

TRIOCHEM PRODUCTS LIMITED

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

Maharashtra, PIN: 400001. Telephone: 91 (22) 2266 3150 Fax: 91 (22) 22202 4657

E-mail: info@amphray.com Website: www.triochemproducts.com

Corporate Identity Number: L24249MH1972PLC015544



Notice

Notice is hereby given that the 53rd Annual General Meeting (AGM) of the Members of TRIOCHEM PRODUCTS LIMITED (CIN: L24249MH1972PLC015544) will be held at the Registered Office of the Company at Sambava Chambers, 4th Floor, Sir. P. M. Road, Fort, Mumbai - 400001 on Wednesday, 25th June 2025 at 3.00 P.M. to transact the following business:

Ordinary Business

1. Adoption of Financial Statements for the financial year ended March 31, 2025:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

2. Re-Appointment of Mr. Rajesh Ramu Deora (DIN: 00312316) as a director, liable to retire by rotation, who had offered himself for re-appointment:

To appoint a Director in place of Mr. Rajesh Ramu Deora (DIN: 00312316), who retires by rotation, and being eligible offers himself for re-appointment.

3. Re-Appointment of Mr. Ramu Sitaram Deora (DIN: 00312369) as a director, liable to retire by rotation, who had offered himself for re-appointment:

To appoint a Director in place of Mr. Ramu Sitaram Deora (DIN: 00312369), who retires by rotation, and being eligible offers himself for re-appointment.

Special Business

4. Appointment of the Secretarial Auditors and fixing their remuneration.

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

"RESOLVED THAT pursuant to the provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), variation(s) or re-enactment thereof for the time being in force) and based on the time being in force) and based of the time being in force) and based on the time being in force) and based of the time being in force) and based of the time being in force) and the time being in force).



Directors of the Company, M/s. Ragini Chokshi & Co., Practicing Company Secretary (Firm Registration No. 92897), be and are hereby appointed as Secretarial Auditor of the Company for the Company's financial year 2025-26 to 2029-2030 to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report on such remuneration as may be mutually agreed upon by the Board of Directors plus applicable taxes thereon and the Secretarial Auditors"

RESOLVED FURHTER THAT the Board of Directors be and are hereby authorised to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution"

5. The continuation of directorship of Mr. Ramu Sitaram Deora (DIN: 00312369), aged 88 years as a 'Non-Executive, Non-Independent Director' of the Company.

To approve the continuation of directorship of Mr. Ramu Sitaram Deora (DIN: 00312369), aged 88 years as a 'Non-Executive, Non-Independent Director' of the Company, who is liable to retire by rotation and had offered himself for re-appointment, in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), approval of the Members be and is hereby accorded to the continuation of directorship of Mr. Ramu Sitaram Deora (DIN: 00312369), aged 88 years, as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation and who had offered himself for re-appointment."

6. Appointment of Mr. Shailendra Omprakash Mishra (DIN: 07373830) as an Independent Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 and 25 read with other applicable regulation, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Shailendra Omprakash Mishra (DIN: 07373830) as an Additional Director in the capacity of an Independent Director of the Company w.e.food and the Company w.e.food and the Company w.e.food and the Company w.e.food and Compa

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Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 29th March 2025 till 28th March 2030."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

7. Appointment of Mr. Vipul Amul Desai (DIN: 02074877) as an Independent Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 and 25 read with other applicable regulation, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Vipul Amul Desai (DIN: 02074877) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. 29th March 2025, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 29th March 2025 till 28th March 2030."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

8. 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 22nd August, 2024 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 Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with applicable provisions of the Companies Act, 2013 and rules made thereunder ("the Act"), and subject to such other regulations, guidelines, circulars, notifications, clarifications and Laws (including any statutory modifications or re-enactment thereof for the time being in force), 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, 2025, as appended herein below:

Transaction defined u/s 188(1) of Companies Act, 2013 (Rs. in Crores)						
Name of Related Parties / Companies	Sale of any goods	Purchase of any	E Payment of			
	and materials and	goods and	Expenses and			
	Service	materials and	Reimbursement			
		Service	Paid			
On Actual basis, exempted being in the	e ordinary course o	f business and on	arm's length basis.			
(Subject to a maximum of amount p.a. a	is mentioned against	the name of the Co	mpany).			
G Amphray Pharmaceuticals Pvt Ltd	15	20	-			
Triochem Laboratories Pvt Ltd	15	20	•			
Ambernath Plasto Packaging Pvt Ltd	10	20	-			
PROPRIETORSHIP FIRM:		· · · · · · · · · · · · · · · · · · ·				
G Amphray Laboratories	60	40	20			
PARTNERSHIP FIRM:						
G Amphray Laboratories	60	40	20			
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	-	•	-			
Mr. Ramu S. Deora						
Ramu M. 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 va	lue and on arm leng	ths relationship basi	is only.			

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board/Committee be and is hereby authorized to agree, make, accept, and finalize all such terms, condition(s), modification(s), and alteration(s) as it may deem fit within the aforesaid limits and the Board/Committee is also hereby authorized to resolve and settle all questions, difficulties or doubts that may arise with regard to such payment and to finalize and execute all agreements, documents, and writings and to do all acts, deeds, and things in this connection and incidental as the Board/Committee in its absolute discretion may deem fit without being required to seek any further consent or approval of the members or otherwise

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to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution.

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 a 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.
- 3. 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 requested 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.
- 5. Route map showing directions to reach the venue of the 53rd 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 No. 4 to 8 of the Notice is annexed hereto. The Board of Directors have considered and decided to include Item No. 4 to 8 as given above, as Special Business in the forthcoming AGM as they are unavoidable in nature. However, for Item No. 2, 3 and 5 relevant details of director seeking re-appointment by way of retire by rotation as required under SEBI LODR Regulations and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India is annexed to this Notice.
- 7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Singletic 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 2024-25 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice conveying the 53rd AGM has been uploaded on the website of the Company at www.triochemproducts.com under 'Investor Relations' section and may also be accessed on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The Notice is also available on the website of CDSL at www.evotingindia.com.
- 9. 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 Thursday, June 19, 2025, to Wednesday, June 25, 2025 (both days inclusive) for the purpose of 53rd AGM.
 - a) For Shares held in electronic form: To all the beneficial Owners as at the end of the day on Wednesday, June 18, 2025, in the list of beneficial owners to be furnished by NSDL and Central Depository Service (India) Limited ('CDSL'); and
 - b) 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 Wednesday, June 18, 2025.
- 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. M/s. MUFG Intime India Private Limited., Address: C-101, 1st Floor, 247 Park, L. B. S. Marg Vikhroli (West), Mumbai 400083, Maharashtra at rnt.helpdesk@in.mpms.mufg.com for assistance in this regards. Members may also refer to Frequently Asked Questions (FAQs) on the Company's website at

 $\underline{https://www.triochemproducts.com/uploads/Investor-relations/pdfs/frequenlty-asked-quesations-faq-24-2879.pdf}$

11. The format of the Register of Members prescribed by the MCA under the Act requires the Company/Registrar to record 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 https://www.triochemproducts.com/investor-relations/investor-relations.aspx?year=2024-25 as also attached to this Annual Report. Members 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 parts the details of Members holding shares in electronic form are requested to submit the details to their respective DPs only and parts the details of Members holding shares in electronic form are requested to submit the details to their respective DPs only and parts the details to the parts of the details of the parts of the



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 rnt.helpdesk@in.mpms.mufg.com 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 nominations is available for the Members in respect of the shares held by them. Members holding shares in a single name and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13/ISR-3. If a member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14/ISR-3. Members holding shares in physical form are requested to submit the forms to M/s. MUFG Intime India Private Limited., the Company's Share Registrars and Transfer Agent. 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 transactions, 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://web.in.mpms.mufg.com/EmailReg/Email Register.html
 - 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 rnt.helpdesk@in.mpms.mufg.com
 - 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 rnt.helpdesk@in.mpms.mufg.com
 - d) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above-mentioned shareholders.





- a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, as may be 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 53rd AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting system on the date of the 53rd AGM will be provided by CDSL.
- b) Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of Wednesday, June 18, 2025, 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 purposes 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 of 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. Wednesday, June 18, 2025, 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. Wednesday, June 18, 2025, may follow the login process mentioned below in point 18.

The remote e-voting period commences on Sunday, June 22, 2025, at 9.00 a.m. (IST) and ends on Tuesday, June 24, 2025, 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 date Wednesday, June 18, 2025.

- d) 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 Scrutinizer 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 Scrutinizer shall, immediately after the conclusion of e-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 are 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 www.triochemproducts.com under the section 'Investor Relations' tab 'Financial Information: Annual Report' 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.

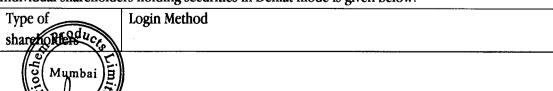
18. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

- a) The remote e-voting period begins on 22nd June 2025 at 09.00 a.m. and ends on 24th June 2025 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 18th June 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- b) 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. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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 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.

c) 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:





Individual
Shareholders
Holding
securities in
Demat mode
with CDSL

- 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.
- 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/
 EasiRegistration
- 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 demat mode
with NSDL

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- 1) 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: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial 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.
- If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at
- https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

 3) Visit the e-Voting website of NSDL. Open web browser by typing the
- following URL: https://www.evoting.nsdl.com/ 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
	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	You can also login using the login credentials of your demat account
Shareholders	through your Depository Participant registered with NSDL/CDSL for e-
(holding securities	Voting facility. After successful login, you will be able to see e-Voting
in demat mode)	option. Once you click on e-Voting option, you will be redirected to
login through	NSDL/CDSL Depository site after successful authentication, wherein you
their Depository	can see e-Voting feature. Click on company name or e-Voting service
Participants	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.

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 evoting@nsdl.co.in or
mode with NSDL	Call at toll free no.: 1800 1020 990 and 1800 22 44 30

- d) Login method for e-Voting for shareholders other than individual shareholders & physical shareholders.
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com
 - 2) Click on "Shareholders" module.

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- 3) Now enter your User ID
 - a. 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. OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- 4) 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	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as	
Bank Details	recorded in your demat account or in the company records in order to	
OR	login.	
Date of Birth	• If both the details are not recorded with the depository or company,	
(DOB)	please enter the member id / folio number in the Dividend Bank details	
	field as mentioned in instruction (v).	

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) 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



- 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.
- 17) Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively.

e) 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 <u>www.evotingindia.com</u> and register themselves in the "Corporates" module.
- 2) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 3) 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 for which they wish to vote on.
- 4) 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.
- 5) 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.
- 6) 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 investor@triochemproducts.com, 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:

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b) 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/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:
 - a) 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.





- b) 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.
- c) For Individual Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository

21. For assistance / queries for E-voting etc;

- a) If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.
- b) All grievances connected with the facility for voting by electronic means may be address 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.ecoting@cdsindia.com or call on 022-2358542/43.

22. GENERAL INSTRUCTIONS

- a) 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
- b) Members may also note that an electronic copy of the 53rd Annual Report including Notice along with attendance slip and proxy form will be available on the Company's website at www.triochemproducts.com 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 (DIN 00312369)

CIN No.: L24249MH1972PLC015544 Place: Mumbai; Dated: 24th May 2025

Mumbai

Registered Office:

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

Email: invester and achemproducts.com; Website: www.triochemproducts.com

Phone No. 92 22 22663 150; Fax No.: 91 22 22024657



Annexure to Notice

Item No.2:

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 53rd Annual General Meeting is furnished below:

Name of Director	Mr. Rajesh Ramu Deora
Director Identification Number	00312316
Designation	Non-Executive Director Non-Independent
Age	51 Years
Qualification	Graduate in Economics & Industrial Management and
	Bachelor of Science Degree from Carnegie Mellon University
Parameter	(USA).
Expertise	He started his career with Amphray Laboratories as Export
	Import Manager. He has over 23 years of experience in all
	aspect of the Business including Finance & Accounting, Logistics, Import-Export, Products and Business
	Development.
Date of first amount in the granest	28 th May, 2019.
Date of first appointment in the current	28 ⁻ May, 2019.
designation	27,000
Shareholding in the Company as on 31 st	36,000
March 2025.	221
Directorships and Committee	Nil
memberships held in other companies	
as on 31st March 2025 (Excluding Private	
Companies)	
Inter-se relationships between Directors	Mr. Ramu Sitaram Deora (DIN 00312369) (Father)
and Key Managerial Personnel	Mrs. Grace Ramu Deora (DIN 00312080) (Mother)
No. of Board Meetings attended during	5 of 5.
the financial year 2024-25.	
Terms and conditions of re-appointment	As per the resolution passed by the Shareholders of the
	Company on the 50th Annual General Meeting held on 26th
	August 2022, Mr. Rajesh Ramu Deora has been appointed as
	a Non-Executive Non-Independent Directors, liable to retire
	by rotation.
Details of proposed remuneration	Nil

The Board of Directors proposed the appointment of Mr. Rajesh Ramu Deora as Non-Executive Non-Independent in the Board of Directors of the Company and recommends the resolution as set out

Mumbai



at Item no. 2 of the Notice and explanatory statement for the approval of the members at the ensuing Annual General Meeting.

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

Item No.3

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 53rd Annual General Meeting is furnished below:

Name of Director	Mr. Ramu Sitaram Deora
Director Identification Number	00312369
Designation	Non-Executive Director Non-Independent
Age	88 Years
Qualification	B.A., L.L.B.
Expertise	Having, wide range experience in administration, industrial
	development & management, export promotion, strategy
	leadership, Finance, Investment.
Date of first appointment in the current	30 th June, 1975
designation	
Shareholding in the Company as on 31st	34,500
March, 2025	
Directorships and Committee	Nil
memberships held in other companies	
as on 31st March, 2025 (Excluding Private	
Companies)	
Inter-se relationships between Directors	Mrs. Grace R. Deora (DIN 00312080) (Wife)
and Key Managerial Personnel	Mr. Rajesh R. Deora (DIN 00312316) (Son)
No. of Board Meetings attended during	5 of 5
the financial year 2024-25.	
Terms and conditions of re-appointment	As per the resolution passed by the Shareholders of the
	Company on the 50th Annual General Meeting held on 26th
	August 2022, Mr. Ramu S. Deora has been appointed as a
	Non-Executive Directors, liable to retire by rotation.
Details of proposed remuneration	Nil



The Board of Directors proposed the re-appointment of Mr. Ramu Sitaram Deora as Non-Executive Non-Independent Director on the Board of Directors of the Company and recommends the resolution as set out at Item no. 3 of the Notice for the approval of the members at the ensuing Annual General Meeting.

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

Item No. 4

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Ragini Chokshi & Co, Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from financial year beginning April 1, 2025, for a period of one term of five consecutive years, that will conclude on March 31, 2030, at such remuneration plus applicable taxes thereon and such increase in audit fees till the conclusion of their term, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors. The appointment is subject to shareholders' approval at the Annual General Meeting.

While recommending M/s Ragini Chokshi & Co for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. M/s Ragini Chokshi & Co was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company. M/s Ragini Chokshi & Co is a pear reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, New Delhi.

Accordingly, the Board recommends the Resolution set out in Item No. 4 for the approval by the Members of the Company as an Ordinary Resolution.

None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution



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 of the accompanying Notice dated 24th May 2025.

Item No. 5

Mr. Ramu Sitaram Deora, age 88, is the Non-Executive Non-Independent Director of the Company, liable to retire by rotation. In accordance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years after April 1, 2019 shall be appointed/reappointed as a non-executive director unless a special resolution is passed to that effect in which case the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such a person.

Mr. Ramu Sitaram Deora, Non-Executive Non-Independent Director of the Company, has exceeded the age of 75 years and is retiring by rotation at this Annual General Meeting.

The relevant details of Mr. Ramu Sitaram Deora seeking continuation of his directorship subject to approval by the shareholders by a special resolution under Item No. 5 of the Notice, as required under Regulation 36(3) of the Listing Regulations read with applicable provisions of the Companies Act, 2013 and relevant accounting standards are given below:

- 1) Mr. Ramu Sitaram Deora (DIN: 00312369) was appointed as Non-Executive Non-Independent Director at the 50th Annual General Meeting held on 26th August 2022 and he is liable to retire by rotation.
- 2) As per Regulation 17(1A) of the SEBI (Listing Regulations), which came into effect from April 1, 2019 provides that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.
- 3) Mr. Ramu Sitaram Deora, aged 88 years, having wide range of experience in administration, industrial development & management, export promotion, strategy leadership, Finance, Investment, etc. He was also associated in various trade facilitation forum/promotion council like Board of Trade (BOT); FIEO; CHEMEXCIL; FICCI; All India Shippers Council; ECCG; etc. spanning over 40 years, Mr. Deora has spent 58 years in the field of industrial development and management.
- 4) The Board of Directors is of the opinion that Mr. Ramu Sitaram Deora has been an integral part of the Board, has provided valuable insights to the Company and possesses relevant expertise and vast experience in the field of administration, leadership, and business. His guidance in the past has been notable and supportive to the Company in dealing with complex matters. Accordingly, it is felt that his association as an executive director will be beneficial and in the best interest of the Company. In line



with the provisions of SEBI (Listing Regulations), your directors recommend his appointment as Non-Executive Non-Independent Director at the 53rd Annual General Meeting by way of Special resolution and that he is liable to retire by rotation.

5) The Board of Directors accordingly recommends the Special Resolution as mentioned at item no. 5 of this Notice for approval of the Members of the Company.

Except Mr. Ramu Sitaram Deora; Mrs. Grace Ramu Deora and Mr. Rajesh Ramu Deora and no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the reappointment of Mr. Ramu Sitaram Deora as a Non-Executive Non-Independent Director of the Company, expect to extent of their shareholding, if any. In the Company, in the Special Resolution set out at Items No. 5 of the Notice.

Item no. 6

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 53rd Annual General Meeting is furnished below:

Particulars	Details
Name of the Director	Mr. Shailendra Omprakash Mishra
Reason for change	Appointment
DIN	07373830
Date of Birth	23-Apr-1971
Age	54 Years
Nationality	Indian
Date of Appointment as Director	29th March 2025
Designation	Non-Executive Independent Director
Qualification	Commerce Graduate from University of Mumbai
Experience/Expertise	He has more than 29 years of experience in marketing, accounts, management, public relations, team management and territory development/management in the business environment.
Terms & Conditions	Additional Non-Executive Independent Director of the Company for the First term of five (5) consecutive years with effect from 29 th March 2025 subject to approval of members in the upcoming General Meeting/Postal Ballot.
Remuneration sought to be paid	No remuneration is paid
Remy realist Last Irawn	Not Applicable



Justification for choosing the appointees for appointments as Independent Directors	He knowledge in Marketing, Accounts Management, Public relation, Team management,		
	etc. will prove to be valuable for the Company.		
Number of Board meetings attended during the	Nil		
year			
Shareholding in the Company	Nil		
List of Directorship in other Company's	1) M/s. Halaplay Technologies Private Limited		
	2) M/s. Sab Events & Governance Now Media		
	Limited		
List of Chairmanship or membership of various	Chairmanship		
committees in listed company and other companies	M/s. Sab Events & Governance Now Media Limited		
(The Committee membership and chairpersonship	- Nomination and Remuneration Committee and		
includes membership of the Audit Committee (AC),	Stakeholder Relationship Committee.		
Stakeholder Relationship Committee (SRC) and	<u>Membership</u>		
Nomination and Remuneration Committee (NRC)	M/s. Sab Events & Governance Now Media Limited		
	- Audit Committee		
Relationship with other Directors of the Company	Not Related		
Person shall not debarred from holding the office	Not Applicable		
of Directors pursuant to any SEBI Order or any			
other such authority (Information as required			
under Circular No. LIST/COMP/14/2018-19 dated			
20th June 2018 issued by the BSE Ltd			

Accordingly, the Board recommends the Resolution set out in Item No. 6 for the approval by the Members of the Company as an Special Resolution.

None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution

Item no. 7

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 53rd Annual General Meeting is furnished below:

Particulars	Details
Name of the Director Mr. Vipul Amul Desai	
Reason for change	Appointment
DIN	02074877
Date of Birth	27-Dec-1955
Age Produc	69 Years



Nationality	Indian
Date of Appointment as Director	29th March 2025
Designation	Non-Executive Independent Director
Qualification	Degree in Commerce, Management and Law
	with professional qualification of Company
	Secretary and Cost Accountancy
Experience/Expertise	He has 44 years of rich experience from Finance
	Manager and Company Secretary to President-
	Corporate Affair, Biz Development in Corporate
	Like, NECO, Mittal's, TATA AIG Insurance,
	Deutsche Bank, Mafatlal's, and many more in
	India.
Terms & Conditions	Additional Non-Executive Independent Director
	of the Company for the First term of five (5)
	consecutive years with effect from 29th March
	2025 subject to approval of members in the
	upcoming General Meeting/Postal Ballot.
Remuneration sought to be paid	No remuneration is paid
Remuneration last drawn	Not Applicable
Justification for choosing the appointees for	He knowledge in Finance Management,
appointments as Independent Directors	Corporate Affair, Cost Accountancy, etc. will
	prove to be valuable for the Company.
Number of Board meetings attended during the year	Nil
Shareholding in the Company	Nil
List of Directorship in other Company's	1) M/s. Salvi Chemical Industries Limited
	2) M/s. Suashish Diamonds Limited
	3) M/s. National Plastic Industries Limited
List of Chairmanship or membership of various	<u>Membership</u>
committees in listed company and other companies	1) M/s. National Plastic Industries Limited -
(The Committee membership and chairpersonship	Audit Committee
includes membership of the Audit Committee (AC),	2) M/s. National Plastic Industries Limited -
Stakeholder Relationship Committee (SRC) and	Nomination and Remuneration Committee
Nomination and Remuneration Committee (NRC)	New Delever d
Relationship with other Directors of the Company	Not Related
Person shall not debarred from holding the office of	Not Applicable
Directors pursuant to any SEBI Order or any other	
such authority (Information as required under	
Circular No. LIST/COMP/14/2018-19 dated 20 th June	
2018 issued by the BSE Ltd	

Accordingly, the Board recommends the Resolution set out in Item No. 7 for the approval by the Members of the Company of the Company of the Resolution.



None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution

Item no. 8

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 to transactions entered into by the Company in the ordinary course of business on an arm's length basis. Though the Company always does business with its related parties at arm length and in the 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 interests of the Company and the Board recommends the resolution setting out in Item No. 8 of 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

Director (DIN 00312080)

Ramu S. Deora

Director (DIN 00312369)

CIN No.: L24249MH1972PLC015544 Place: Mumbai; Dated: 24th May 2025

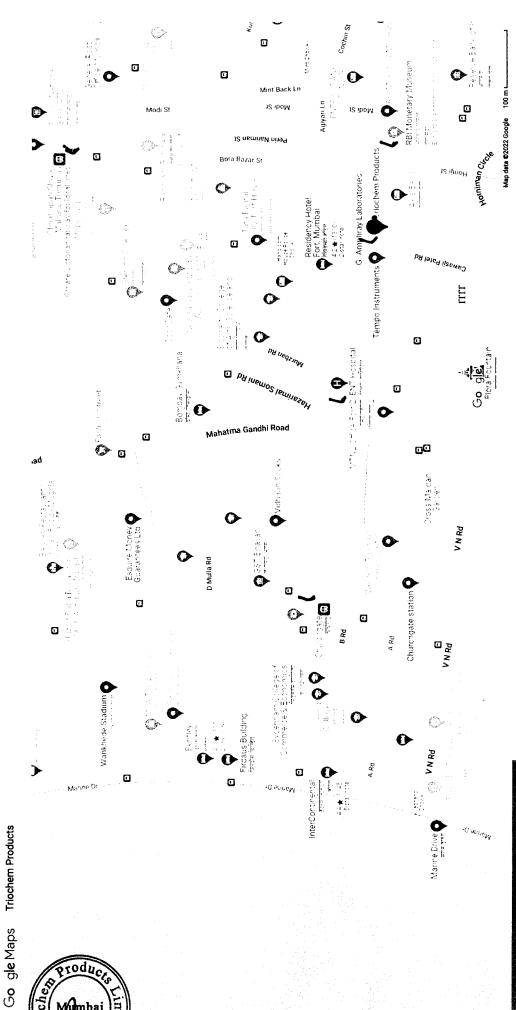
Registered Office:

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

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

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





Route MAP to the venue of the 53rd Annual General Meeting



Form ISR - 1

(SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07,2024)

REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

	o Register	/ Change / Update the following	(Tick ✓r		Date	: /	1
□ PAN		☐ Signature		☐ Mobile Number	er		
☐ Bank details		☐ Registered Address		□ E-mail address	S		
		-					
B. Security and KYC D	etails [to b	pe filled in by the First Holder]:					
Name of the Issuer Co	mpany			Foli	o No.		
Face value of Securitie	es			Number of Secu	rities		
Distinctive number of		From		T	0		
Securities (Optional)							
E-mail Address							
Mobile Number							
		s as per Table below (tick√as rele	evant, re	fer to the instructions):			
Name(s) of the Security			. Fa	PAN		PAN Linke	
Copies of PAN Cards of all the F	loidei (S) duiy S	self-attested with date to be enclosed with this	S FUIII.			Aadhaar - Tick any one	
1.						Yes / N	
2.						Yes / N	No
3.						Yes / N	No
4.						Yes / N	No
	DAN with A	adhaar effective July 1, 2023).					
, ,		https://www.incometax.gov.in/iec/foporta	l For Exe	motions/Clarifications on	PAN refer	Instruction.	
	aac. ac	in the second se	<u>.</u> . o				
		Bank Account Detail	s of Firs	st Holder			
Name of the Bank &				IFSC			
Branch				" 30			
Bank A/c No.				Tick any one [✓] Acc	ttvpe □	Savings CC	urrent
Balik AC NO.				□ NRO □ NRE □ A]
~	•	ring the name of the first holder is man	datory, fai	ling which first security ho	older shall	submit copy of	bank
passbook / statement attested	by the Bank	for registering the Bank Account details.					
Demat Account Number	or	16 digit DPid /Client id [
Also provide Client Maste	er List (CMI	L) of your Demat Account, duly sig	ned by	the Depository Partici	pant with	stamp.	
		RTA) to update the above PAN and KY	C details	in my / our above Folio No	o, provided	l by me/us.	
	· · · · · · · · · · · · · · · · · · ·	iments enclosed are true and correct.					
First Named Hol	der	Joint Holder - 1	J	oint Holder - 2	Jo	int Holder -	3
빌							
Signature							
BIS							
m.		+					
Name							
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Prod							
Address	(S)	1					
	1511						
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PIN	/s~//						
Note: If the address mentioned	d ab ve differ	s from the address registered with the Co	mpany, yo	ou are requested to record t	he new add	iress by submit	ting the
		 (Use separate Annexure to Form ISR-1 to the First Named holder of securities, in suc 			o aetalis a	s provided in th	Pg: 1/2
• •		•		•			

I/We are submitting documents as per Table below (tick ✓as relevant, refer to the instructions):

<u>I/We</u>	We are submitting documents as per Table below (tick ✓as relevant, refer to the instructions):				
No.	✓	Document/Information /Details	Instruction/Remark		
1		PAN of (all) the (joint) holder(s)	PAN Card copies of all the holders duly self-attested with date to be enclosed. PAN shall be valid only if it is linked to Aadhaar effective July 01, 2023. For Exemptions / Clarifications on PAN, please refer to Objection Memo as specified in SEBI circular.		
2		Demat Account Number	Provide Client Master List (CML) of your Demat Account, duly signed by the Depository Participant with stamp.		
			Provide self attested copy with date stamp of any ONE of the documents,		
			issued by a Govt. Authority, only if there is change in the address;		
			☐ Client Master List (CML) of the Demat Account of the holder/claimant,		
:			duly signed by the Depository Participant with stamp.		
			☐ Unique Identification Number (UID) (Aadhaar)		
			☐ Valid Passport/ Registered Lease or Sale Agreement of Residence/Driving		
			License/Flat Maintenance Bill*		
			☐ Utility bills like Telephone Bill (only land line), Electricity bill or Gas bill —		
			Not more than 3 months old.		
3		Proof of Address of the first Holder	☐ Identity card (with Photo) / document with address, issued by		
		ili st rioidei	Central/State Government and its Departments, Statutory / Regulatory		
			Authorities, Public Sector Undertakings, Scheduled Commercial Banks,		
			Public Financial Institutions duly attested by the employer with date and		
			organization stamp.		
			☐ For FII / sub account, Power of Attorney given by FII / sub- account to the		
			Custodians (which are duly notarized and / or apostilled or consularised)		
			that gives the registered address should be taken.		
			☐ The proof of address in the name of the spouse*		
			*Kindly provide additional self-attested copy of Identity Proof of the holder/ claimant/ spouse.		
			Original cancelled cheque leaf bearing the name of first holder OR latest copy		
	_	.	of the bank passbook/statement with details of bank name, branch, account		
4		Bank details	number and IFSC duly attested by the bank. Alternatively, Bank details as per		
			CML enclosed will be updated in the folio.		
		E mail address (Ontion 1)	As mentioned on Form ISR-1, alternatively the E-mail address available in the		
5		E-mail address (Optional)	CML as enclosed will be updated in the folio.		
6		Mobile	As mentioned on Form ISR-1, alternatively the mobile number available in the		
			CML as enclosed will be updated in the folio.		
7		Specimen Signature	Provide banker's attestation of the signature of the holder(s) as per Form ISR – 2 and Original cancelled cheque leaf bearing the name of the first holder.		
			Submit these Form(s) separately for each listed company.		
			(Use any ONE of the following options.)		
8		Nomination	☐ SH-13 For First Time Nomination		
•		Hommaudii	☐ SH-14 For Cancellation or Variation in Nomination		
			☐ SH-14 and ISR-3 For Cancellation of Nomination and to "Opt-Out"		
Note:			☐ ISR-3 To "OPT-Out" of Nomination or if No Nomination is required		

Note:

1)

In case of additional folios for securities held under the same First Named holder for Companies managed by the same RTA, details a small folios to be completed in Annexure to Form ISR-1 along with the required declaration and authorisation.

All prepare black remarks along with the mode of submission are available on our website

Pg: Pg :2/2



Annexure to Form ISR - 1

(SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07,2024)

REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF, IN THE UNDERSTATED COMPANIES

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Dear Sir/Madam,

I/We request you(RTA), to register / update the details of PAN and KYC details in the following additional Companies where the securities are held in my/our name(s) and the first named holder is in the same order as that which is mentioned in Form ISR-1.

Pl note: Use of this Annexure without Form ISR-1, will be rejected.				Date : / /		
Sr.No	Name of the Issuer Company	Folio No.	Quantity of Securities	Face Value of Securities	Start-Distinctive (Optional)	End-Distinctive (Optional)

(Use a copy of this sheet, if extra space is required)

Authorization: I/We authorise you (RTA) to update the PAN and KYC details as provided by me/us as per Form ISR-1, in my / our above Folio No(s), held in my / our name(s) in which I/we are the holder(s) of securities where first holder remains unchanged. The original Form ISR-1, duly filled in by me/us is attached with Annexure to Form ISR-1.

Declaration: All the above facts and documents enclosed are true and correct.

First Named Holder	Joint Holder - 1	Joint Holder - 2	Joint Holder - 3
Signature			
Producto Ling			

Note: If the address mentioned above differs from the address registered with the Company, you are requested to record the new address by submitting the documents as per the instructions stated in point (3) of Form ISR-1.

(Use separate Annexure to Form ISR-1 to update PAN and other KYC details as provided in Form ISR-1 where you are the First Named security holder in such issuer companies, serviced by us.)

Form ISR - 2

(SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07,2024)

Confirmation of Signature of Securities Holder by the Banker

1. Bank Name and Branch	
2. Bank contact details	
Postal Address	
Mobile/Tel number	
E-mail address	
3. Bank Account number	attach original cancelled cheque leaf
4. Account opening date	
5. Account holder's PAN	Account Holder's Name
i)	i)
ii)	ii)
iii)	iii)
iv)	iv)
6. Latest photograph of the acco	ount holder(s)
i)- Holder Photo ii)-	Holder Photo iii)- Holder Photo iv)- Holder Photo
7. Account holder(s) details as p	per Bank Records
a) Address	
b) Mobile/Tel number	
c) Email address	
d) Signature(s) of the Holder(s	;
<i>E</i>	
i) 🗾	
ii) 🛎	
iii) 🗷	
	Bank Manager's Signature and Bank Seal
iv) 🗷	1
(To be Mandatorily Filled by the	
Place: Product	Name of the Bank Manager :
Date: Mobile / les harman	Employee Code : Email_id :

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

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 No.			*DP ID				
No. of Shares held			*CL ID			110-50	-
I / We, being the mem		SI	nares of the a	above-name	d Company, I	nereby appo	int:
1). Name & Addre	ess:						
Email Id:		Signatui	:e		or	failing him	/ her
2). <u>Name & Addres</u>	SS:						
Email Id:		Signati	ure		or	failing him	/ her
3). Name & Addres	SS:	· · · · · ·					
Email Id:		Signatur	<u>e </u>		or	failing him	/ her
and whose signatures behalf at the 53 rd Ann 2025 at 03.00 p.m. a	nual General Me	eting of the Co	ompany, to l	e held on	Wednesday, t	the 25 th day	of June
adjournment thereof	in respect of suc	h resolution as	are indicate	d below:			
Sl. No. of Resolution ((as in the Notice	annexed)					
1 2	3	4	5	6	7	8]
(Tick Mark the Sl. No.	of Resolution of	Which the Pro	xy is appoin	ted)			
Signed this day	of	2025					
Member's Folio/DP ID	-Client ID No.:						
Signature of Sharehol	der(s)				<u></u>		
Signature of Proxy ho	lder(s)						
S. Producto					<u> </u>	Affix Revenue	e Stamp



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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)	- Line to the second se
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 53rd Annual General Meeting (AGM) of the Company to be held on Wednesday, 25th June 2025, by sending my / our assent or dissent to the said Resolution by placing the tick (Y) mark at the appropriate box below:

Item	Resolution	No. of	(FOR)	(AGAINST)
No.		Shares	I/We	I / We dissent
			assent to	from the
			the	resolution
			resolution	
1.	To receive, consider and adopt the Audited Financial			
	Statements of the Company for the financial year ended			
	March 31, 2025, together with the Reports of the Board of			
	Directors and the Auditors thereon.			
2.	To appoint a Director in place of Mr. Rajesh Ramu Deora			
	(DIN: 00312316), who retires by rotation and being eligible,			
	offers himself for re-appointment.			
3	To appoint a Director in place of Mr. Ramu Sitaram Deora			
	(DIN: 00312369), who retires by rotation and being eligible,			
	offers himself for re-appointment.			
4	To appoint M/s. Ragini Chokshi & Co, Company Secretaries			
	as the Secretarial Auditors of the Company, to hold office			
	for a period of 5 (five) consecutive years commencing from			
8	the Vocation of 53rd Annual General Meeting till the			

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

	conclusion of the 58th Annual General Meeting of the
	Company
5	To approve the continuation of directorship of Mr. Ramu
	Sitaram Deora (DIN: 00312369), aged 88 years as a 'Non-
	Executive Non-Independent Director' of the Company, who
	is liable to retire by rotation and had offered himself for re-
	appointment.
6	To Appointment of Mr. Shailendra Omprakash Mishra (DIN:
	07373830) as an Independent Director for a term of five
	years.
7	To Appointment of Mr. Vipul Amul Desai (DIN: 02074877)
	as an Independent Director for a term of five years.
8.	Authorization for related party transaction u/s 188 of the
	Companies Act, 2013.

Ρĺ	ace.	
11	acc.	

Date:

(Signature of the Shareholder)

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

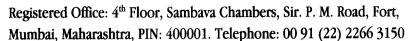
Instruction

Transfe

- 1. The Ballot Form is provided for the benefit of the Members who do not have access to e-voting facility.
- 2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
- 3. For detailed instruction on e-voting, please refer to the notes appended to the Notice of the AGM.
- 4. 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

1. 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. Ragini Chokshi, Practicing Secretary (Membership No.: FCS1436) at the office of Company's Registrar &





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- 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.
- 3. 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.
- 4. 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.
- 5. 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 June 2025 and as per the Register of Members of the Company.
- 6. Duly completed Ballot Form should reach the Scrutinizer not later than Tuesday, June 24, 2025 (05.00 p.m. IST). Ballot Form received after June 24, 2025, will be strictly treated as if the reply form the Members has not been received.
- 7. 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.
- 9. 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 company its tion 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 CIN: L24249MH1972PLC015544 **BALLOT PAPER** Sr. 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** I hereby exercise my vote in respect of Ordinary / Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner: Item No. No. of I assent I dissent No. **Shares** to the from the held by me resolution resolution 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon. 2. To appoint a Director in place of Mr. Rajesh Ramu Deora (DIN: 00312316), who retires by rotation and being eligible, offers himself for re-appointment. 3. To appoint a Director in place of Mr. Ramu Sitaram QIN: 00312369), who retires by rotation and



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

	being eligible, offers himself for re-appointment.	
4.	To appoint M/s. Ragini Chokshi & Co, Company	
	Secretaries as the Secretarial Auditors of the	
	Company, to hold office for a period of 5 (five)	
	consecutive years commencing from the conclusion	
	of 53 rd Annual General Meeting till the conclusion of	
	the 58th Annual General Meeting of the Company	
5.	To approve the continuation of directorship of Mr.	
	Ramu Sitaram Deora (DIN: 00312369), aged 88 years	
	as a 'Non-Executive, Non-Independent Director' of	
	the Company, who is liable to retire by rotation and	
	had offered himself for re-appointment.	
6.	To Appointment of Mr. Shailendra Omprakash Mishra	
	(DIN: 07373830) as an Independent Director for a	
	term of five years.	
7.	To Appointment of Mr. Vipul Amul Desai (DIN:	
	02074877) as an Independent Director for a term of	
	five years.	
8.	Authorization for related party transaction u/s 188 of	
	the Companies Act, 2013.	
Place	:	
Date:		(Signature of the Shareholder*)

(*as per Company records)



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

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

Corporate Identity Number: L24249MH1972PLC015544

ATTENDANCE SLIP					
Name of the Attending Member(s):		and the second s			
*Folio No.:					
DP ID No.:					
Client ID No.:					
No. of Shares:					
I hereby record my presence at the 53 rd A	NNUAL GENERAL MEETING	G of the Company held at 4th Floor,			
Sambava Chambers, Sir P.M. Road, Fort, 2025.	Mumbai - 400 001, at 03.00	p.m. on Wednesday, the 25 th June			
Name of the attending Shareholder/Proxy					
Signature of the attending	Signature of the attending				
Shareholder/Proxy					
Notes:	4.050				
	0 0	the Attendance Slip to the meeting			
and hand it over at the entrance	, ,				
2) A Member / Proxy holder attended	ling the meeting should bri	ing copy of the Annual Report for			
_	reference at the meeting.				
*Applicable in case of share held in Physical Form					
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 22nd June 2025 from 09.00 a.m. to ends on 24th June 2025 at 05.00 p.m. The voting module shall be disabled by CDSL for voting thereafter

