Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150

Fax: 00 91 (22) 22202 4657 E-mail: info@amphray.com

Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544



#### Notice

NOTICE IS HEREBY GIVEN THAT THE 49<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF TRIOCHEM PRODUCTS LIMITED (CIN: L24249MH1972PLC015544) will be held at the Registered Office of the Company at Sambava Chambers, 4<sup>th</sup> Floor, Sir. P. M. Road, Fort, Mumbai - 400001 on Saturday, 25<sup>th</sup> September 2021 at 3.00 P.M. to transact the following business:

# **Ordinary Business**

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors' thereon.
- To appoint a Director in place of Mrs. Grace Ramu Deora (DIN 00312080), who retires by rotation and being eligible for re-appointment.
- 3. Ratification of appointment of Statutory Auditors To consider and, if though fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 139 and other applicable provision, if any, of the Companies Act, 2013 ("Act") read with Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratified the appointment of M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.104746W/W100096) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 50th Annual General Meeting to be held in 2022 to examine and audit the accounts of the Company for the financial year 2021 - 2022 at such remuneration to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, mutually agreed to between the Company and Auditors."

#### Special Business

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4. Ratification of Remuneration payable to cost auditor

To consider and, if though fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 148 and other applicable provision, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Audit and Auditors) Rules, 2014, as amended and the company hereby ratifies the remuneration of Rs.25,000/- (Rupees Twenty Five Thousand) plus applicable taxes and out-of-pocket expenses incurred in connection with the cost audit, payable to M/s. N. Ritesh & Associates, (Certificate of Practices No. R100675) Cost Accountants (the Cost

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Auditors) who are appointed as Cost Auditors by the Board of Directors of the Company to conduct audit of cost records of the Company for the financial year ending March 31, 2022.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary proper or expedient to give effect to this resolution".

# 5. Authorization for Related Party Transaction

To consider and if though fit, to pass with or without modification, the following Resolution as a Special Resolution:

"RESOLVED THAT in continuation of and in addition to the Resolution passed through Special resolution in Annual General Meeting held on 26th September, 2020 and pursuant to the Section 188 of the Companies Act, 2013 read with Companies (Meeting of Board & its Powers) Rules, 2014 and other applicable provisions, if any, of the Act, and such other approvals, sanctions, consents and permissions as may be deemed necessary consent be and is hereby accorded to the Board of Directors of the Company or any Committee thereof, to enter into contracts / agreements as defined in the Companies Act, 2013 with the related parties up to maximum per annum amounts with effect from April 1, 2021, as appended herein below:

Transaction defined u/s 188(1) of Companies Act, 2013 Name of Related Parties / Companies (Rs. in Crores) E Payment of Name of Related Parties Sale of any Purchase of any goods and Expenses and goods and Companies materials materials Reimbursement Paid On Actual basis, exempted being in the ordinary course of business and on arm's length basis. (Subject to a maximum of amount p.a. as mentioned against the name of the Company). G Amphray Pharmaceuticals Pvt Ltd 20 15 20 Triochem Laboratories Pvt Ltd 15 Ambernath Plasto Packaging Pvt Ltd 10 20 PROPRIETORSHIP FIRM: 60 40 20 G Amphray Laboratories DIRECTORS/KMPs/RELATIVES OF DIRECTORS & KMPs/OTHER FIRMS & COMPANIES in which Director have some interest as per the provisions of section 2(76) of the Companies Act, 2013 Mrs. Grace R. Deora Mr. Rajesh R. Deora Mr. Rajiv R. Deora Ramu M. Deora HUF . Ramu S. Deora HUF

Any Contract or transaction with all the above parties for selling or otherwise disposing of, or buying, property of any kind to be on market value and on arm lengths relationship basis only.

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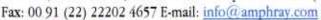
RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof, be and are hereby authorized to execute the documents, deeds or writings required to be executed in relation to the and other incidental documents, make applications to regulatory and government authorities for the purposes of obtaining all approvals, consents, permissions and sanctions required by the Company and to do all acts and deeds to give effect to this resolution."

#### NOTES:

- 1. Pursuant to the provisions of the Act, a member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company. The proxy form, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the Meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nomination organization. The proxy form is annexed to this notice.
- 2. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. If proxy is proposed to be appointed by Members holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Members.
- In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
- 4. Entry to the place of meeting will be regulated by an attendance slip which is annexed to this notice. The Members/Proxies attending the meeting are kindly request to complete the enclosed attendance slip and affix their signature at the place provided thereon and hand it over at the venue of the meeting.
- Route map showing direction to reach the venue of the 49th Annual General meeting is given at the end of the Notice.
- 6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the business under Item Nos. 4 to 5 of the Notice is annexed hereto. The Board of Directors have considered and decided to include Item Nos. 4 to 5 as given above, as Special Business in the forthcoming AGM as they are unavoidable in nature.

The relevant details pursuant to Regulation 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking re-appointment at this AGM are also annexed to this Notice.

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- 7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ('the Act') and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act will be available for inspection by the Members at the Annual General Meeting.
- 8. In line with the MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report 2020-21 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice conveying the 49th AGM has been uploaded on the website of the Company at <a href="https://www.triochemproducts.com">www.triochemproducts.com</a> under 'Investor Relations' section and may also be accessed on the websites of the Stock Exchanges i.e. BSE Limited at <a href="https://www.bseindia.com">www.bseindia.com</a>. The Notice is also available on the website of CDSL at <a href="https://www.evotingindia.com">www.evotingindia.com</a>.
- Pursuant to section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 17, 2021, to Saturday, September 25, 2021 (both days inclusive) for the purpose of 49th AGM.

For Shares held in electronic form: To all the beneficial Owners as at the end of the day on Thursday, September 16, 2021, in the list of beneficial owners to be furnished by NSDL and Central Depository Service (India) Limited ('CDSL'); and

For Shares held in physical form: To all Members in respect of shares held in physical form after giving effect to valid transmission and transposition request lodged with the Company as of the close of business house on Thursday, September 16, 2021.

- 10. Effective April 1, 2019, the Company has stopped accepting any fresh transfer requests for securities held in physical form. In view of this and to eliminate all risks associated with physical shares, Members holding shares in physical form are requested to dematerialised their holdings. Members may contact RTA i.e. Link Intime India Pvt. Ltd, Address: C-101, 1st Floor, 247 Park, L.B.S. Marg Vikhroli (West), Mumbai 400 083, Maharashtra at <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> for assistance in this regards. Members may also refer to Frequently Asked Questions ('FAQs') on the Company's website at <a href="https://www.triochemproducts.com/uploads/Investor-relations/pdfs/frequentty-asked-quesations-faq-51.pdf">https://www.triochemproducts.com/uploads/Investor-relations/pdfs/frequentty-asked-quesations-faq-51.pdf</a>
- 11. The format of the Register of Members prescribed by the MCA under the Act requires the Company / Registrar to records additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend, etc. A form for capturing additional details is available on the Company's website under the section 'Investor Relations' tab 'Investor Service' at <a href="https://www.triochemproducts.com/investor-relations/investor-relations.aspx?year=2020-21">https://www.triochemproducts.com/investor-relations/investor-relations.aspx?year=2020-21</a> as also

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attached to this Annual Report. Member holding shares in physical form are requested to submit the filled-in form to the Company or to the Registrar in physical mode as per instructions mentioned in the form. Members holding shares in electronic form are requested to submit the details to their respective DPs only and not to the Company or RTA.

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the Registrar at <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> in case the shares are held in physical form, quoting their folio number. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

- 12. Nomination Facility: As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desire to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Both Forms are appended at the ended of the Annual Report. Members holding shares in physical form are requested to submit the forms to the Company's Share Registrars and Transfer Agents. Members holding shares in electronic form may obtain form from their respective Depository Participant.
- 13. Consolidation of Physical Share Certificates: Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the shares certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
- 14. To prevent fraudulent transaction, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Members as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
- 15. Process for registering e-mail address to receive this Notice along with credentials for remote e-voting:
  - a. Online update on web portal at https://linkintime.co.in/EmailReg/Email\_Register.html

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b. For Physical shareholders: please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email to <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>

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- c. For Demat shareholders: please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID+CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email to <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
- d. The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above-mentioned shareholders.

# Remote e-voting before/during the AGM:

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- 1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rule, 2014, as amended and Regulation 44 of SEBI Listing Regulations, as amended and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-voting system as well as remote e-voting during the AGM will be provided by CDSL.
- 2. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Saturday, September 18, 2021, may cast their vote by remote e-voting. A person who is not a Member as on the Cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before as well as during the AGM. Any non-individual shareholders or shareholder holding securities in physical mode who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. Thursday, September 16, 2021, may obtain the User ID and Password by sending a request at helpdesk.evoting@cdslindia.com.

Individual shareholders holding securities in demat mode, who acquire shares of the Company and become a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Saturday, September 18, 2021 may follow the login process mentioned below in point 18.

3. The remote e-voting period commences on Wednesday, September 22, 2021, at 9.00 a.m. (IST) and ends on Friday, September 24, 2021, at 5.00 pm (IST). The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-voting before/during the AGM) shall be proportion to their share of the paid-up equity share capital of the Company as on the cut-off Saturday, September 18, 2021.

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- The remote e-voting module during the AGM shall be disabled by CDSL for voting 15 minutes after the conclusion of the Meeting.
- 17. Mrs. Ragini Chokshi, Practicing Company Secretary (C.P. No. 1436) has been appointed by the Board of Director of the Company as Scrutiniser for providing facility to the Members of the Company to scrutinise the remote e-voting process as well as voting through Poll paper at the Meeting, in a fair and transparent manner.

The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Annual General Meeting, thereafter unblock the votes cast through e-voting in the presence of two witnesses not in the employment of the Company. Scrutinizer shall, submit within the time stipulated under the applicable laws, a consolidated scrutinizer's report of the total votes cast in favor or against, if any to the Chairman or a person authorized by him in writing who shall counter-sign the same. Thereafter, the Chairman or the person authorized by him in writing shall declare the results of the voting forthwith.

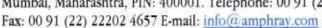
The Results declared along with the Scrutinizers Report shall be placed on the Company's website <a href="https://www.triochemproducts.com">www.triochemproducts.com</a> and on the website of CDSL immediately after the result is declared by the Chairman/Authorized person and the results will also be communicated to the Stock Exchange where the shares of the Company are listed.

#### 18. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 22<sup>nd</sup> September 2021 at 09.00 a.m. and ends on 24<sup>th</sup> September 2021 at 05.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18<sup>th</sup> September 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their



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vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders Holding securities in Demat mode with CDSL	1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="https://web.cdslindia.com/myeasi/home/login">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.
	<ol> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/EasiRegistration</a></li> </ol>
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in	<ol> <li>If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial</li> </ol>



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demat mode with NSDL	Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details		
Individual Shareholders	Members facing any technical issue in login can contact CDSL		
holding securities in Demat	helpdesk by sending a request at		
mode with CDSL	helpdesk.evoting@cdslindia.com or		
	contact at 022- 23058738 and 22-23058542-43.		
Individual Shareholders	Members facing any technical issue in login can contact NSDL		
holding securities in Demat	helpdesk by sending a request at		
mode with NSDL	evoting@nsdl.co.in or		
	Call at toll free no.: 1800 1020 990 and 1800 22 44 30		

- Login method for e-Voting for shareholders other than individual shareholders & physical (v)
  - The shareholders should log on to the e-voting website www.evotingindia.com
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).



After entering these details appropriately, click on "SUBMIT" tab.

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- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- Click on the EVSN for TRIOCHEM PRODUCTS LIMITED on which you choose to vote.
- 11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

# (vi) Facility for Non - Individual Shareholders and Custodians - Remote Voting

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians
are required to log on to <a href="www.evotingindia.com">www.evotingindia.com</a> and register themselves in the
"Corporates" module.



Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 22202 4657 E-mail: info@amphray.com

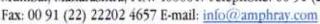
Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address <a href="mailto:investor@triochemproducts.com">investor@triochemproducts.com</a>, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

# 19. INSTRUCTIONS FOR SHAREHOLDERS E-VOTING DURING MEETING ARE AS UNDER:

- The procedure e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM
- 20. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:
  - For Physical shareholders please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email Id.
- For Demat shareholders please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email Id.

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Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544



- If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-23058542/43.
- 22. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

#### 23. GENERAL INSTRUCTIONS

- Members may avail dematerialization facility by opening Demat Accounts with the Depository Participants of wither National Securities Depository Limited or Central Depository Services (India) Limited and get the equity share certificate held by them dematerialized. The ISIN No. of the Company is INE331E01013
- 2. Members may also note that an electronic copy of the 49th Annual Report including Notice along with attendance slip and proxy form will be available on the Company's website at <a href="https://www.triochemproducts.com">www.triochemproducts.com</a> Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making such a request for the same free of cost. For any communication, the shareholders may also send their request to the Company's investor E-mail Id: investor@triochemproducts.com

By order of the Board of Directors For Triochem Products Limited

Grace R. Deora

Director

DIN: 00312080

Ramu S. Deora

Director & CEO

DIN: 00312369

Place: Mumbai; Dated: 29th June 2021

Registered Office:

4th Floor, Sambava Chambers, Sir P. M. Road, Fort, Mumbai: 400 001

CIN: L24249MH1972PLC015544

Email: investor@triochemproducts.com; Website: www.triochemproducts.com

Phone No.: 91 22 22663150; Fax No.: 91 22 22024657



Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 22202 4657 E-mail: info@amphray.com

Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544



Annexure to Notice

# PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) the details of the Directors seeking appointment / re-appointment at the 49th Annual General Meeting is furnished below:

Name of Director	Mrs. Grace Ramu Deora		
Director Identification Number	00312080		
Designation	Non-Executive Director		
Date of Birth / Age	7th September 1948 / 73 Years		
Qualification	B. A.		
Expertise	Her knowledge of the business environment and vast experience in general management and Leadership has been assets to the Company.		
Date of first appointment in the current designation	30 <sup>th</sup> March 2015		
Shareholding in the Company as on 31st March, 2021	36,000		
Directorships and Committee memberships held in other companies as on 31st March 2021 (Excluding Private Companies)	Nil		
Relationships with other Directors and Key	Mr. Ramu S. Deora (DIN 00312369) (Husband)		
Managerial Personnel	Mr. Rajesh R. Deora (DIN 00312316) (Son)		
No. of Board Meetings attended during the financial year 2020 - 21	Four		
Terms and conditions of re-appointment	Terms and Conditions shall be same as before Mrs. Grace Ramu Deora (DIN 00312080) was appointed as a Non-Executive Directors of the Company, liable to retire by rotation. As per the resolution passed by the Shareholders of the Company in the 46th Annual General Meeting held on 25th August 2018.		
Details of proposed remuneration	Nil		

The Board of Directors proposed the re-appointment of Mrs. Grace R. Deroa as Non-Executive Director on the Board of Directors of the Company and recommends the resolution as set out at Item no. 2 of the Notice for the approval of the members at the ensuing Annual General Meeting.

Except Mrs. Grace R. Deora, Mr. Ramu S. Deora and Mr. Rajesh R. Deora and their relatives, no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the re-appointment of Mrs. Grace R. Deora as a Non-Executive Director of the Company, expect to extent of their shareholding, if any in the Company.

Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544



Annexure to Notice

# EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Pursuant to Section 102 of the Companies Act, 2013 ('the act'), the following Explanatory Statement sets out all material facts relating to the Business mentioned under Item no. 3, 4 and 5 of the accompanying Notice dated 29th June, 2021.

#### Item No.3:

This explanatory statement is provided through strictly not require as per Section 102 of the Act.

M/s. Kanu Doshi Associates LLP (ICAI Firm Registration No. 104746W/W100096), Chartered Accountants, Mumbai were appointed as the statutory auditors of the Company for a period from five years at the Annual General Meeting of the Company held on 26th August, 2017 to hold office from the conclusion of Forty Five till the conclusion of Fifty Annual General Meeting to be held in 2022.

As per the provision of Section 139(1) of the Act, their appointment for the above tenure is subject to ratification by members at every Annual General Meeting.

Accordingly, ratification of the members is being sought for appointment of statutory auditors as per the proposal contained in the Resolution set out at item no. 3 of the notice.

The Board commends the Ordinary Resolution at item no. 3 for approval by the members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the resolution set out at item no. 3 of the accompanying notice.

## Item No. 4:

The Company is directed, under provision of Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, as amended, to have the audit of its cost records conducted by a Cost Accountant. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

The Board of Directors, on the recommendation of the Audit Committee, approved the appointment of M/s. N. Ritesh & Associates, Cost Accountants (Ritesh N. T. Proprietors) (Certificate of Practices No. R100675), as the Cost Auditors of the Company to conduct audit of the cost records of the Company for the year ending 31st March, 2022, at a remuneration of Rupees Twenty Five Thousand plus applicable taxes and out-of-pocket expenses.

M/s. N. Ritesh & Associates have submitted a certificate regarding their eligibility for appointment as Cost Auditors of the Company. M/s. N. Ritesh & Associates have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past several years.



Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 22202 4657 E-mail: info@amphray.com

Website: <a href="https://www.triochemproducts.com">www.triochemproducts.com</a> Corporate Identity Number: L24249MH1972PLC015544

Accordingly, consent if the Members is sought by way of an Ordinary Resolution as set out at Items No. 4 of the accompanying Notice for ratification of the remuneration amounting to Rs. Twenty Thousand plus an applicable tax and out-of-pocket expenses payable to the Cost Auditors for the financial year ending March 31, 2022.

The Board commends the Ordinary Resolution set out at Item No. 4 accompanying Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution at item No. 4 of the accompanying notice.

#### Item no. 5:

Pursuant to Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board and prior approval of the members by Special Resolution in case certain Related Party Transactions exceed such sum as is specified in the Rules. The aforesaid provisions are not applicable in respect transactions entered into by the Company in the ordinary course of business on arm's length basis. Though the Company always does the business with its related parties at arm length and in ordinary course of business but there may be some transactions done in the interest of the Company and for which your approval is required under the provisions of the Act.

The proposal outlined above is in the interest of the Company and the Board recommends the resolution setting out in accompanying Notice as Special Resolution.

None of the Director or Key Managerial Personnel of the Company is concerned or interested in the said resolution expect to extent of their shareholding in the company or any other interest as Director or shareholder or partner or otherwise in such related party entity, if any.

The Board recommends this Resolution for your Approval.

By order of the Board of Directors

For Triochem Products Limited

Grace R. Deora

Ramu S. Deora

Director

Director & CEO

DIN: 00312080

DIN: 00312369

Place: Mumbai; Dated: 29th June 2021

Registered Office:

4th Floor, Sambaya Chambers, Sir P. M. Road, Fort, Mumbai: 400 001

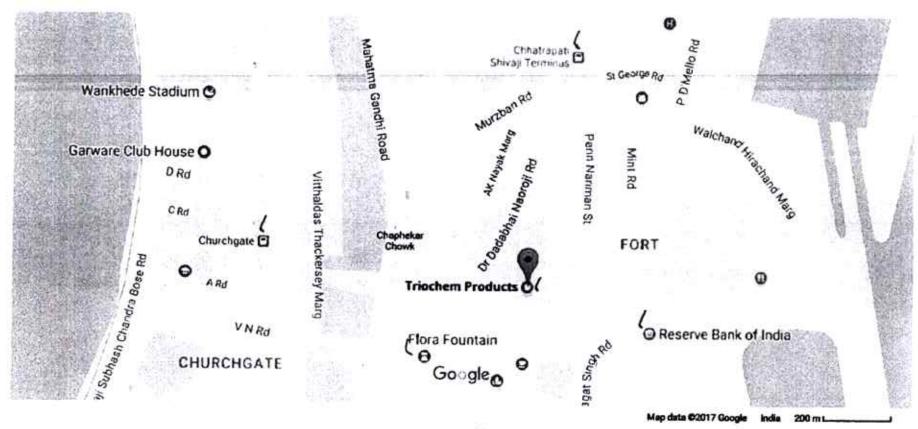
CIN: L24249MH1972PLC015544

Email: investor@triochemproducts.com; Website: www.triochemproducts.com

Phone No.: 91 22 22663150; Fax No.: 91 22 22024657



Gogle Maps Triochem Products



ROUTE MAP to the venue of the 49th Annual General Meeting

# Form No. SH-13

# Nomination Form

# [Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014]

		the holde	r(s) of the securities	s, particulars of which	are
given hereunder, which to	make nomin	ation and do hereby r	ominate the followi	ng persons in whom s	shall
est, all the rights in respec	ct of such secu	urities in the vent of m	y/our death.		
1) PARTICUALRS OF THE	SECURITITE	S (in respect of which	nomination is being	made):	
Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.	
2) PARTICUALRS OF NO	MINEE/S-				
(a) Name:					
(b) Date of Birth:					
(c) Father's / Mother's	s / Spouse's n	ame:			
(d) Occupation:					
(e) Nationality:					
(f) Address:					
(g) E-mail Id. & Telep	hone No.:				
(b) Polotionabia with	the security b	older(s):			
(h) Relationship with	me security in	01001(0).			
W0555					
W0555					
3) IN CASE OF NOMINEE	IS A MINOR				
<ol> <li>IN CASE OF NOMINEE</li> <li>(a) Date of birth:</li> </ol>	E IS A MINOR- najority:				
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n	E IS A MINOR- najority:				
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n  (c) Name of guardian:	E IS A MINOR- najority: : in:		DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n  (c) Name of guardian:  (d) Address of guardian.	E IS A MINOR- najority: : in:		DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n  (c) Name of guardian:  (d) Address of guardia  4) PARTICULARS OF NOM	E IS A MINOR- najority: : in:		DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n  (c) Name of guardian:  (d) Address of guardia  4) PARTICULARS OF NOM  (a) Name:	E IS A MINOR- najority: : un: MINEE IN CAS	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining n  (c) Name of guardian:  (d) Address of guardian:  (d) PARTICULARS OF NOM  (a) Name:  (b) Date of Birth:	E IS A MINOR- najority: : un: MINEE IN CAS	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	TTY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining of the control	E IS A MINOR- najority: : un: MINEE IN CAS	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	TTY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining of the control	E IS A MINOR- najority: : un: MINEE IN CAS	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining of the control	E IS A MINOR- najority: : : : : : : : : : : : : : : : : : :	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	TTY-
3) IN CASE OF NOMINEE  (a) Date of birth:  (b) Date of attaining in  (c) Name of guardian:  (d) Address of guardian:  (d) Address of guardian:  (a) PARTICULARS OF NOM  (a) Name:  (b) Date of Birth:  (c) Father's / Mother's  (d) Occupation:  (e) Nationality:  (f) Address:	E IS A MINOR- najority: : un: MINEE IN CAS s / Spouse's no	SE MINOR NOMINEE I	DIES BEFORE ATTAI	NING AGE OF MAJORI	ITY-

Prog Name and Address of Witness

Signature

# Form No. SH-14

# Cancellation or Variation of Nomination

# [Pursuant to Sub-Section 3 of Section 72 of the Companies Act, 2013 and Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014]

То	inpaines (on	are capital and Debe	murcoj nuico, 201	1
	1			
Triochem Products Limited		D	NA 001	
4th Floor, Sambava Chamb	ers, Sir. P. M.	Road, Fort, Mumbai 40	00 001	
I/We hereby cancel the nor	mination(s) ma	ade by me/us in favour	of	
(name(s) and address of th	he nominee) i	n respect of the below	mentioned securities	es.
		Or		
I/We hereby nominate the	following per	son in place of		as
nominee in respect of the l	below mention	ned securities in whom	shall vest all rights i	n respect of such securities
in the event of my / our de	eath.			
(1) PARTICUALRS OF THE	E SECURITITE	S (in respect of which	nomination is being	made):
Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.
(2) PARTICUALRS OF NO.	MINEE/S-			
(a) Name:				
(b) Date of Birth:	n 2023 OF 45			
(c) Father's / Mother'	s / Spouse's n	ame:		
(d) Occupation:				
(e) Nationality:				
(f) Address:	20			
(g) E-mail Id. & Telep		THE YA		
(h) Relationship with		3.57		
(3) IN CASE OF NOMINE	E IS A MINOR	9		
(a) Date of birth:	W 42			
(b) Date of attaining i	(10 m) (5 m) (10 m) (20 m)			
(c) Name of guardian				
(d) Address of guardi		e milos volunes	NIEG BEEGBE 1881	NING LOD OF MUODIN
(4) PARTICULARS OF NO.	MINEE IN CAS	SE MINOR NOMINEE	DIES BEFORE ATTAI	NING AGE OF MAJORITY
(a) Name:				
(b) Date of Birth:		Section 1		
(c) Father's / Mother'	s / Spouse s n	ame:		
(d) Occupation:				
(e) Nationality:				
(f) Address:	Lana Ma			
(g) E-mail Id. & Telep		aldeares		
(h) Relationship with		CONTRACTOR CONTRACTOR		
(i) Relationship with				Si
Name(s) and Address of Se	ecurity holder	(8)		Signature(s)
N. and Addison from	20020			ME COLUMN
Name and Address of Witr	iess			Signature

19

# Please fill this Nomination form in Duplicate after carefully reading the instructions given below:

- The Nomination can be made by individuals only holding shares singly or jointly. Non-individuals
  including Society, Trust, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and Power
  of Attorney holder cannot nominate.
- The nominee shall not be a Trust, Society, Body Corporate, Partnership firm, Karta of Hindu Undivided Family, and power of attorney holder.
- The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
- 4. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
- If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders.
- 6. The nomination form filled in "duplicate" should be lodged with the Registrar and Share transfer Agent of the Company i.e. Link Intime India Private Limited, Address: C-101, 1st Floor, 247 Park, L.B.S. Marg Vikhroli (West), Mumbai 400 083 Maharashtra, India. The Registrar will return one copy of the nomination form to the shareholder after registering the nomination. The registration number allotted will be furnished in the said form.
- The shareholder[s] can Cancellation or change an earlier nomination by executing Form No. SH-14 (Cancellation or Variation of Nomination form).
- Nomination stands cancelled whenever the shares in the given folio are transferred/dematerialized.
   Also, in case of change in folio due to consolidation/ transmission a new nomination has to be filed.
- The nomination made through Form No. SH-13 will be considered valid if the nomination made by the holder[s] of the shares is registered with the company before the death of the registered holder[s] of the shares.
- 10. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore, the date of execution on the Nomination Form should match with the date of witness, witnessing the document.
- A copy of photo identity proof (like PAN/Passport) of nominee is required.

#### FOR OFFICE USE ONLY

Nomination Registration No.	Date of Registration	Signature of Employee with Code no.

To.

M/s. Link Intime India Private Limited

Unit: Triochem Products Limited

C - 101, 247 Park, L. B. S. Marg,

Vikhroli (West), Mumbai: 400083

Phone: + 91 - 22 - 49186270, Fax: + 91 - 22 - 49186060

E-mail: rnt.helpdesk@linkintime.co.in, www.linkintime.co.in

# **Updating of Shareholder Information**

I/We request you to record the following information against our Folio No.:

#### General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN/Registration No.: *	
(applicable to Corporate Shareholder)	
Telephone No. with STD Code.:	
Mobile No.:	
Email Id:	

#### Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank Account Type:	
Bank Account No: *	
Name of the Bank:	
Bank Branch Address.	

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained by you till I/We hold the securities under the abovementioned Folio No.

Place:

Produ Date:

Signature of Sole/ First holder

<sup>\*</sup>Self-attested copy of the document(s) enclosed

<sup>\*</sup>A blank cancelled cheque is enclosed to enable verification of bank details

Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 2202 4657 E-mail: info@amphray.com

Website: www.triochemproducts.com Corporate Identity Number: I.24249MH1972PLC015544

Form No.: MGT - 11

# PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Regd. Folio N	lo.			*DP ID		
No. of Shares	held			*DP ID		
I / We, being th	ne member(s)	of		Shares of the	above-named (	Company, hereby appoint:
1). <u>Name &amp; A</u>	ddress:					
Email Id:			Signat	ure		or failing him / her
2). Name & Ad	ldress:					
Email Id:			Sign	ature		or failing him / her
3). <u>Name &amp; Ad</u>	ldress:					
Email Id:			Signat	ure		or failing him / her
our behalf at t September, 20	the 49 <sup>th</sup> Annu 21 at 03.00 <sub>J</sub> ournment the	al General o.m. at 4 <sup>th</sup>	Meeting of Floor, Sambo pect of such	the Compan ava Chamber	y, to be held or	te for me / us and on my / n Saturday, the 25 <sup>th</sup> day of ad, Fort, Mumbai - 400001 elow:
1	2	3	4	5	7	
(Tick Mark the	Sl. No. of Re	solution of	Which the P	roxy is appoi	」 inted)	
Signed this	day of		_2021			
Member's Foli	o/DP ID-Clier	nt ID No.: _				_
Signature of Si	nareholder(s)					_
Signature of Pr	roxy holder(s	)				_
No.						uters accords concerns a very consensus

Affix Revenue Stamp

Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 2202 4657 E-mail: info@amphray.com

Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544

# BALLOT FORM

Sr. No.	Particulars	Details
1.	Name and Registered Address of the Sole/First named Shareholder	
2.	Name(s) of the Joint Holder(s) (if any)	
3.	Registered Folio No./ DP ID No. and Client ID No.	
4.	Number of Share(s) held	

I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice of the Forty Nine Annual General Meeting (AGM) of the Company to be held on Saturday, 25th September, 2021, by sending my/our assent or dissent to the said Resolution by placing the tick (Y) mark at the appropriate box below:

Item No.	Resolution	No. of Shares	(FOR)  I / We assent to the resolution	(AGAINST)  I / We dissent from the resolution
2.	To appoint a Director in place of Mrs. Grace Ramu Deora (DIN 00312080), who retires by rotation and being eligible for re-appointment.			
3.	Ratification of appointment of Statutory Auditors M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.104746W/W100096).			
4.	Ratification of Remuneration payable to cost auditor for the financial year ending March 31, 2022.			
5.	Authorization for related party transaction u/s 188 of the Companies Act, 2013.			

Place:

Date: (Signature of the Shareholder)

Note: Please read the instructions printed below carefully before exercising your vote

#### Instruction

- The Ballot Form is provided for the benefit of the Members who do not have access to e-voting facility.
- A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member
  casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated

Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150



Fax: 00 91 (22) 2202 4657 E-mail: info@amphray.com

Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544

- 3. For detailed instruction on e-voting, please refer to the notes appended to the Notice of the AGM.
- The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the Resolution forming part of the Notice of the AGM

# Process and manner for Member opting to vote by using the Ballot Form

- Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted) and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mrs. Rigini Chokshi, Practicing Company Secretary (Membership No.: FCS1436) at the office of Company's Registrar & Transfer Agent.
- 2. The Form should be signed by the Member as per the Specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and singed by the first named Member and in his/her absence, by the next named joint holder. A power of Attorney (POA) holder may vote on behalf of a member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballots not permitted through proxy.
- In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.
- Votes should be cast in case of each resolution, either in favor or against by putting the tick (Y) marks in the column provided in the Ballot.
- The voting rights of shareholders shall be in proportion of the share held by them in the paid-up
  equity share capital of the company as on 18th September 2021 and as per the Register of Members of
  the Company.
- Duly completed Ballot Form should reach the Scrutinizer not later than Friday, September 24, 2021 (05.00 p.m. IST). Ballot Form received after September 24, 2021 will be strictly treated as if the reply form the Members has not been received.
- A Member may request for a duplicate Ballot Form, if so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no. 6 above.
- 8. Unsigned, incomplete, improperly, or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favor or against or if the signature cannot be verified.
- The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
- 10. The Results on above resolutions shall be declared not later than 48 hours from the conclusion of the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the Resolutions.
- 11. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.triochemproducts.com) and on Service Provider's website (www.cdslindia.com) and communication of the same to the BSE Limited within 48 hours from the conclusion of the AGM.

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Form No.: MGT - 12 Polling Paper

(Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014)

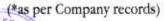
Name of the Company: Triochem Products Limited

Registered Office: 4th Floor, Sambava Chambers, Sir P. M. Road, Fort, Mumbai - 400001

	BALLOT PAPER			
Sr. N	No. Particulars	Details		
1.	Name of the First named Shareholder (in Block Letters)			
2.	Postal address			
3.	Registered Folio No. / *Client ID No. (*applicable to investors holding shares in dematerialized form)			
4.	Class of Share	Equity Shares		
asser	eby exercise my vote in respect of Ordinary / Special Resolution of dissent to the said resolution in the following manne	er:	-	I dissent
No.	Item No.	No. of Shares held by me	I assent to the resolution	from the resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors' thereon.			
2.	To appoint a Director in place of Mrs. Grace Ramu Deora (DIN 00312080), who retires by rotation and being eligible for re-appointment.			
3.	Ratification of appointment of Statutory Auditors M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.104746W/W100096).			
4.	Ratification of Remuneration payable to cost auditor for the financial year ending March 31, 2022.			
5.	Authorization for related party transaction u/s 188 of			

Place:

Date: (Signature of the Shareholder\*)



the Companies Act, 2013.

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Website: www.triochemproducts.com E-mail: investor@triochemproducts.com

Corporate Identity Number: L24249MH1972PLC015544

ATTE	INDANCE SLIP
Name of the Attending Member(s):	
*Folio No.:	
DP ID No.:	
Client ID No.:	
No. of Shares:	
	AL GENERAL MEETING of the Company held at 4 <sup>th</sup> Floor, ambai - 400 001, at 03.00 p.m. on Saturday, the 25 <sup>th</sup>
Name of the attending Shareholder/Proxy	
Signature of the attending	
Shareholder/Proxy	
and hand it over at the entrance duly s	he meeting should bring copy of the Annual Report for
SELECTION OF SHOW AN ASSESSMENT OF STREET	Cut Here
ELECTRONIC	VOTING PARTICUALRS

EVSN	User ID	(PAN / Sequence Number)
(Electronic Voting Sequence Number)		

NOTE: Please read the complete instructions given under the Note (The instructions for shareholders voting electronically) to the Notice of Annual General Meeting. The Voting time starts from  $22^{nd}$  September 2021 from 09.00 a.m. to ends on  $24^{th}$  September 2021 at 05.00 p.m. The voting module shall be disabled by CDSL for voting thereafter