

## INVESTOR FAQs

### TRANSFER OF SHARES

#### Q.1 Can I transfer the shares I hold in physical form?

You will not be able to transfer shares of the Company held in physical form. As per SEBI mandate, transfer of shares can be carried out in dematerialised form only with effect from April 1, 2019. The process for dematerialisation of shares is set out in Part II of the FAQs.

#### Q.2 Is there any restriction on holding NOCIL shares in physical form?

You can continue to hold your shares in physical form. However, you cannot do any transactions on shares held in physical form. Given this and considering the risks of loss/damage associated with holding shares in paper form, it is advised to get your holding dematerialised.

#### Q.3 I have purchased NOCIL shares long back but forgot to get them transferred in my favour. What is the procedure that I should follow now?

A transfer deed is valid for a period of one year only from the presentation date indicated on 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.

However, may it be noted that effective from April 1, 2019, the transfer of shares (held in physical form) can be effected only after the shares are dematerialised. Only those transfer deeds that were lodged prior to deadline but returned due to deficiency in the document may be re-lodged for transfer even after April 1, 2019.

### DEMATERIALIZATION OF SHARES

#### Q.1 What is Demat and what are its benefits?

Dematerialisation (or Demat) signifies the conversion of a share certificate from its present physical form to electronic form for the same number of holdings.

It is a direct application of scope provided by the tremendous progress made in the area of Information Technology, whereby voluminous and cumbersome paper work involved in the scrip based system is eliminated. It offers scope for paperless trading through state-of-the-art technology, whereby share transactions and transfers are processed electronically without involving any physical share certificate or transfer deed after the share certificates have been converted from physical to electronic form.

Dematerialisation of shares attempts to avoid the time consuming and complex process of getting shares transferred in the name of buyers and also aims to shirk inherent problems of bad deliveries, delay in processing, fraudulent interception in postal transit, etc.

Dematerialisation of shares is optional and an investor can still hold shares in the physical form. However, he/she has to demat the shares if he/she wishes to sell or transfer the same. Similarly, if an investor purchases shares, he/she will get delivery of the shares in demat form only. Further, vide [Gazette Notification no. SEBI/LAD-NRO/GN/2022/66](#)

dated January 24, 2022, SEBI has made it mandatory for listed companies to issue securities in dematerialised form only while processing investor service requests like issuance of duplicate certificates, transmission, transposition, exchange/subdivision/consolidation of share certificates, etc.

The Depositories Act, 1996 has been enacted to regulate the matters related and incidental to the operation of Depositories and demat operations. Two Depositories are in operation - National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

### **Q.2 How does the Depository System operate?**

The operations in the Depository System involve the Depositories, Depository Participants, Company/Registrars and Investors.

A Depository (NSDL and CDSL) is an organisation like a Central Bank, i.e. Reserve Bank, where the securities of an investor are held in the electronic form through Depository Participants.

A Depository Participant is the agent of the Depository and is the medium through which shares are held in the electronic form. They are also the representatives of the Investor, providing the link between the Investor and the Company/ Registrar through the Depository.

To draw an analogy, the Depository System functions in a manner similar to a banking system. A bank holds funds in accounts whereas a Depository holds securities in accounts for its clients. A bank transfers funds between accounts while a Depository transfers securities between accounts.

In both systems, the transfer of funds or securities occurs without the actual handling of funds or securities. Both, the bank and the Depository, are accountable for the safe keeping of funds and securities respectively. The Company signs an Agreement with NSDL/CDSL (the depositories) and installs the necessary hardware/software for operations.

### **Q.3 How do I demat my shares?**

First, you need to open an account with a Depository Participant (DP) and obtain a unique Client ID number. Thereafter, you need to fill up a Dematerialisation Request Form (DRF) provided by the DP and surrender the physical shares intended to be dematerialised to the DP.

Upon receipt of the shares and the DRF, the DP will send electronic requests through the Depository to the Company/Registrar for confirmation of demat. Each request will bear a unique transaction number.

Simultaneously, the DP will surrender the DRF and the shares to the Company with a covering letter requesting the Company/Registrar to confirm the demat. After verifying the documents received from the DP, the Company/Registrar will confirm the demat to the Depository.

This confirmation will be passed on from the Depository to the DP, which holds your account. After receiving this confirmation from the Depository, the DP will credit the account with the dematerialised shares. The DP will then hold the shares in the dematerialised form on your behalf and you become the beneficial owner of these dematerialised shares.

### **Q.4 What are the charges to be paid to demat one's physical shares? Will it be paid by the Company or do I have to pay for it?**

The charges for demat have to be borne by the shareholder. The charges differ from DP to DP and therefore you will have to contact your DP for details regarding the same.

**Q.5 How do I get my dividends on dematerialised shares? Will I get the Annual Report after I demat my shares? Will I be able to attend the AGM?**

On the Record date, the DPs will provide a list of demat account holders indicating the number of shares held in electronic form (known as Benpos – Beneficiary Position). On the basis of Benpos, the Company will make dividend payments in favour of the demat account holders.

The rights of the shareholders holding shares in demat form are at par with holders of shares in physical form. Hence, you will be eligible to receive the Annual Report and can rightfully attend the AGM as a shareholder. It is mandatory for you to register your NECS mandate with your DP which enables us to credit all your dividends electronically.

**Q.6 What are the chances of any fraud/disputes in using a demat account? Whom should I approach in such cases?**

Common risk factors applicable to trading in physical shares like mismatch in signatures, loss in postal transit, etc., are absent since dematerialised shares are traded scrip-less. However, in the unlikely event of any dispute, your DP would have to be approached for resolution of the same.

**Q.7 Why can't the Company take request for change of details recorded in the demat account ?**

As per the Depository Regulations, the Company is obliged to take on record the details of demat shareholders furnished by the concerned DP. Since the Depository is the custodian of the shares held in demat form, the Company cannot make any change in such records received from the Depository.

**NOMINATION**

As per Section 72 of the Companies Act, 2013, members are entitled to make nomination in respect of shares held by them. Members may send a written request in the **prescribed forms** ( given in the table here-below) to the RTA of the Company, KFin Technologies Limited either by email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by post to Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 50003.

For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
Declaration to opt out	Form ISR-3
Cancellation of nomination by the holder(s) (Along with ISR-3) / Change of Nominee	For SH-14

The above referred Forms SH-13, ISR-3 & SH-14 can be downloaded from the Company's website: [www.nocil.com](http://www.nocil.com)

Members holding shares in physical form may kindly note that in terms of the SEBI Circulars referred to in para ( ) hereinabove it is mandatory to register their nomination details by submitting the above referred forms to the RTA in the manner specified, to avoid 'FREEZING OF THEIR FOLIOS 'on or after 1<sup>st</sup> October 2023

#### Miscellaneous questions relating to Nomination

##### **Q.1 Do I have to send my share certificates along with the nomination form?**

It is not necessary to send your share certificate at the time of registration of nomination.

##### **Q.2 My shares are held in joint names. Are the joint holders nominees to the shares?**

Joint holders are not nominees. They are joint holders of the relevant shares. In the event of death of any one of the joint holders, the surviving joint holder/s of the shares is/are the only person/persons recognized by the Company as the holders of the shares.

##### **Q.3 Can a nomination once made be changed?**

A nomination once made can be revoked by submitting a fresh nomination. If the nomination is made by joint holders, and one of the joint-holders dies, the surviving joint holder/s can make a fresh nomination by revoking the existing nomination.

##### **Q.4 What is the legal position of the nominee in case of death of the shareholders?**

In case of shares held by sole holder, upon the death of the shareholder, the nominee, to the exclusion of any other legal heir/beneficiary, is the only person in whom the shares vest. In other words, in case of a valid nomination, the Company will not entertain any claim from legal heirs or beneficiaries and the shares will be transmitted only in favour of the Nominee.

In case the nomination is made by joint-holders, it will come into play only upon the death of all the joint holders. Therefore, if one of the joint shareholders dies, the shares will devolve on the surviving shareholders to the exclusion of the nominee. In this case, the surviving shareholders may make a fresh nomination if they so desire.

##### **Q.5 What is the procedure for the nominee to get the shares in his name?**

Upon the death of a shareholder, the nominee is entitled to have the shares transmitted in his/her favour. He/she is required to submit a request in writing in Form ISR-5 along with the original share certificate and an attested copy of the death certificate of the deceased shareholder. If a nominee opts for registration of shares in his/her name, he/she has to submit a Transmission Form along with a self-attested copy of the pan card. Upon scrutiny of the documents submitted by the nominee, a Letter of Confirmation will be issued by the Registrar. Within 120 days of issuance of the letter, the nominee shall submit the demat request along with the letter to the DP.

**Q.6 I have shares in demat form. Can I send the nomination form to the Company for making a nomination with respect to my shareholding ?**

For making a nomination with respect to dematerialised shares, you will have to approach your DP.

**TRANSMISSION OF SHARES**

**Q.1 In case of joint holdings, in the event of death of one shareholder, how do the surviving shareholders get the shares in their names?**

The surviving shareholders are required to submit a request letter in [Form ISR-4](#) supported by a self attested copy of pan card of all surviving holders, an attested copy of the Death Certificate of the deceased shareholder and the relevant share certificates. It is advisable if the documents are accompanied by a duly executed Transmission Form. The form is available for download on the website. The Company, on receipt of the said documents, will delete the name of deceased shareholder from its records and issue a Letter of Confirmation in favour of the surviving registered holder. Within 120 days of issuance of the letter, you are required to submit the demat request along with the Letter of Confirmation to the DP.

**CHANGE OF ADDRESS**

**Q.1 If there is a change in my address, what is the procedure for getting the address changed in the folio?**

You need to send a request letter in [Form ISR-1](#) quoting the folio number signed by all the shareholders providing the new address along with the pin code. The request letter should be accompanied by a copy of pan card of all the holders and a valid proof of address.

**Q.2 Can there be multiple addresses for a single folio?**

No. There can be only one registered address for one folio.

**Q.3 If the shares are dematerialised, what is the procedure for change of address?**

Since your DP maintains the records of your dematerialised shares, you have to approach your DP to effect any change in your address.

**DIVIDEND**

**Q.1 I have not received my dividend. What action do I take?**

You may write to the Investor Service Department of the Company furnishing the particulars of the dividend not received. Also quote your folio number/client ID particulars (in case of dematerialised shares). We will check our records and issue a duplicate dividend warrant if the dividend remains unpaid in the records of the Company.

**Q.2 What is the procedure for obtaining a duplicate dividend warrant ?**

No duplicate can be issued during the validity of the original warrant. Hence, if the validity period of the lost dividend warrant has not yet expired, you will have to wait till the expiry date. However, once the validity period has expired, if the dividend warrant is still shown as unpaid in our Bank Statement, we shall issue a duplicate warrant expeditiously.

**Q.3 Why do shareholders have to wait till the expiry of the validity period of the original warrant? Is it possible for you to issue stop payment instructions to the bank for the original warrant and issue a duplicate immediately?**

Since the dividend warrants are payable at par at all branches of the dividend banker across the country, it is not practically possible for banks to issue stop payment instructions. Hence, it becomes necessary for us to wait till the expiry of the validity of original warrant.

**Q.4 In order to protect against fraudulent encashment, I want to incorporate the details of my bank account in my dividend warrant. What is the procedure that I should follow?**

If you hold shares in physical form, please submit the request in [Form ISR-1](#) , which can be downloaded from our website, duly executed along with a copy of cancelled cheque or copy of bank statement to our Registrar - KFin Technologies Limited which will be incorporated in all your future dividend payments. However, if you hold the shares in demat form, these details will have to be provided to the DP with whom you have a demat account.

**Q.6 What is National Electronic Clearing Service (NECS)?**

Under this system, you can receive your dividend electronically by way of direct credit to your bank account. This avoids a lot of hassles like loss, postal delay, fraudulent interception of dividend warrants during postal transit. This also expedites payment through credit to your account compared to dividend warrants in the physical form. We would strongly recommend that you opt for NECS, if you have not done so already.

**Q.7 How can I avail of the National Electronic Clearing Service facility?**

If you are holding shares in physical form, you are required to submit the bank details in [Form ISR-1](#) , which can be downloaded from our website, duly completed along with a copy of cheque leaf/bank statement and we shall take due note of the same in our records. All subsequent dividends will be paid to you through direct credit to your bank account. If you are holding shares in demat form, you may approach your Depository Participant for updating NECS mandate.

**Q.8 Is the NECS facility available across the country?**

Yes.

**What is INVESTOR EDUCATION & PROTECTION FUND ( IEPF) -Transfer of Unclaimed and Unpaid Dividends and Equity shares relating thereto ??**

Members are requested to note that pursuant to the provisions of Section 125 (2) of the Companies Act, 2013, the dividend remaining unclaimed /unpaid for a period of seven years from the date it becomes due for payment shall be credited to the Investor Education and Protection Fund (IEPF) set up by the Central Government, Members who have so far not claimed the dividends are requested to make claim with the Company immediately as no claim shall lie against the Company in respect of individual amounts once credited to the said IEPF.

**Due dates for transferring unclaimed and unpaid dividends declared by the Company are as under:**

<b>Financial Year ended</b>	<b>Date of declaration of dividend</b>	<b>of of Due date of transfer of unclaimed &amp; unpaid Dividend</b>
31st March 2016	27 <sup>th</sup> July 2016	2 <sup>nd</sup> September 2023
31st March 2017	27 <sup>th</sup> July 2017	2 <sup>nd</sup> September 2024
31 <sup>st</sup> March 2018	25 <sup>th</sup> July 2018	31 <sup>st</sup> August 2025
31st March 2019	30 <sup>th</sup> July 2019	05 <sup>th</sup> September 2026
31st March 2020*	6 <sup>th</sup> March 2020	12 <sup>th</sup> April 2027
31 <sup>st</sup> March 2021	3 <sup>rd</sup> August 2021	9 <sup>th</sup> September 2028
31 <sup>st</sup> March 2022	28 <sup>th</sup> July 2022	4 <sup>th</sup> October,2029

\*Interim Dividend declared for FY 2019-20

- a) Attention of the Members is also invited towards the provisions of Section 125 of the Companies Act, 2013 read together with IEPF (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 which requires the companies to also transfer the Equity shares corresponding to the Dividend which has remained unclaimed and consequently unpaid for a period of seven consecutive years or more. **Members wishing to claim dividends that remain unclaimed are requested to correspond with Mr. Polisetty Srinivas Anand, Kin Technologies Limited, Unit: NOCIL Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 email id :einward.ris@kfintech.com.**

Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ("IEPF"). Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to IEPF as per Section 124 of the Act, read with applicable IEPF Rules.

- b) Members are requested to address all correspondence, including dividend-related matters, to Mr. Polisetty Srinivas Anand, Kin Technologies Limited, Unit: NOCIL Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 email id :einward.ris@kfintech.com.

### **LOSS OF SHARE CERTIFICATES**

#### **Q.1 I have lost/misplaced my share certificates, what are the steps that I should take to obtain duplicate share certificates?**

Please inform our Registrar immediately about the loss of share certificates .Kindly quote your folio number and, if available, details of share certificates. We shall immediately mark a caution on your folio to prevent any further transfer of shares covered by the lost share certificates. Upon receipt of intimation about loss of certificates, the Registrar will revert with the required formalities to be complied with for obtaining duplicate certificates.

#### **Q.2 I have lost my share certificate with transfer deeds duly executed by me. How should I proceed to obtain duplicate share certificates?**

Kindly follow the procedure described in the preceding answer.

#### **Q.3 What action should I take if I retrieve the original share certificate, which I had reported to the Company to be lost?**

Please surrender the original share certificate to the Company/Registrar immediately if duplicate share certificates have been issued. However, if the original share certificates are found before you comply with the procedure for obtaining duplicate share certificates, please inform the Registrar immediately so that we can remove the caution from your folio immediately.

### **GREEN INITIATIVE & ELECTRONIC COMMUNICATION**

Pursuant to sections 101 and 136 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January 2023 the Notice & other statutory documents ( including but not limited to the Annual Report) calling the Annual General



Meeting/Extraordinary General Meeting /Postal Ballot Process shall be **sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/RTA** .The same would also be uploaded on the Company's website : [www.nocil.com](http://www.nocil.com); BSE Limited's website : [www.bseindia.com](http://www.bseindia.com) ; NSE's website : [www.nseindia.com](http://www.nseindia.com); and the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com/>

#### **Registration of email ids.:**

Members holding shares in demat mode, who have not registered their email addresses, are requested to register their email addresses with their respective Depository Participants (D. Ps). Members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

#### **Q.1. What is Green Initiative? Why should I register for the same?**

Green Initiative is an effort of the Government of India which aims at reducing paper consumption thereby contributing to a greener environment.

Towards this end, the Ministry of Corporate Affairs vide its Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 commenced the "Green Initiative in Corporate Governance" thereby allowing Companies to issue Annual Reports and other documents to the shareholders in electronic mode.

By registering for Green Initiative, every shareholder will get an opportunity to contribute to this noble cause for the benefit of our future generations.

#### **WHAT IS THE SUSPENSE ESCROW DEMAT ACCOUNT & HOW DOES IT IMPACT THE SHAREHOLDERS**

In terms of SEBI Circular :- SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 shares of companies shall be issued in dematerialized mode only while processing the service requests for issue of duplicate certificates, Transmission of shares, Transposition of shares , Renewal/Exchange of certificates, Endorsement; Subdivision, Splitting of the certificates and Consolidation of certificates/Folios .The said Circular further stipulates that in case the shareholder fails to submit the demat request within the prescribed time frame then the RTA shall credit the shares to a "SUSPENSE ESCROW DEMAT ACCOUNT "; Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 on the website of the

Company's RTA namely KFin Technologies Ltd at . It may be noted that any service request can be processed only after the Folio is KYC compliant.

**MANDATORY KYC REQUIREMENTS FOR HOLDERS OF SHARES IN PHYSICAL FORM:  
FREEZING OF FOLIOS FOR NON COMPLIANCE**

Members may kindly note that SEBI has vide Circulars SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021; and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 directed as under :

- It is mandatory for holders of physical securities to furnish PAN, email address, mobile number, bank account details and details relating to nomination to the respective Registrars & Share Transfer Agents (RTA).
- The RTAs shall not process any service requests or complaints received from such holder(s) / claimant(s), till PAN, KYC and Nomination documents/details are received from them.
- Folios wherein any one of the said documents / details are not available on or after October 01, 2023 ( or such other date as SEBI may stipulate) shall be frozen and such holders of physical securities will not be eligible to lodge grievance or avail service request from the respective RTA.
- The Securities in the frozen folios shall be eligible for payment including dividend, interest, or redemption amounts ONLY through electronic mode and the company shall ensure that an intimation is sent to the holder that such payment is due and shall be electronically made upon complying with the requirements, as aforesaid.
- Dividend shall be paid only through electronic mode with effect from April 1, 2024.
- The RTA shall revert Frozen folios to normal status upon the receipt of all aforesaid documents/details or upon dematerialization of the securities.
- After December 31, 2025, the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

For those shareholders holding shares in physical mode who have not complied with the said SEBI directions we once again request them to furnish the documents/ details, as per the table below, to the Registrars & Transfer Agents of the Company i.e., M/s. KFin Technologies Limited immediately.

S. No.	Particulars	Please furnish details in
1	PAN, Address, Email address, Mobile Number, Demat account details and Bank account details	Form ISR-1
2	Specimen Signature	Form ISR-2
3	Nomination details	Form SH-13
4	Declaration to opt out nomination *	Form ISR-3
5	Cancellation or Variation of Nomination	Form SH-14

\*In case you are opting out for giving nomination, then submit ISR-3 only and SH-13 need not be submitted.

The aforesaid forms can be downloaded from the website of the Company and RTA at: [www.nocil.com](http://www.nocil.com) and [www.kfintech.com](http://www.kfintech.com).

You are requested to forward the duly filled in documents along with the related proofs as mentioned in the respective forms by post to the following address:

**Kind Attn: Mr. Vagolu Ratna Babu, Senior Manager**  
**KFin Technologies Limited**  
**Unit: NOCIL Limited**  
 Selenium Tower B, Plot No. 31&32, Financial district, Nanakramguda,  
 Serilingampally Mandal, Hyderabad – 500 032  
**E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)**

Alternatively, the said documents/ details (scanned) can be mailed through your registered email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

**In view of the above developments/directions it is in the interest of shareholders holding shares in physical mode to immediately take steps to dematerialize their shares.**

#### **INVESTOR GRIEVANCES**

**All queries and grievances of Investors should be addressed to :**

**Mr. Vagolu Ratna Babu, Senior Manager**  
**KFin Technologies Limited**  
**Unit: NOCIL Limited**  
 Selenium Tower B, Plot No. 31&32, Financial district, Nanakramguda,  
 Serilingampally Mandal, Hyderabad – 500 032  
**E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)**

**In event of non resolution of the queries/grievances/complaints, investors may send email to :**

Mr Amit K Vyas  
Compliance Officer  
Investor Care <investorcare@nocil.com

## MISCELLANEOUS

### Q.1 I wish to split/consolidate my share certificates into marketable lots. What is the procedure that I should follow ?

Please forward your share certificates along with a request letter in [Form ISR-4](#) signed by all the registered shareholder/s and we shall issue a letter of confirmation accordingly. Within 120 days of issuance of the letter, you are required to submit the demat request along with the letter to the DP.

### Q.2 I hold more than one folio in the same name. Can I consolidate these folios?

Yes. Please forward the share certificate relating to those folios which you wish to merge along with a request letter in [Form ISR-4](#) duly signed by all the registered holders and we shall consolidate your folios and issue a Letter of Confirmation. Within 120 days of issuance of the letter, you are required to submit the demat request along with the letter to the DP. You may please note that the folios to be consolidated should be in the identical name and/or in the same order of identical names (in case of joint-holding) and bear the same address.

### Q.3 I want to authorise another person to deal with my shares. Do I have to report this to the Company?

Yes. You will have to execute a Power of Attorney in favour of the concerned person and submit a notarised copy of the same to the Registrar for registration. After scrutiny of the documents, we shall register the Power of Attorney and provide you with the registration number of the same.

### Q.4 We hold shares in joint names and would like to change the order of names.

Please forward your share certificates along with a request in [Form ISR-4](#) for Transposition duly signed by all the joint-holders as per the specimen signatures recorded with the Company.