has to be registered with the concerned DP directly, as per the format prescribed by the DP.

Individual shareholders holding shares in single name or joint names can appoint a nominee. In case of joint holding, joint holders together have to appoint the nominee. An individual having capacity to contract only can be appointed as a nominee. Minor can, however, be appointed as a Nominee.

Non-individuals including a society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family and holder of Power of Attorney cannot nominate.

- **Change in nomination:**

It is possible to revoke / vary a nomination once made. If nomination is made by joint holders, and one of the joint holders dies, the remaining joint holder(s) can make a fresh nomination by revoking the existing nomination.

- **Rights of Nominee:**

A nominee is entitled to all the rights in the shares of the deceased shareholder in relation to such shares to the exclusion of all other persons. In the event of death of the shareholder, all the rights of the shareholder shall vest in the nominee. In case of joint holding, all the rights shall vest in the nominee only in the event of death of all the joint holders. The nominee is required to apply to the Company or to the DP as may be applicable, reporting death of the nominator along with the attested copy of the death certificate.

- **Effect of nomination upon transfer of shares:**

Upon transfer of shares, nomination stands rescinded.

- **Effect of further acquisitions of shares under a given Folio on nomination:**

A shareholder is required to fill in the distinctive numbers of shares in the Nomination Form and the shares covered by these distinctive numbers shall only be transmitted to the nominee in the event of death of the shareholder. For any further acquisition of shares of the Company, the shareholders will have to extend the nomination to the additional shares by filling in the necessary Nomination Form as the existing nomination does not automatically cover the additional shares. To ensure that the nomination is valid, the shareholders need to make specific mention of all distinctive numbers. However, in the case of issue of bonus shares on those distinctive numbers for which nomination have been given, fresh nomination would not be required.

## DISCLAIMER

This Shareholder's Handbook is an effort of KEC International Limited ("Company") to educate its shareholders about their rights as shareholders, standard procedures, and documentation requirements for certain matters. The Shareholder Handbook is an informal guideline only.

The Company, its Directors or Officers do not warrant that the information contained in this Shareholder Handbook is complete and hereby disclaim(s) any liability to any person for any loss or damage caused by errors or omissions, whether such errors or omissions result from negligence, accident or any other unintentional cause. The Company, its Directors or Officers further assume no liability for the interpretation and / or use of the information contained in this Shareholder Handbook.

Shareholders and other general readers are requested to refer to the specific provisions of law for exact details and clarifications and are specifically informed that this Shareholder Handbook does not purport to explain any laws or rules in force.