

TCP LTD

Registered Office: No.4, Karpagambal Nagar, Mylapore, Chennai 600004.

Corporate Identity Number (CIN): U24200TN1971PLC005999

Website: www.tcpindia.com; E mail Id: chem@tcpindia.com

Telephone: 044-24991518; Fax: 091-44-24991777

NOTICE OF 46TH ANNUAL GENERAL MEETING

Notice is hereby given that 46th Annual General Meeting (AGM) of the Shareholders of the Company will be held **at 4 pm on Friday, the 26th October 2018 at the Registered Office** of the Company at No.4, Karpagambal Nagar, Mylapore, Chennai 600004.

The Notice setting out the business to be transacted at the meeting and the Explanatory Statement annexed to the Notice together with the Annual Report of the Company for the Financial Year 2017-18 has been despatched to all members at their registered address. The Annual Report is also available on the company's website www.tcpindia.com

The Notice of the AGM and the Annual Report has also been sent electronically to those members who have registered their email address. Any such member who wishes to have a physical copy of the Annual Report may write to the Company and the same would be provided free of cost. Any member, who has not received the Annual Report or any investor who has become member of the Company after the dispatch of the Annual Report, may send a request to the Company Secretary at the Registered Office address for a copy of the Annual Report and can also attend the AGM in person or appoint a proxy.

Proxy: A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on behalf of member. Such proxy need not be a member of the Company. Proxies, in order to be effective and valid,, must be delivered at the registered office of the Company duly filled, stamped and signed not later than 48 hours before the commencement of the meeting.

Book closure: NOTICE is also hereby given that pursuant to section 91 of the Companies Act, 2013, 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 Saturday, the 20th October 2018 to Friday, the 26th October 2018 (both days inclusive)** for the purpose of the 46th Annual General Meeting of the Company and for payment of dividend for the financial year 2017-18.

E-Voting: Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules 2014, as amended, and pursuant to regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is offering e-voting facility to its members. The Company has engaged the services of Central Depository Services (India) Ltd (CDSL) for providing e-voting facility to the members. The details are under:

- The Company has fixed **19th October 2018 as the 'Cut-Off' date** to ascertain the eligibility of members for e-voting.
- The members, whose names appear in the Register of Members / list of Beneficial Owners as on the Cut-off date i.e., 19th October 2018 are entitled to avail the facility of remote e-voting as well voting in the AGM. Any person, who acquires shares and becomes member of the Company after the dispatch of the Notice and holds shares as on the cut-off date, may obtain the User ID and password by sending a request to narasimhan@cameoindia.com by mentioning the Folio No. / DP ID and Client ID no. If the member had already logged on to www.evotingindia.com and had voted

on an earlier voting of any company, then your existing User ID and password can be used for casting the vote.

- The **e-voting would commence on Tuesday, the 23rd October 2018 at 9 A.M. and end on Thursday, the 25th October 2018 at 5 P.M.** during which period the members may cast their vote electronically. Thereafter, the e-voting module shall be disabled by the CDSL.
- Voting through ballot paper shall also be made available to those members who attend the AGM and have not already cast their vote by e-voting.
- Members who cast their votes electronically shall not be allowed to vote again at the AGM. However, in case a member, who has cast his vote electronically as well as through ballot paper, the vote cast through ballot paper will be ignored.

Scrutiniser: The Company has appointed Shri P. Sriram, Practising Company Secretary, Chennai, as Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

Results: The Results on resolutions shall be declared within 48 hours of the conclusion of the AGM of the Company, but not later than three days of the conclusion of the meeting. The results declared along with the scrutiniser's report shall be placed on the Company's website – www.tcpindia.com and on the website of CDSL for information of the members and would also be communicated to the BSE Ltd.

Contact details: In case of queries / grievances relating to e-voting, members may contact Shri Narasimhan, Joint Manager – shares, Cameo Corporate Services Ltd, Unit: TCP Ltd, 'Subramanian Building', No.1, Club House Road, Chennai 600002. Phone: 044-28460390 (5 lines); Fax: 044-28460129; email: narasimhan@cameoindia.com

This public notice is also available on the Company's website www.tcpindia.com

For TCP Ltd
Ravi Selvarajan
Company Secretary & DGM - Finance

Place: Chennai
Date: 4th October 2018