



THE TRAVANCORE CEMENTS LIMITED
(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)
CIN:U26941KL1946SGC001213

72nd ANNUAL GENERAL MEETING

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 72nd Annual General Meeting of THE TRAVANCORE CEMENTS LIMITED will be held at the Registered Office of the Company at Nattakom, Kottayam – 686 013 on Monday, 23rd September 2019 at 02.00 p.m. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Directors' Report and the Audited Statements of Accounts for the year ended 31st March 2019 with the reports of the Auditors and Accountant General (Audit), thereon.

All Shareholders are requested to be present in person or by proxy.

BY ORDER OF THE BOARD,
For THE TRAVANCORE CEMENTS LIMITED,

(Sd/-)
SAJI A. J.,
Dy GENERAL MANAGER - COMPANY SECRETARY

Registered Office:
Nattakom,
Kottayam - 686 013, Kerala.
Dated: 22nd June 2019



NOTES:

1. M/s. Sasi Vijayan & Rajan, Chartered Accountants, Kochi -682 032 have been appointed as Statutory Auditors of the Company by the Comptroller & Auditor General of India on 18/03/2019 to conduct the audit of the accounts of the Company for the year 2018-19. The annual accounts of the Company for the year 2018-19 is under finalization. The accounts are, therefore, not circulated along with this notice of the AGM. Hence, Agenda Item No.1 above has to be deferred and the meeting will have to be adjourned after transacting the business.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing a proxy and the authority if any under which such instrument is executed must be lodged at the Company's Registered Office not less than 48 hours before the commencement of the meeting.
3. The Register of Members of the Company will remain closed from 09th September 2019 to 17th September 2019 both days inclusive.
4. The route map showing the directions to reach the venue of the AGM is annexed.
5. Members are requested to intimate immediately any changes in their address to the Company.



ദി ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡ്

രജിസ്റ്റേർഡ് ഓഫീസ്: നാട്ടകം, കോട്ടയം, കേരളം - 686013

CIN: U26941KL 1946SGC001213

72-ാമത് വാർഷിക പൊതുയോഗ നോട്ടീസ്

താഴെപ്പറയുന്ന ഇടപാടിനായി ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡിന്റെ 72-ാമത് വാർഷിക പൊതുയോഗം കമ്പനിയുടെ നാട്ടകത്ത് സ്ഥിതിചെയ്യുന്ന രജിസ്റ്റേർഡ് ഓഫീസിനോടനുബന്ധമായുള്ള ഹാളിൽ വെച്ച് 2019 സെപ്റ്റംബർ 23 തിങ്കളാഴ്ച ഉച്ചകഴിഞ്ഞ് 2.00 മണിക്ക് ചേരുന്നതിന് ഇതിനാൽ നോട്ടീസ് നൽകുന്നു.

സാധാരണ ഇടപാട്

1. 2019 മാർച്ച് 31 ലെ ഓഡിറ്റ് ചെയ്ത ലാഭനഷ്ടകണക്കുകൾ, കമ്പനി ഡയറക്ടർമാരുടേയും റിപ്പോർട്ടുകൾ, അക്കൗണ്ടന്റ് ജനറൽ (ഓഡിറ്റ്) കേരള, റിപ്പോർട്ട് എന്നിവ സ്വീകരിച്ച് പരിഗണിക്കുകയും അംഗീകരിക്കുകയും ചെയ്യുക.

എല്ലാ ഓഹരി ഉടമകളും നേരിട്ടോ പ്രതിപുരുഷൻ മുഖാന്തിരമോ ഹാജരാകണമെന്ന് അഭ്യർത്ഥിക്കുന്നു.

ബോർഡിന്റെ ഉത്തരവ് പ്രകാരം,
ട്രാവൻകൂർ സിമന്റ്സ് ലിമിറ്റഡിനുവേണ്ടി,

(ഒപ്പ്)

സജി എ. ജെ.

ഡെപ്യൂട്ടി ജനറൽ മാനേജർ - കമ്പനി സെക്രട്ടറി

സ്ഥലം: കോട്ടയം

തീയതി: 22-06-2019

അംഗങ്ങളുടെ ശ്രദ്ധയ്ക്ക്

1. കമ്പനിയുടെ 2018-19 സാമ്പത്തിക വർഷത്തെ കണക്കുകൾ ഓഡിറ്റ് ചെയ്യുവാൻ മെസേഴ്സ്. ശശി വിജയൻ & രാജൻ, ചാർട്ടേഡ് അക്കൗണ്ടന്റ്സ്, കൊച്ചി എന്ന സ്ഥാപനത്തെ കമ്പനിയുടെ സ്റ്റാമ്പുട്ടറി ഓഡിറ്റർ ആയി കാംപ്ലൈൻ & ഓഡിറ്റർ ജനറൽ ഓഫ് ഇന്ത്യ 18-03-2019-ൽ നിയമിച്ചു. കമ്പനിയുടെ 2018-19 വർഷത്തെ വാർഷിക കണക്കുകൾക്ക് അന്തിമരൂപമാകുന്നതേയുള്ളൂ. ആയതിനാൽ വാർഷിക കണക്കുകൾ ഈ നോട്ടീസിനൊപ്പം വിതരണം ചെയ്തിട്ടില്ല. ഇതിൻപ്രകാരം മേൽ പ്രസ്താവിച്ച സാധാരണ ഇടപാട് നമ്പർ 1 നീട്ടിവയ്ക്കുകയും അതോടൊപ്പം ഈ പൊതുയോഗം അവധിയ്ക്ക് വയ്ക്കുകയും ചെയ്യുന്നു.
2. യോഗത്തിൽ പങ്കെടുക്കാനും വോട്ട് ചെയ്യാനും അവകാശമുള്ള ഒരംഗത്തിന് പ്രതിപുരുഷനെ (പ്രോക്സി) നിയമിക്കാനും തനിക്കു പകരം ഇയാളെ വോട്ടെടുപ്പിൽ പങ്കെടുപ്പിക്കാനും അവകാശമുണ്ടായിരിക്കുന്നതാണ്. ഇത്തരം പ്രതിപുരുഷന്മാർ കമ്പനിയുടെ അംഗമായിരിക്കണമെന്നില്ല. പ്രതിപുരുഷനെ നിയമിച്ചുകൊണ്ടുള്ള നോട്ടീസ് സാധുവാകുന്നതിന്, ടി നോട്ടീസ്, യോഗം തുടങ്ങുന്നതിന് 48 മണിക്കൂർ മുമ്പ് രജിസ്റ്റേർഡ് ഓഫീസിൽ നൽകിയിരിക്കേണ്ടതാണ്.
3. കമ്പനിയുടെ അംഗത്വ രജിസ്റ്ററും ഓഹരി കൈമാറ്റ പുസ്തകവും 2019 സെപ്റ്റംബർ 9-ാം തീയതി മുതൽ 17-ാം തീയതി വരെ (ഇരു ദിവസങ്ങളും ഉൾപ്പെടെ) അടച്ചുവയ്ക്കുന്നതാണ്.
4. 72-ാമത് വാർഷിക പൊതുയോഗ സ്ഥലം കാണിക്കുന്ന ഒരു റൂട്ട് മാപ്പ് ഇതോടൊപ്പം ചേർക്കുന്നു.
5. അംഗങ്ങൾ അവരുടെ മേൽവിലാസത്തിലുണ്ടാകുന്ന മാറ്റങ്ങൾ അതാത് സമയങ്ങളിൽ കമ്പനിയെ അറിയിക്കണമെന്ന് അഭ്യർത്ഥിക്കുന്നു.



THE TRAVANCORE CEMENTS LIMITED
(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)

ATTENDANCE SLIP

I hereby record my presence at the 72nd Annual General Meeting of the Company held on Monday, 23rd September 2019 at 02.00 p.m. at Nattakom, Kottayam- 686013.

Member's Folio/DPID Client ID No.

Name & Address of Shareholder:

Joint Shareholder:

Signature of the Member/
Joint Members/Proxy

Note :

1. Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
2. Electronic copy of the notice of the AGM along with attendance slip and proxy form is being sent to all members whose e-mail address is registered with the company/depository participants unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this attendance slip.
3. Physical copy of the AGM Notice along with attendance slip and proxy form is sent in the permitted modes to all members whose e-mail is not registered or have requested for a hard copy.

ELECTRONIC VOTING INFORMATION

EVEN(Electronic Voting Event Number)	USER ID	PASSWORD



THE TRAVANCORE CEMENTS LIMITED

(Regd. Office: Nattakom, Kottayam, Kerala – 686 013)

- I In compliance with 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) Amendment Rules, 2015 and and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 72nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the 72nd AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL) .
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. Members, who cast their votes by remote e-voting prior to the AGM, may attend the meeting but will not be entitled to cast their votes once again.
- IV The remote e-voting period commences on Friday, 20th September 2019 at 9.00 am and ends on Sunday, 22nd September 2019 at 5.00 pm. During this period members of the company holding shares either in physical form or dematerialized form as on the cut off date 17th September 2019 being the record date for the purpose of voting, may cast their vote electronically. The remote e-voting module shall be disable by NSDL for voting thereafter. Once the vote on a resolution is cast by the member shall not be allowed to change it subsequently.

V. Process and manner for remote e-voting are as under

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. 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.



2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [https:// eservices.nsdl.com/](https://eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?

If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID.



Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.



7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to _____<Please mention the e-mail ID of Scrutinizer> with a copy marked to evoting@nsdl.co.in.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM:

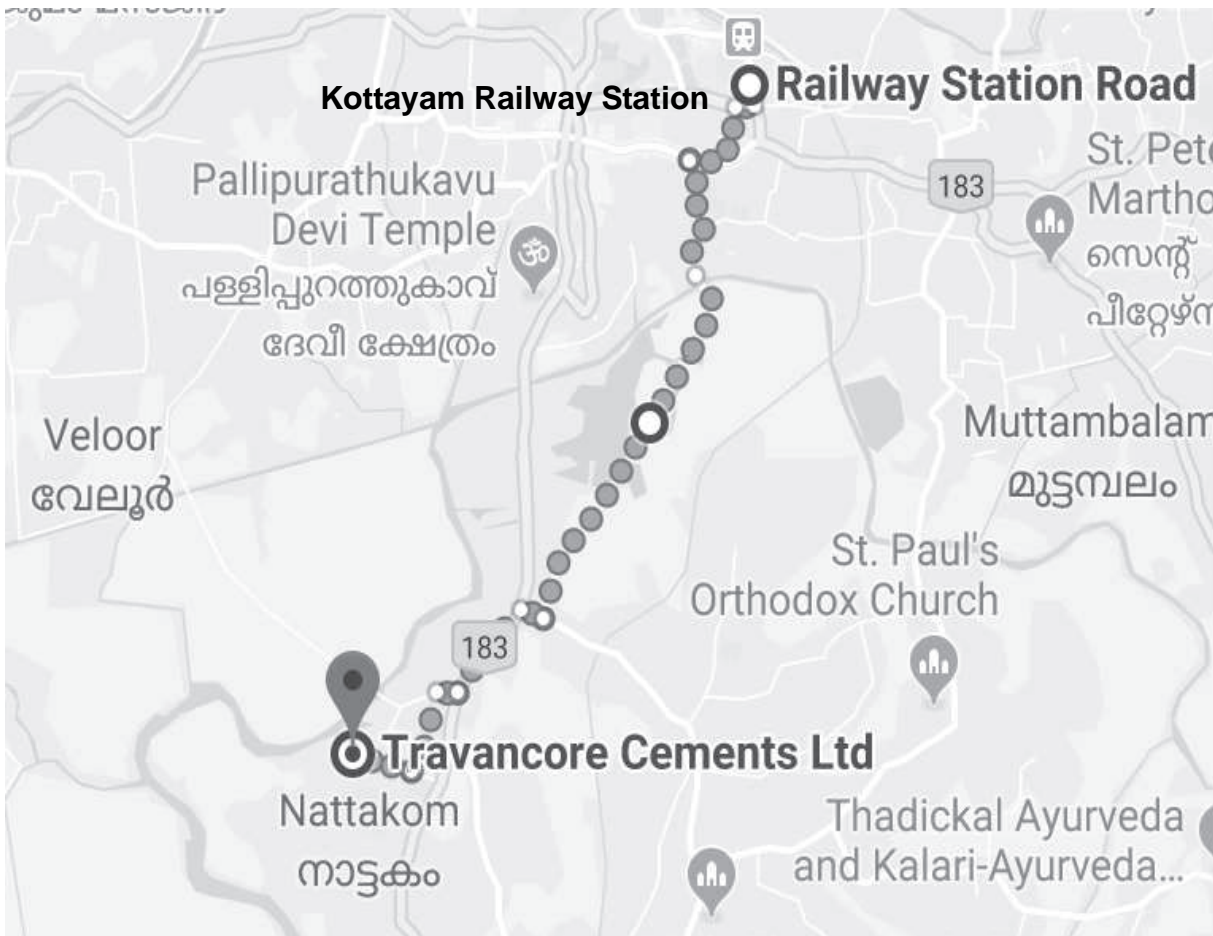
- VI. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- VII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September 2019.
- VIII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- IX. Mr. Krishna Prasad R.S., Practicing Company Secretary (Membership No.7080) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- X. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” or “Poling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.



- XI. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the (AGM), a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company in www.travcement.com and on the website of NSDL
- XIII. The Results of e-voting and voting at the meeting, if any, on resolutions shall be aggregated and declared on or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite numbers of votes in favor of the Resolutions.
- XIV. The notice of the 72nd AGM is placed in the website of the Company www.travcement.com
- XV. For further clarifications or grievances please contact: cstravcement@gmail.com



Route Map of the AGM Venue -The Travancore Cements Ltd.



From Nedumbassery Airport - 97 km

From Kottayam Railway Station - 6.2 km

From Kottayam KSRTC - 4.1 Km



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]

CIN : U26941KL1946SGC001213
 Name of the company : THE TRAVANCORE CEMENTS LTD.,
 Registered office : NATTAKOM, KOTTAYAM- 686013
 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:
 Address:
 E-mail Id:
 Signature:, or failing him

Name:
 Address:
 E-mail Id:
 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 72nd Annual General Meeting of the Company, to be held on Monday, 23rd September 2019 at 02.00 p.m. at the registered office and at any adjournment thereof in respect of such resolution as indicated below:-

Sl. No.	Resolution
Ordinary Business	
1	To receive, consider and adopt the Directors' Report and the Audited Statements of Accounts for the year ended 31 st March 2019 with the reports of the Auditors and Accountant General (Audit), Kerala, thereon.

Signed this.... day of..... 2019

Affix Rs.1/-
Revenue
Stamp

Signature of shareholder.....signature of Proxy holder(s).....

Note: 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.