



THIS INDENTURE OF TRUST is made on this the 27th day of the month of February Nineteen Hundred and Ninety Six by THE KERALA MINERALS AND METALS LTD., a Company registered under the Indian Companies Act 1956 having its registered office at Sankaramangalam, Chavara P.O., District Kollam, Kerala (hereinafter called the Company) of the one part represented by

- | | |
|----------------------------------|-----------------------------------------|
| 1. K. Asokan <i>Thermal</i> | 2. K. Abdullakutty <i>to do</i> |
| 3. Babu Jacob <i>J.P.</i> | 4. V. B. Gopalakrishnan <i>1/10 mal</i> |
| 5. S. Rajakanthan <i>to do</i> | 6. P. S. Sukumaran <i>to do</i> |
| 7. Babu Chandran <i>to do</i> | 8. Suprabha kumari. L. K. <i>Supra</i> |
| 9. Krishnakumar. S. <i>to do</i> | 10. B. Anil kumar. <i>to do</i> |



-: 2 :-

1. K. Asokan, Chief General Manager (i/c), Aged 55, Son of Kesavan, residing at 9/771, Q.S. Road, Kadappakkada, Kollam-8.

2. K. Abdullakutty, Deputy General Manager (Personnel and Administration) son of K. Kunhali, House No. 397, Ward No. XXV, Thevally, Near Coirfed, Kollam and the Board of Trustees of the proposed Trust represented by

1. K. Asokan, Chief General Manager (i/c), aged 55, Son of Kesavan, residing at 9/771, Q.S. Road, Kadappakkada, Kollam-8.

1. Thiruvalluvar

3. J. R. S.

5. J. R. S.

7. J. R. S.

9. J. R. S.

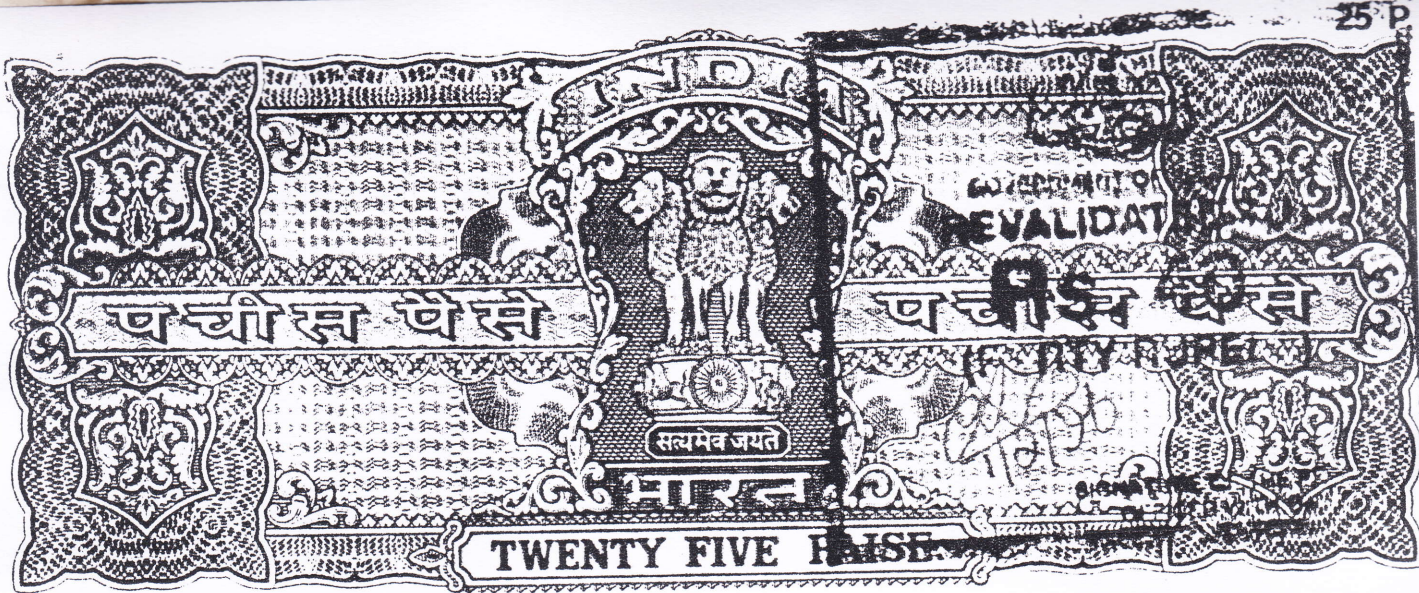
2. J. R. S.

4. J. R. S.

6. J. R. S.

8. J. R. S.

10. J. R. S.



.-: 3 :-

2. K.Abdullakutty, Deputy General Manager (Personal and Administration) aged 45,- Son of K.Kunhali, residing at House No.397, Ward No. XXV, Thevally, Near Coir fed, Kollam.

WHEREAS the Regional Provident Fund Commissioner, Thiruvananthapuram, vide Order No.10315/Enf VI 4/85 dated 30-9-85 brought the Kerala Minerals and Metals Ltd. under the Employees Provident Funds and Miscellaneous Provisions Act 1952 (hereinafter referred to as the "Act") with effect from 31-1-1972 under the heading 'Trading and Commercial Establishment'. The Kerala Minerals and Metals Ltd. is having two independent Units viz. the Mineral Separation Unit, which is an 'Ilmenite Mine' registered under the Mines Act 1952 and was registered in 1972 as a wholly owned Government Company under the companies Act 1956, and the Titanium Dioxide Pigment Unit, a new Unit set

- | | |
|------------------|--------------------|
| 1. <i>Murali</i> | 2. <i>to do</i> |
| 3. <i>Jose</i> | 4. <i>to do</i> |
| 5. <i>Rajan</i> | 6. <i>to do</i> |
| 7. <i>Ramdas</i> | 8. <i>Suprabha</i> |
| 9. <i>Devi</i> | 10. <i>to do</i> |



-: 4 :-

up in 1979 as a factory registered under the Factories Act 1948 which started production in December 1984. Aggrieved by the order of Regional Provident Fund Commissioner, Company approached the Regional Provident Fund Commissioner under Section 7A of the Act. The Regional Provident Fund Commissioner vide Order dated 10th December 1985, exempted the Mineral Separation Unit of the Company from the purview of the Act and held that Act applies to the Titanium Dioxide Pigment Unit with effect from 31-12-1984. Against the Order of the Regional Provident Fund Commissioner, Company filed O.P. No.3973/1986 W before the Hon'ble High Court of Kerala against the denial of Infancy protection for the Titanium Dioxide Pigment Unit. The Hon'ble High Court as per the judgement dtd.10-9-1990 directed the Company to approach the Government of India under section 19A

1. *T. Monal*3. *J. P. P.*5. *S. P. P.*7. *K. P. P.*9. *D. P. P.*2. *h. 24*4. *h. 24*6. *h. 24*8. *Suprabha*10. *h. 24*

In the meantime, the employees of the Titanium Dioxide Pigment Unit were allowed to contribute to "The Kerala Minerals and Metals Employees Provident Fund", a private Provident Fund set up in the Mineral Separation Unit of the Company with the recognition under the Income Tax Act.

And whereas the Board of Directors of the Kerala Minerals and Metals Ltd., vide their resolution No.D-1 of the 104th meeting held on 11-11-1991 approved the formation of a sepearte Provident Fund Trust in the name of KMML (Pigment Unit) Employees Provident Fund (hereinafter called the Fund) for the benefit of regular employees of the Titanium Dioxide Pigment Unit and the administration of the said Fund is now required to be vested in the Board of Trustees upon irrevocable trust.

And Whereas certain rules and regulations (hereinafter referred to as the Rules) inter alia containing the terms and conditions on which the subscribers to the Fund are to be admitted the manner in which the contributions to the Fund are to be accounted for the regulating the management and administration of the Fund have been framed.

1. Thunel
2. As de
3. gare
4. Al palatibus
5. Rur
6. Jon
7. Handing
8. Supradia
9. Dezoo
10. Amey

And Whereas the Company has decided to make a formal declaration of Trust with an initial corpus of Rs.10,000/-(Rupees Ten thousand only) provided by the Company as initial fund and irrevocable vest the income and properties of the Fund in the Board of Trustees of the KMML (Pigment Unit) Employees Provident Fund Trust (hereinafter called the BOARD OF TRUSTEES) and for the purpose to reduce the terms and conditions of the said Trust in the form of a Deed.

NOW THEREFORE THE DEED WITNESSETH AS FOLLOWS:

1. The Trust, hereby declared shall be called 'KMML (Pigment Unit) Employees Provident Fund Trust' (hereinafter called the 'Trust'.
2. The Company hereby declare that, it will make necessary arrangements for transferring and ensuring upto the Trustee the cash and property belonging to the members of the 'KMML (Pigment Unit) Employees Provident Fund' which is at present held by The Kerala Minerals Limited Employees Provident Fund, and all the rights and titles thereto or interest therein to held the same to the Trustees absolutely upon an irrevocable Trust and subject to the terms, with powers, provisions and declaration, hereinafter appearing in the Trust and shall vest and be deemed to have vested in the Trustees and their successors for the time being from this date and the Trustees and their successors shall apply and employ the trust property and its income for the execution, advancement and benefits of the Trust.

1. Murali

3. Jose

5. Amal

7. Prady

9. Devi

2. Aravind

4. M. M. Mathur

6. John

8. Suprabha

10. Prady

3. The following will be the original Trustees of the Trust as representing the management and the employees respectively.

Representatives of the Management

1. Shri.K.Asokan
2. Shri.K.Abdullakutty
3. Shri.Babu Jacob
4. Shri.V.B.Gopalakrishnan
5. Shri.S.Rajakanthan

Representatives of the Employees

1. Shri.Sukumaran.P.S.
2. Shri.Babuchandran.N.C.
3. Smt.Suprabhakumari.L.K.
4. Shri.Krishnakumar.S.
5. Shri.B.Anil kumar.

4. All the investments and Securities and cash belonging to or forming part of the Fund from time to time shall subject to the present rules and regulations of the Fund and as amended from time to time in future be vested in the Trustees.

5. The Trustees shall hold and stand possessed of the Fund and other securities and monies coming to their hands upon the Trusts and for the use, interests and purposes of the said Rules or the Rules and Regulations for

- | | |
|------------------|----------------------------|
| 1. <i>Murali</i> | 2. <i>Abdy</i> |
| 3. <i>gop</i> | 4. <i>M. Muralakrishna</i> |
| 5. <i>Ram</i> | 6. <i>Jon</i> |
| 7. <i>Gandhi</i> | 8. <i>Suprabha</i> |
| 9. <i>Devan</i> | 10. <i>Devan</i> |

-: 8 :-

the time being in force for the Management and administration of the Fund.

6. The Fund shall be kept invested in investments authorised by the Rules and Regulations of the Fund for the time being in force and otherwise in accordance with such rules and regulations.

7. The Trustees shall hold the Fund and the investments representing the same for the time being upon the Trust to apply and deal with the same in accordance with the rules and regulations of the Fund and they shall have powers from time to time to add to, vary or alter the said Rules in the manner therein mentioned.

8. The right to appoint new Trustees in the event of there being any vacancy in the office of Trustees shall be vested in the person or persons to whom such right is given by the said Rules of the Fund for the time being in force.

9. A Trustee shall be at liberty to retire by notice in writing in that behalf addressed to the Chairman of the Trust.

10. The receipt of the Trustees or any two of them for the purchases monies of any property held by the Trustees and sold by them or for any other monies, funds, shares or securities shall, be a good and sufficient discharge to the persons paying or delivering such monies, funds, shares or securities which in or by such receipts shall be expressed to be or to have been received and the persons paying or delivering such monies, funds, shares or securities and taking such receipts as aforesaid shall not

1. *M. Menon*

3. *J. J.*

5. *[Signature]*

7. *[Signature]*

9. *[Signature]*

2. *[Signature]*

4. *[Signature]*

6. *[Signature]*

8. *[Signature]*

10. *[Signature]*

be obliged or required to see to the application or be answerable or accountable for the loss mis application or non application thereof.

11. The Trustees shall have the power at their uncontrolled discretion instead of accepting personally to employ and pay any agent (including any bank or any of the Trustees) to transact any business or to do any act whatever in relation to the trusts thereof including the receipt and payment of nominees without being liable for any losses and shall be entitled to be allowed and paid all charges and expenses incurred thereby and any Trustees being a solicitor or engaged in any other profession or business shall be entitled to charge and be paid all usual professional or other charges for business done by him or his firms in relation to the trusts thereof whether in the ordinary course of his profession or business or not.

12. Any of the Trustees may by power of attorney or other legal instrument authorise his co-trustee or any of them on his behalf to exercise any power or to do any act whatever in relation to the trusts hereof or the Fund.

13. No trustee of there presents shall be liable for anything whatsoever except a breach of trust knowingly and intentionally committed by him and a Trustee shall not be liable for in voluntary acts nor for any acts or default or omission of his co-trustees and in particular any trustee who shall pay over or transfer any trust funds or securities to his co-trustee or co-trustee or do any act or make omission enabling a co-trustee or co-trustees to receive any monies or securities for the

1. *Muenab*

3. *W. H. H.*

5. *W. H. H.*

7. *W. H. H.*

2. *W. H. H.*

4. *W. H. H.*

6. *W. H. H.*

8. *W. H. H.*

purpose of these presents shall not be bound to see to the due applications thereof nor be subsequently rendered liable by any express notice of the misapplication of such monies nor for neglecting to take any proceedings against such misapplications nor shall any Trustee be liable for the neglect or default of any solicitor, banker or other agent reasonably employed by the Trustees

14. The Trustee shall have the entire control of the Fund and the corpus of the Trust and shall decide all differences/disputes or matters arising out of an in relation to the interpretation of any rules relating to the Provident Fund or the rights and obligations of its member and the Trust.

15. Subject to the provisions of this Trust Deed and in accordance with the Provisions of Employees Provident Fund and Miscellaneous Provisions Act, the Trustees may at any time or times make rules for the conduct of its affairs as they think fit and may also change such rules for time to time and such framing of rules and changes therein shall only be with prior consent in writing of the Company, Provided that such rules and bye laws are not inconsistent with the terms of these presents or with the rules of the Fund for the time being in force,

16. IN WITNESS WHEREOF, this Trust Deed has been executed on the day, month and year earlier written by the Company by the hands of Sri.K.Asokan, Chief General Manager (i/c), The Kerala Minerals and Metals Ltd., Shri. K.Abdullakutty, Deputy General Manager (Personnel and Administration), The Kerala Minerals and Metals Ltd.,

1. *Mineral*
3. *JHC*
5. *[Signature]*
7. *[Signature]*
9. *[Signature]*

2. *[Signature]*
4. *[Signature]*
6. *[Signature]*
8. *Suprabha*
10. *[Signature]*

duly authorised by the Company and the following Trustees in the presence of the Witness at Kollam.

For and on behalf of the Company.

1. K.Asokan, Chief General Manager (i/c),
Aged 55 yrs., Sonof Kesavan, residing
at 9/771, Q.S.Road, Kadappakkada,
Kollam - 8.

M. Asokan

2. K.Abdullakutty, Deputy General Manager,
(Personnel and Administration),
aged 45 yrs., S/o K.Kunhali, residing at
House No. 397, Ward No. XXV, Thevally,
Near Coirfed, Kollam.

A. B. D.

Common seal of The Kerala Minerals and Metals Ltd.

For the Trustees:

1.K.Asokan, Chief General Manager (i/c),
aged 55 yrs., S/o Kesavan, residing at
9/771, Q.S. Road, Kadappakkada, Kollam-8.

M. Asokan

2. K.Abdullakutty, Deputy General Manager
(Personnel and Administration),
aged 45 yrs., S/o K.Kunhali, residing
at House No.397, Ward No.XXV, Thevally,
Near Coirfed, Kollam.

A. B. D.

3. Babu Jacob, Deputy General Manager (T),
aged 52 yrs., S/o P.J.Chacko, residing
at TC 13/1286, Vadayakadu Jn., Kunjukuzhi
(P.O.), Thiruvananthapuram.

J. P. C.

1. *M. Asokan*
3. *J. P. C.*
5. *[Signature]*
7. *[Signature]*
9. *[Signature]*

2. *[Signature]*
4. *[Signature]*
6. *[Signature]*
8. *[Signature]*
10. *[Signature]*

-: 12 :-

4. V.B.Gopalakrishnan, Welfare Officer,
aged 46 yrs., S/o K.S. Bhaskara Menon,
residing at Vrindavanam, Pada North,
Karunagappally, Kollam.

5. S.Rajakanthan, Assistant Accounts Officer,
aged 35 yrs., S/o P.K.Subramonian, resi-
ding at Lal Dale, XXXIII/381, Mulamkadakam,
Mundalumoodu Jn., Kollam-12.

6. P.S.Sukumaran, Assistant Grad-I.,
aged 39 years, S/o P.Sekharan,
residing at Vishal, Mundakkal,
Kollam.

7. Babu Chandran, Operator Grade-A,
aged 35 yrs, S/o R.Chellappan pillai,
residing at Aswathi, Vadakkumthala
mekku, Vadakkumthala (P.O.) Karuna-
gappally.

8. Suprabhakumari.L.K., Assistant Gr-II,
aged 38 years, D/o K.Kesavan,
residing at Ambadi, Near Inchakkal-
Temple, Kilikolloor (P.O), Kollam-4.

9. Krishna kumar.S., Technician (I)Gr- A.,
aged 35 yrs. S/o Sreedharan Pillai,
residing at Sree Nilayam, Chathurthi-
akary (P.O.), Alappuzha.

10. B.Anilkumar, Clerk Cum Typist Gr-II,
aged 35 yrs., S/o K.P.Balakrishna
Pillai, residing at Krishna Nivas,
Punthalathazham, Kilikolloor (P.O.)
Kollam-4.

1. Thiruveth

3. J.K.P.

5. P.K.

7. (S. Sekharan)

9. S. Sreedharan

2. K.S.

4. P.K.

6. J.K.

8. Suprabha

10. B.A.

-: 13 :-

In the presence of Witnesses:

1. Radhakrishna Pillai

[Signature]

Son of Sankara Pillai
Mannasseril, Kolam, Panmana

2. Geetha Chandran

[Signature]

Wife of Ramachandran,
Kampattiyil, Ponmana.

This document is typewritten

Corrections: Nil

1. K.Asokan

[Signature]

2.K.Abdullakutty

[Signature]

3. Babu Jacob

[Signature]

4.V.B.Gopalakrishnan

[Signature]

5. S.Rajakanthan

[Signature]

6.P.S.Sukumaran

[Signature]

7.Babu Chandran

[Signature]

8.Suprabhakumari.L.K.

[Signature]

9.Krishna kumar.S.,

[Signature]

10.B.Anil kumar

[Signature]