

**Fedders Electric and Engineering Limited**  
*(Formerly Fedders Lloyd Corporation Limited)*

**FOR SHAREHOLDERS' / INVESTORS'  
REFERENCE**

**IMPORTANT ADDRESSES FOR SHAREHOLDERS/INVESTORS OF THE COMPANY:**

**COMPANY:**

**The Secretarial Department**  
**Fedders Electric and Engineering Ltd.**  
159, Okhla Industrial Estate, Phase- III,  
New Delhi-110020  
Telephone: 011-40627200-300  
Fax: 011-41609909  
Email: [investor.relations@fedderselectric.com](mailto:investor.relations@fedderselectric.com)

**REGISTRAR & TRANSFER AGENT:**

**M/s Skyline Financial Services Pvt. Ltd.**  
Unit: Fedders Electric and Engineering Ltd.  
D-153/A, 1<sup>st</sup> Floor,  
Okhla Industrial Area, Phase-I,  
New Delhi-110065  
Telephone: 011-26812682, 83, 84  
Fax: 011-26812681  
Email: [admin@skylinerta.com](mailto:admin@skylinerta.com)

**STOCK EXCHANGES WHERE THE COMPANY IS LISTED:**

<b>The Bombay Stock Exchange Ltd.</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400001 Scrip Code: 500139	<b>National Stock Exchange of India Ltd.</b> “Exchange Plaza” Bandra-Kurla Complex, Bandra (E) Mumbai 400051 NSE Symbol: FEDDERLOYD
<b>Telephone:</b> 022-22721233/4	<b>Telephone:</b> 022-26598235/36
<b>Fax:</b> 022-22721919	<b>Fax:</b> 022-26598237/38
<b>Email (for statutory disclosures):</b> <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	<b>Email (for statutory disclosures):</b> <a href="mailto:cmnlist@nse.co.in">cmnlist@nse.co.in</a>
<b>Email (for investors’ grievances):</b> <a href="mailto:is@bseindia.com">is@bseindia.com</a>	<b>Email (for investors’ grievances):</b> <a href="mailto:ignse@nse.co.in">ignse@nse.co.in</a>

**• Shareholders/Investors are advised to mention their phone nos. along with STD Code in all their correspondences**

## **INVESTOR SERVICE AND GRIEVANCE HANDLING MECHANISM:**

All investor service matters are being handled by the Secretarial Department of the Company along with Registrar & Transfer Agent of the Company-M/s Skyline Financial Services Pvt. Ltd. to discharge investor service functions effectively, efficiently and expeditiously. The Company Secretary is appointed as Compliance Officer by the Company.

## **COMPANY'S RECOMMENDATIONS TO THE SHAREHOLDERS / INVESTORS**

Shareholders / investors of the Company are recommended as follows:

### **Open Demat Account and dematerialise your shares**

Shareholders are advised to convert their shares from Physical mode to Dematerialised mode.

Holding securities in Demat form helps investors to get immediate transfer of securities. No stamp duty is payable on transfer of shares held in Demat form and risks associated with physical certificates such as forged transfers, fake certificates and bad deliveries are avoided.

### **Consolidate Multiple Folios**

Investors are advised to consolidate their shareholding held in multiple folios. This would facilitate the investors to get all corporate benefits under one folio and would reduce time and efforts required to monitor multiple folios.

### **Register NECS Mandate and furnish correct bank account particulars with Company / Depository Participants (DP)**

Investors holding shares in physical form are advised to provide NECS (National Electronic Clearing Service) mandate to the Company in the NECS Mandate Form (format available in Download section under Investor Relations link on the website) and ensure that the correct and updated particulars of their bank accounts are available with the Depository Participants (DP) in case of shares held in demat form. This would facilitate in receiving direct credits of dividends, etc., from companies and avoiding postal delays and loss in transit. Investor must update the new bank account number allotted after implementation of Core Banking Solution (CBS) to the Company in case of shares held in physical form and to the Depository Participant (DP) in case of shares held in Demat form.

### **Fill and submit Nomination Form**

Section 109A of the Companies Act, 1956 provides the facility of nomination to the Shareholders. This facility is mainly useful for individuals holding shares in single name. Investors should register the nominations in Form 2B (format available in Download section under Investor Relations link on the website). In case of physical shares with the Company and in case of dematerialised shares with their Depository Participant (DP). Nomination would help the nominees to get the shares transmitted in their favor without any hassles. Investors must ensure that nomination made is in the prescribed form and must be witnessed by two witnesses in order to be effective.

In the case of joint holding of shares by individuals, nomination will be effective only in the event of the death of all joint holders.

**Non-receipt of Dividend, Revalidation of Dividend Warrant etc.**

Shareholders may write to the Company's Secretarial Department furnishing the particulars of the dividend not received, and quoting their folio number (in case shares held in physical form)/DPID and Client ID particulars (in case of shares held in Demat form) and also quoting the year with reference to which the dividend is not received.

On expiry of the validity period, if the dividend warrant is shown as unpaid in records of the Company, a request should be made by the shareholder to revalidate the Dividend warrant.

**Unpaid and unclaimed Dividend for a period of 7 years:**

With effect from October 31, 1998, any money transferred to the unpaid dividend account of the Company and remaining unpaid or unclaimed for a period of 7 years from the date it becomes due, shall be transferred to the Investor Education and Protection Fund (IEPF). Investors are requested to note that no claims shall lie against the Company or IEPF for any moneys transferred to IEPF in accordance with the provisions of Section 205C of the Companies Act, 1956.

**Status of unclaimed and unpaid dividend for different years:**

The dividend for the following years remaining unclaimed for seven years will be transferred by the Company to IEPF according to the schedule given below:

<b>Financial Year</b>	<b>Date of declaration</b>	<b>Due date of transfer to IEPF</b>	<b>Amount of Unclaimed Dividend as on 31.03.2011</b>
2005-06 (Interim Dividend)	February 10, 2006	February, 2013	Rs. 649,231/-
2005-06 (Final Dividend)	December 30, 2006	December, 2013	Rs. 562,934/-
2006-07 (Final Dividend)	December 29, 2007	December, 2014	Rs. 603,985/-
2008-09 (Final Dividend)	December 29, 2009	December, 2016	Rs. 698,725/-
2009-10 (Final Dividend)	December 29, 2010	December, 2017	Rs. 793,597/-

Shareholders, who have not so far encashed their dividend warrant(s) or have not received the same, are requested to immediately write to the Company to seek issue of duplicate warrant(s) confirming non encashment/ non receipt of dividend warrant(s).

**Shareholders are advised to always keep following updated with the R&TA/DP:**

- ✓ Communication address
- ✓ Bank Account particulars
- ✓ PAN No.
- ✓ Email ID
- ✓ Nominees

## **PROCEDURES:**

### **PROCEDURE FOR APPOINTING A NOMINEE**

Investors, especially those who are holding shares in single name, are advised to avail of the nomination facility by submitting the prescribed Form 2B to the Company's R&TA. Form 2B may be downloaded from the Company's website [www.fedderselectric.com](http://www.fedderselectric.com) under download section of "Investor Relations". However, if shares are held in dematerialised form, nomination has to be registered with the concerned DP directly.

### **TRANSFER / TRANSMISSION / TRANSPOSITION / DUPLICATE CERTIFICATES ETC.**

#### **PROCEDURE FOR TRANSFER OF SHARES IN FAVOR OF TRANSFEREE(S)**

Transferee(s) need to send share certificate(s) along with share transfer deed in the prescribed Form 7B, duly filled in, executed and affixed with share transfer stamps, to the Company's Registrar & Transfer Agent. The R&T Agent of the Company process the transfers expeditiously within 10 days of receipt of all completed following documents:

1. Request letter.
2. Original Share Certificate(s) along with valid share transfer deed in the prescribed form 7B, duly filled in, executed and affixed with share transfer stamps. The stamp duty applicable on share transfer is 0.25% on the market value on the date of execution of the transfer deed. Share Transfer Stamps can be obtained from the authorized stamp vendors.
3. Transferee(s) to furnish copy of PAN card.

#### **Validity of transfer deed**

In case of listed companies, a transfer deed is valid for a period of one year from the presentation date indicated in the stamp affixed by the Registrar of Companies on the upper portion of the deed or the closure date of Register of Members immediately after the presentation date, whichever is later. For example, suppose the date of presentation as indicated on the transfer deed is 6th May, 2010 and closure date of Register of Member is 24<sup>th</sup> December, 2010, then in that case transfer deed will be valid upto 5th May, 2011. Shareholders are advised to check whether the transfer deed is still valid. If the transfer deed is valid, shareholders are required to submit the transfer deed duly executed and stamped along with share certificates with Registrar & Transfer Agent of the Company, to process to transfer shares in favor of the transferee.

#### **In case validity period of transfer deed has expired**

If the validity period of the transfer deed has expired, shareholder will have to approach the Registrar of Companies for extending the validity of the transfer deed. Alternatively, the transferee may approach the registered holder/seller whose signatures are appearing on the transfer deed as seller to execute fresh transfer deeds. Thereafter, the fresh/revalidated transfer deed should be submitted to R&T Agent.

#### ***Procedure to make payment to ROC to extend the validity of Transfer Deed:***

The investors are required to make payment for re-validation of transfer deed. The payment for revalidation of Transfer Deeds can be made through MCA portal. The steps to revalidate the transfer deeds are as follows:

1. Log on to MCA21 portal: <http://www.mca.gov.in/MCA21/>, using your User ID and password.
2. Click on the **Transfer Deed** link under the services category.
3. Enter the CIN number of the Company and Share Certificates Numbers in respect of which deeds are required to be extended to execute transfer, and press the submit button.
4. System will automatically calculate the fee for the service and will display it.
5. To make payment for the service, click on the **Pay Fee** button.
6. On the payment screen, select desired Payment mode for making payment of fee. On making payment, a Service Request Number (SRN) shall be generated from the system.

#### **Procedure in case of gift of shares:**

The procedure of registration of shares gifted is same as the procedure for a normal transfer. The stamp duty is also applicable in case of gifted shares, and the duty is 0.25% of the market value prevailing on the date of the document, if any, conveying the gift or the date of execution of the transfer deed, whichever is higher.

#### **Procedure to add another joint-holder name to the shareholding**

Such addition of name amounts to change in ownership of shares and the procedure for transfer as defined above has to be followed. Shareholders have to execute a transfer deed, duly stamped and submit the same to the Registrar & Transfer Agent for transfer.

#### **Transmission of shares (in case of death of shareholder):**

##### **a) In case of demise of a shareholder who held shares in his single name and had left a Will:**

The legal heir(s) will have to get the will probated by the Court of competent jurisdiction and then send the following documents to the Company's R&TA:

1. Request Letter
2. Original Share Certificate
3. Notarised copy of Death Certificate
4. Notarised Copy of probated copy of Will
5. Self-Attested Copy of PAN Card of the person in favor of whom shares are to be transmitted
6. Duly Filed Transmission Form (format available in Download section under Investor Relations link on the website)

##### **b) In case of demise of a shareholder who held shares in his single name and had not left a Will:**

The legal heir(s) should obtain a Succession Certificate or Letter of Administration from the Court with respect to the shares and then send the following documents to the Company's R&TA:

1. Request Letter
2. Original Share Certificate
3. Notarised copy of Death Certificate

4. Notarised copy of Succession Certificate or Letter of Administration obtained from a Court
5. Self-Attested Copy of PAN Card of legal heir(s)
6. No Objection Certificate from other heirs in favor of person claiming the title to shares
7. Duly Filled Transmission Form (available in Download section under Investor Relations link on the website)

**Procedure of transposition (to change in order of names)**

Share certificates along with a request letter duly signed by all the joint holders may be sent to the Company's Registrar & Transfer Agent for change in order of names i.e., transposition. Transposition can be done only for the entire holdings under a folio. For shares held in demat form, investors are advised to approach their DP concerned.

**Procedure for obtaining duplicate share certificate(s) in case of loss / misplacement of original share certificate(s)**

Shareholders who have lost/misplaced share certificate(s) should inform the Company's Registrar & Transfer Agent, immediately about loss of share certificate(s) and request the Company to record a Stop Transfer, quoting their folio number and details of share certificate(s), if available. The R&TA shall immediately mark a 'stop transfer' on the folio to prevent any further transfer of shares covered by the lost share certificate(s). Shareholders are advised to send request for duplicate share certificate(s) along with the following documents to Registrar & Transfer Agent of the Company:

1. Duly notarized indemnity bond for duplicate Share Certificate on Stamp Paper of Rs. 100/-. (format available in Download section under Investor Relations link on the website)
2. Duly notarized affidavit for duplicate Share Certificate on Stamp Paper of Rs. 50/-. (format available in Download section under Investor Relations link on the website)
3. A copy of FIR lodged with the Police for loss of share certificate.
4. News Paper cutting regarding notice of loss of said share certificate.
5. Specimen signatures of Authorised Signatories duly attested by the Bank Manager with whom shareholder is maintaining the Bank account.
6. Attested Copy of Pan Cards of Authorised Signatories.

**Procedure for consolidation of certificates issued in various denominations into a single certificate**

If the shares are not under the same folio but have the same order of names, the shareholder should provide the following to the Registrar & Transfer Agent of the Company:

1. Request letter to consolidate the share certificates.
2. Original share certificates.
3. Self-attested copy of PAN Card of the Shareholder(s), in case if the same is not already provided to R&TA/Company.

This would facilitate the investors to get all corporate benefits under one folio and would reduce time and efforts required to monitor multiple folios.

**Change of address:**

To get change of address registered in the Company's records, shareholders holding shares in physical form may send following to the Registrar & Transfer Agent of the Company:

1. Request Letter giving the new address along with Pin Code and mentioning Folio No, No. of Shares held, Contact No.
2. Notarised copy of self-attested Proof of Address such as Ration Card / Passport / Latest Electricity or Telephone Bill / Lease Agreement etc.

If shares are held in dematerialised form, information about change in address needs to be sent to the DP concerned.

**Updation of Email Ids:**

Recently, Ministry of Corporate Affairs, Government of India, vide circular No. 18/2011 dated 29 April, 2011, has taken green initiative in the Corporate Governance by allowing paperless compliances by the Companies. Ministry of Corporate Affairs has allowed the Companies to send the Annual Report etc. by electronic mail to its members who have registered their email address for sending the Annual Report comprising of Notice with Balance Sheet, profit & Loss Account, Auditor's Report, Director's Report, and Explanatory Statement etc. with the Companies/R&TAs.

Hence, members of the Company may write letters to R&TA of the Company/the Company/concerned DPs to update their email addresses. Members are requested to inform changes therein from time to time. The format of request letter to update email address and other necessary particulars is available in the download section.

**Change of name**

Shareholders may request the Company's Registrar & Transfer Agent for effecting change of name in the share certificate(s) and records of the Company. Original share certificate(s) along with the supporting documents like marriage certificate, court order etc. should be enclosed. After its verification, the Registrar & Transfer Agent of the Company will take effect the change of name and send the share certificate(s) in the changed name of the shareholders. Shareholders holding shares in demat form, may request the concerned DP in the format prescribed by DP.

**Authority to another person to deal with shares:**

Shareholders need to execute a Power of Attorney in favor of the concerned person and submit a notarised copy of the same to the Company's Registrar & Transfer Agent. After scrutiny of the documents, the Registrar & Transfer Agent shall register the Power of Attorney and inform the shareholders concerned about the registration number of the same. Whenever a transaction is done by the Power of Attorney holder this registration number should be quoted in the communication.