TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE
P.O. CHINGAVANAM,
DIST.- KOTTAYAM, KERALA - 686 531
EMAIL ID : tecilchingavanam@gmail.com
PAN No. : AAACT8096J
CIN No. : L24299KL1945PLC001206
Website: www.tecilchemicals.com

CORPORATE OFFICE
1ST FLOOR, ANJANA COMPLEX,
VYTTILA-AROOR BYEPASS ROAD,
KUNDANNOOR, KOCHI-682 304
TEL: 0484- 2707015 / 16 / 17
EMAIL ID : tecilchingavanam@gmail.com

Date: 30th January, 2018

TO,
NATIONAL STOCK EXCHANGE OF INDIA LTD.
DEPARTMENT OF CORPORATE SERVICES
BANDRA-KURLA COMPLEX, BANDRA-EAST,
MUMBAI- 400 051

Scrip ID:

Subject: INTIMATION OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY

Dear Sirs,

This is to inform you that the Meeting of the Members of the Company will be held on 23rd February, 2018 at 03:00 p.m. at Hotel Aida, Main Central Road, Dist. Kottayam, Kerala-686001 to transact the following business:

1. To propose Alteration in the Object Clause of Memorandum of Association of the Company.

2. To Regularise and Designate Mr. Toby Antony as Non-Executive Independent Director of the Company.

3. To Regularise and Designate Mr. Madhavan Thundil Biju as Non-Executive Independent Director of the Company.

We are enclosing Notice of Extra-Ordinary General Meeting for your kind reference. You are requested to take the same on record.

Thanking You.

Yours Faithfully,

FOR TECIL CHEMICALS AND HYDRO POWER LIMITED

ANSIA A
COMPANY SECRETARY

TECIL CHEMICALS AND HYDRO POWER LTD. KOCHI KERALA

Encl: as above

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NOTICE TO THE MEMBERS

Notice is hereby given that an Extra-Ordinary General Meeting of the Members of TECIL Chemicals and Hydro Power Limited will be held on Friday, February 23, 2018, at Hotel Aida, Main Central Road, Dist. Kottayam, Kerala-686001 at 3.00 PM to transact the following business:

SPECIAL BUSINESS:

1. **ALTERATION OF OBJECTS CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

To consider and if deemed fit, to pass with or without modification/s, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Section 13 of the Companies Act, 2013, (including any modification or re-enactment thereof) and other applicable provisions of the Act, the main object clause of the Memorandum of Association of the Company shall be altered and amended, without any further act or deed, by appending the new objects under Clause 3 after the existing sub-clause (xxxviii) and the remaining sub-clauses be re-numbered accordingly:

(xxxviii): To set up hospitals, nursing homes and healthcare centres and provide, encourage, initiate or promote facilities for the discovery, improvement or development of new methods of diagnosis, understanding and prevention and treatment of diseases.

(xxxix): To carry on all the business of hotels, restaurants, cafes, holiday camps, resorts, taverns, beer-houses, refreshment rooms, night clubs, cabarets and swimming pools and lodging or apartment house keepers, licensed victuallers, wine, beer and spirit merchants, brewers, distillers, bakers and confectioners, importers and manufactures of aerated mineral and artificial water and other drinks.

(xxxx): To carry on business of boutiques, retailing complex, shopping malls, shopping centres and to arrange or give on rental basis or on hire, stalls and render services for running of departmental stores and/or retail stores, shopping malls and shopping complexes.

(xxxxi): To carry on the business of development of convention centres, hi-technology industrial parks, residential townships, vocational training centres, leisure parks and development of other infrastructural facilities and to act as technical consultants and advisors in all matters relating to rural and urban infrastructural developments.

(xxxxii): To carry on the business of garage owners for service repair, maintenance or overhaul of automobiles and other vehicles and to undertake repair, maintenance or servicing of vehicles and to import, export, deal in, exchange, let out vehicles and the business of dealers in or suppliers of automobile parts including tyres, tubes, batteries, fittings and furnishings and other relevant materials required for repair, maintenance and servicing of vehicles and to do the business of body-builders, painters and furnishers of automobiles and passengers and commercial vehicles and to undertake servicing, repairs, maintenance and providing different services to the vehicles owners and others in accordance with the requirements and to run, manage or give on hire parking places and to carry on all or any business of cartage and haulage contractors, garage proprietors, owners and charterers of road vehicles, air craft's, barges and boats of every description charterers of ships and lighter men, running of motor, omnibus, taxi cars, tractors, lorries etc. and carriers of goods and passengers by road, rail and water, forwarding, transport, commission, clearing and custom agents, packers, warehousemen, storekeepers and job masters.

(xxxxiii): To produce, manufacture, refine, prepare, process, purchase, sell, import, export or generally deal in bricks, sand, stone, marble, tiles, refractories, china wares, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesive, sheets, roofing, glass, furniture, fittings, electrical goods, water supply or storage equipment, floor polish, door closures, concrete mixtures, elevators, paints, hardware, pipe, fittings, lubricant oils, building materials, forest products and any other building or decorative materials made of cement, stone, timber, teak, board, fiber, paper, glass, rubber, plastic or other natural or synthetic substance or chemical.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (including its Committee(s) thereof and/or any Director or any individual delegated with powers necessary for the purpose) be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient without being required to seek any further consent or approval of the Company or otherwise to the end and intent that they shall be deemed to have been given all necessary approval thereto expressly by the authority of this resolution."

2. **APPOINTMENT OF MR. TOBY ANTONY AS REGULAR DIRECTOR DESIGNATED AS NON-EXECUTIVE INDEPENDENT DIRECTOR**

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 provisions of Sections 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Toby Antony (DIN No. -06982568), who was appointed as an Additional Director of the Company and in respect of whom the Company has received a notice in writing along with requisite deposit from him proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Toby Antony (DIN No. - 06982568), be and is hereby appointed as Non-Executive Independent Director of the Company for a term of five consecutive years with effect from 10th November, 2017.

RESOLVED FURTHER THAT any one of the Board of Directors of the Company be and is hereby authorised to file E-Form DIR-12 with the Registrar of Companies (ROC) and to do all such acts, deeds and things as may be necessary in this regard."

3. APPOINTMENT OF MR. MADHAVAN THUNDIL BIJU AS REGULAR DIRECTOR DESIGNATED AS NON-EXECUTIVE INDEPENDENT DIRECTOR

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 provisions of Sections 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Madhavan Thundil Biju (DIN No. - 03621324), who was appointed as an Additional Director of the Company and in respect of whom the Company has received a notice in writing along with requisite deposit from him proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Madhavan Thundil Biju (DIN No. - 03621324), be and is hereby appointed as Non-Executive Independent Director for a term of five consecutive years with effect from 10th November, 2017.

RESOLVED FURTHER THAT any one of the Board of Directors of the Company be and is hereby authorised to file E-Form DIR-12 with the Registrar of Companies (ROC) and to do all such acts, deeds and things as may be necessary in this regard."

For and on behalf of the Board of Directors
For **TECIL Chemicals and Hydro Power Limited**

Sd/-
ANSIA A
COMPANY SECRETARY

Place: Kochi
Date: 19th January, 2018

Notes:

1. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.

2. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Extra-Ordinary General Meeting (EGM) is annexed hereto.

3. A Member entitled to attend and vote at the Extra-Ordinary General Meeting (EGM) is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/herself and such proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than forty-eight hours before the commencement of EGM. The Instrument of Proxy in Form MGT 11 to be used in this EGM is enclosed.

   Pursuant to Section 105 of the Companies Act, 2013 read with Clause 6 of the Secretarial Standard– 2, issued by the Institute of Company Secretaries of India, a person can act as proxy on behalf of Members not exceeding Fifty (50) and holding in the aggregate not more than 10% (Ten) of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% (Ten) 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 shareholder.

4. Corporate Members/Societies intending to send their authorized representatives to attend the EGM are requested to send a duly certified copy of the Board of Directors/Governing Board Resolution authorizing their representatives to attend and vote on their behalf at the EGM. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

5. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

7. Pursuant to the provision of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books shall remain closed from 19th February, 2018 to 23th February, 2018 (both days inclusive).

8. Members holding shares in dematerialized mode are requested to intimate changes with respect to the Bank details, mandate, nomination, power of Attorney, change of address, change in name etc. to their Depository Participants (DP). These changes will be automatically reflected in company's records, which will help the company to provide efficient and better service to the members.

9. Members holding in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Link Intime India Private Limited for consolidation into a single folio.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their DEMAT Accounts. Members holding shares in physical form can submit their PAN to the Company / Link Intime India Private Limited.

11. Members holding shares in their single name are advised to make a nomination in respect of their shareholding in the Company. The Nomination Form can be down from the Company's Website – www.tecilchemicals.com by accessing the icon of Companies Act, 2013 Compliance. Members holding shares in physical form should file their Nomination Form with the Company whilst the Members holding shares in dematerialized form should file their Nomination Form with their DP.

12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

13. Profile(s) of the Director(s) seeking appointment as required by Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and clause 1.2.5 of Secretarial Standards – 2 on General Meeting is annexed to this Notice.

14. A person who is not a member as on cut-off date should treat this Notice for information purpose only.

15. The Members are requested to contact the Company's Registrars and Share Transfer Agents-Link Intime India Limited for all their queries, transfer requests, or any other matter relating to their shareholding in the Company and quote their Registered Folio Numbers / Client ID Nos. in all correspondences with the Company / with the Registrars.

16. The Members who are holding shares in physical form are requested to send their Specimen Signature duly attested by Bank to the Company's Registrar And Share Transfer Agent-Link Intime India Limited at C-101,247 Park, Lal Bahadur Shashtri Marg, Vikroli (West), Mumbai - 400 083 Email id - rnt.helpdesk@linkintime.co.in

17. A Route Map showing directions to reach the venue of the Extra-Ordinary General Meeting is given at the end of the notice as per the requirement of Secretarial Standards – 2 on “General Meeting”.

18. Attendance slip and Proxy Form of the Meeting is annexed with this Notice.

19. Voting through electronic means:-

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the EGM) to exercise their right to vote at the EGM. The business may be transacted through e-voting services rendered by Central Depository Services (India) Limited (CDSL). The Company has appointed CS Harikrishnan R Nair, Practicing Company Secretary as the Scrutinizer for conducting the remote e-voting and the voting process at the EGM in a fair and transparent manner.

The instructions to members for voting electronically are as under:-

(i) The Remote E-Voting period begins on Monday, 19th February, 2018 at 09:00 A.M. and will end on Thursday, 22nd February, 2018 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 (record date) of Friday, 16th February, 2018, may cast their vote electronically. The Remote E-Voting module shall be disabled by CDSL for voting thereafter.

(ii) The Shareholders should log on to the E-Voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in DEMAT Form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members 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) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your DEMAT Account or in the company records for the said DEMAT Account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your DEMAT account or in the Company records for the said DEMAT account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv)

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

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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 Remote 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.

(x) For Members holding shares in physical form, the details can be used only for E-Voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant **TECIL CHEMICALS AND HYDRO POWER LIMITED** on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If DEMAT account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The —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. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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 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. In case you have any queries or issues regarding Remote E-Voting, you may refer the Frequently Asked Questions ("FAQs") and Remote E-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

GENERAL INFORMATION:

1. In Compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of The Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) as amended from time to time, the Company is pleased to offer Remote E-Voting Facilities to its members in respect of the business to be transacted at the Meeting. The Company has engaged the services of Central Depository Services Limited (CDSL) as authorized agency to provide Remote E-Voting Facility. It is clarified that it is not mandatory for a Member to vote using Remote E-Voting Facility.

2. The Members who have cast their votes by Remote E-Voting prior to the EGM may also attend the meeting but they shall not be entitled to cast their vote again.

3. The Remote E-Voting Period will commence on Monday, 19th February, 2018 at 09:00 A.M. and will end on Thursday, 22nd February, 2018 at 05:00 P.M. During this period, Members of the Company, holding shares as on cut-off date i.e. Friday, 16th February, 2018, may cast their vote by Remote E-Voting. The Remote E-Voting module will be disabled by CDSL for the voting thereafter.

   The voting rights of Members shall be in proportion of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, 16th February, 2018.

   Only those Members whose names are recorded in the Register of Members of the Company as on the cut-off date shall be entitled to vote.

4. CS Harikrishnan R Nair, Practicing Company Secretary has been appointed as the Scrutinizer for overseeing the voting and Remote-E-voting in a fair and transparent manner.

5. The Scrutinizer shall submit his report to the Chairman. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.tecilchemicals.com and on the website of CDSL i.e. https://www.evotingindia.com after the declaration of result by the Chairman or a person authorized by him in his behalf. The Results shall be uploaded on the BSE Listing Portal.

6. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Extra-Ordinary General Meeting i.e. Friday, 23rd February, 2018.

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

ITEM NO. 1

ALTERATION OF OBJECTS CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Company has been taken over by the new management and they have plans to revamp the Business of the Company. Accordingly it is proposed to insert new objects in the main object clause of the Memorandum of Association of the Company. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to Section 13 of the Companies Act, 2013.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Directors or KMPs, shall be considered to be concerned or interested in the proposed Special Resolutions.

Your Directors recommend passing of these Special Resolutions in the interest of the Company.

ITEM NO. 2

Mr. Toby Antony is a post-graduate in Economics from the University of Kerala. He has over three decades of working experience as administrator in Public Limited Companies and has worked as Operational Manager in J.M. Bakshi Group of Companies for a period of three years. He is at present holding Directorships in two Companies.

The Board of Directors in its meeting held on 10th November, 2017 has appointed Mr. Toby Antony as an Additional Director.

Necessary Resolution seeking approval of the Members of the Company for appointment of Mr. Toby Antony as Regular Director and for his appointment as Non-Executive Independent Director of the Company has been proposed as Item No. 2 of the Notice.

The Board of Directors recommends the proposed resolution as set out in Item No. 2 of the Notice for consideration and approval of the Members of the Company.

Except Mr. Toby Antony, Director of the Company, none of the other Directors and Key Managerial Personnel and their relatives are concerned and are interested in the proposed resolution as set out in Item No. 2.

ITEM NO. 3

Mr. Madhavan Thundil Biju is a graduate in Commerce (B.Com) from M G University, Kottayam, Kerala. He has over two decades of experience in Finance and Accounts department. He is an expert in accounting matters, statutory matters, finalization of Accounts etc. to ensure financial recording accuracy and compliance with established accounting standards, procedures and internal controls. Presently he is a Director in a private limited company.

The Board of Directors in its meeting held on 10th November, 2017 has appointed Mr. Madhavan Thundil Biju as Additional Director.

Necessary Resolution seeking approval of the Members of the Company for appointment of Mr. Madhavan Thundil Biju as Regular Director and for his appointment as Non-Executive Independent Director of the Company has been proposed as Item No. 3 of the Notice.

The Board of Directors recommends the proposed resolution as set out in Item No. 3 of the Notice for consideration and approval of the Members of the Company.

Except Mr. Madhavan Thundil Biju, Director of the Company, none of other Directors and Key Managerial Personnel and their relatives are concerned and are interested in the proposed resolution as set out in Item No. 3.

BY ORDER OF THE BOARD OF DIRECTORS
FOR **TECIL CHEMICALS AND HYDRO POWER LIMITED**

Sd/-
ANSIA A
COMPANY SECRETARY

Place: Kochi
Date: 19th January, 2018

ANNEXURE TO THE ITEM NO. 2 & 3 OF NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT AT THE FORTHCOMING EXTRA-ORDINARY GENERAL MEETING IN PUSUANCE OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of the Director	**Mr. Toby Antony**	**Mr. Madhavan Thundil Biju**
Director Identification Number	06982568	03621324
Date of Birth	06-05-1957	16-05-1974
Nationality	Indian	Indian
Shareholding in the Company	Nil	Nil
List of Directorships held in other Companies(excluding foreign, private, and Section 8 Company)	1. Kottayam Port And Container Terminal Services Private Limited	1. Appu s Travel And Tourism Private Limited
	2. Arapaho Health Resorts Private Limited	
Memberships/Chairmanships of Audit Committee and Share Transfer and Stakeholders Relationship Committee	Nil	Nil
Date of Appointment on Board	10-11-2017	10-11-2017

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]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of _____shares of the above named Company, hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the E**xtra-Ordinary General Meeting** of the Company, to be held on **23rd February, 2018, Friday at 3:00 p.m. at Hotel Aida, Main Central Road, Dist. Kottayam, Kerala-686001,** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	Vote	
		For	Against
1.	Alteration of Objects Clause in the Memorandum of Association of the Company.		
2.	Appointment of Mr. Toby Antony as Regular Director Designated as Non-Executive Independent Director.		
3.	Appointment of Mr. Madhavan Thundil Biju as Regular Director Designated as Non-Executive Independent Director.		

Signed this _____day of _____2018

Affix Revenue Stamps

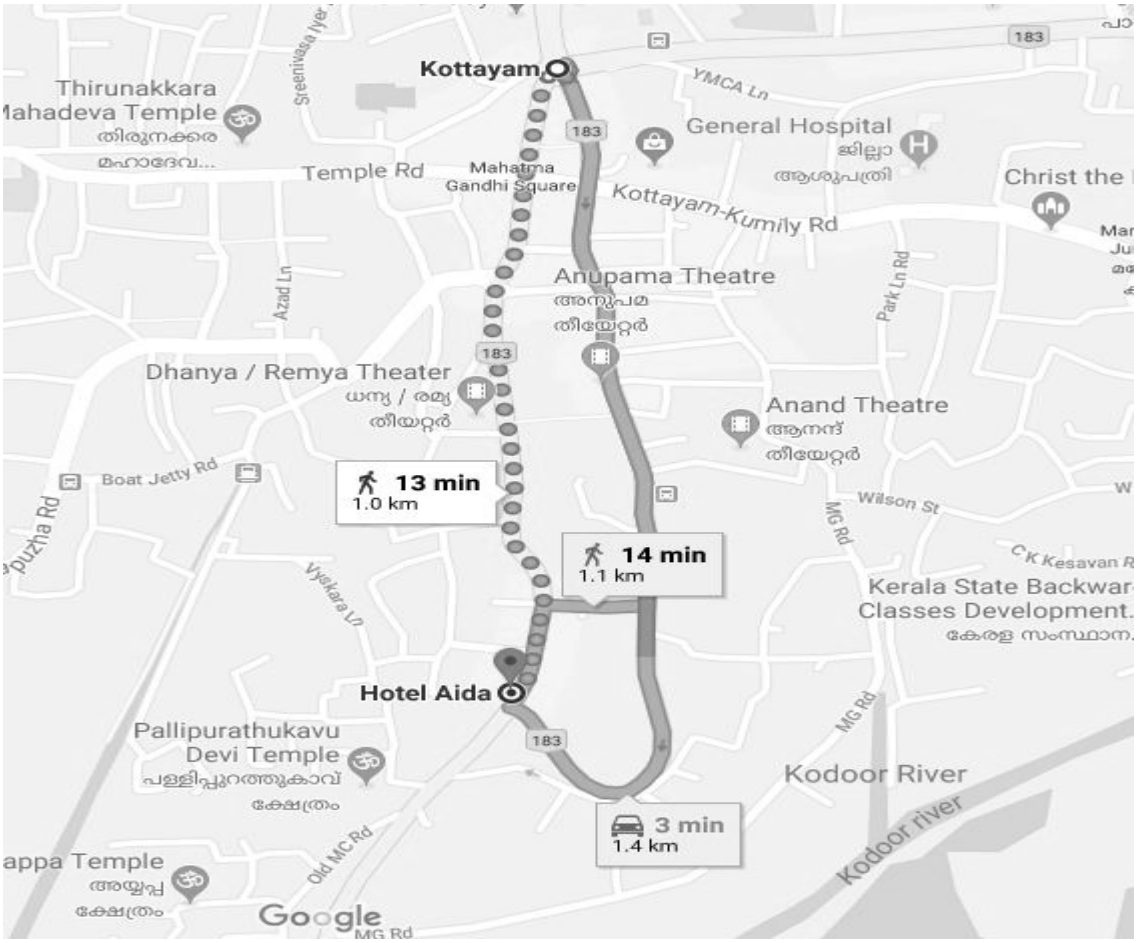
_____ Signature of first proxy holder

_____ Signature of second proxy holder

_____ Signature of third proxy holder

Note:

1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2) The proxy need not be a member of the Company.

Route Map to the EGM Venue