

**TICEL BIO PARK LIMITED**  
**REGD.OFFICE : NO. 5, CSIR ROAD, TARAMANI, CHENNAI – 600 113**  
**CIN: U45309TN2001PLC047979**

Phone : 91-44-2254 2061 / 2062 Fax : 91-44-2254 2055  
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**NOTICE OF 20<sup>th</sup> ANNUAL GENERAL MEETING**  
**NOTICE TO THE SHAREHOLDERS**

Notice is hereby given that the Annual General Meeting of TICEL Bio Park Limited will be held on 30<sup>th</sup> November, 2022 at 3.00 pm at TIDCO Board Room, 3<sup>rd</sup> Floor, Tamilnadu Industrial Development Corporation Ltd., 19-A, Rukmini Lakshmi pathy Road, Egmore, Chennai – 600 008 to transact the following business:-

**ORDINARY BUSINESS:**

1) To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March, 2022, Statement of Profit and Loss, Cash Flow Statement along with necessary explanatory note attached to and forming part of Annual Financial Statements for the year ended 31<sup>st</sup> March, 2022 and the report of Board of Directors and Auditors' thereon.

**Draft Resolution:**

To consider and if deemed fit, to pass the following resolution, with or without modification(s) as an **ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to Section 129 and other applicable provisions, if any of the Companies Act, 2013, the Audited Financial Statement of the Company as on 31<sup>st</sup> March 2022, the Statement of Profit and Loss for the year ended on that date together with the Schedules thereto, the Cash flow statement for the year 2021-22, the report of the Board of Directors, Auditors and Secretarial Auditor together with the comments of the Comptroller & Auditor General of India thereon placed before the meeting be and are hereby received, considered and adopted.”

**2) To reappoint Tmt. R. Lilly (DIN: 03287345), Director who retires by rotation and being eligible offer herself for re-election, by passing the following as an Ordinary Resolution**

**Draft Resolution:**

To consider and if deemed fit, to pass the following resolution, with or without modification(s) as an **ORDINARY RESOLUTION:**

**RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Tmt. R. Lilly (DIN: 03287345), a Director retiring by

rotation being eligible and offering herself for re-election, be and is hereby re-appointed as a Director of the Company.

**3) To reappoint Thiru. S.A Ayyappan (DIN: 09393227), Director who retires by rotation and being eligible offer himself for re-election, by passing the following as an Ordinary Resolution**

**Draft Resolution:**

To consider and if deemed fit, to pass the following resolution, with or without modification(s) as an **ORDINARY RESOLUTION:**

**RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Thiru. S.A Ayyappan (DIN: 09393227), a Director retiring by rotation being eligible and offering himself for re-election, be and is hereby re-appointed as a Director of the Company.

**4) To fix the remuneration to the Statutory Auditor for the Financial year 2022-23.**

**Draft Resolution:**

To consider and if thought fit, to pass with or without modification the following resolution as an **ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to Section 142 of the Companies Act, 2013, the Rules made thereunder and as recommended by the Audit Committee, remuneration to M/s. V. Kalaiselvi & Co LLP, Chennai having ICAI Firm Registration No. 006147S, the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India (C&AG) under Section 139(5) of the Companies Act, 2013, vide letter No.CA.V/COY/TAMIL NADU, TBPL(0)/1235 dated 09/09/2022, be and is hereby fixed at 1,00,000/- (Rupees One Lakh Only) for the financial year 2022-23, for audit and related services plus reimbursement of out of pocket expenses and applicable taxes.

**By order of the Board,  
For TICEL BIO PARK LIMITED**

S/d  
**S. GAYATHRI  
COMPANY SECRETARY  
ACS: 037318**

**Place: Chennai  
Date:**

Notes:

1. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed
2. A member of the company who is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.
3. Instrument of proxies, in order to be effective, must be received at the company's registered office not later than 48 (forty eight) hours before the commencement of the meeting. proxies submitted on behalf of the companies must be supported by an appropriate resolution/authority, as applicable.
4. Corporate Members are requested to send a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013 authorising their representative to attend and vote at the Annual General Meeting.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
6. All communication relating to shares may be addressed to the registered office address of the Company.
7. In accordance with the provisions of Article 117 of the Articles of Association of the Company, Tmt. Lilly IAS and Thiru. S.A. Ayyappan will retire by rotation at the Annual General Meeting and, being eligible, offer themselves for re-election.
8. Members may also note that the Notice of the 20<sup>th</sup> Annual General Meeting and the Annual Report 2021-22 will be available on the Company's website, [www.ticelbiopark.com](http://www.ticelbiopark.com). The physical copies of the aforesaid documents will also be available at the Company's Registered office for inspection during normal business hours on any working day.
9. Route-map to the venue of the Meeting is provided at the end of the Notice.

**By order of the Board,  
For TICEL BIO PARK LIMITED**

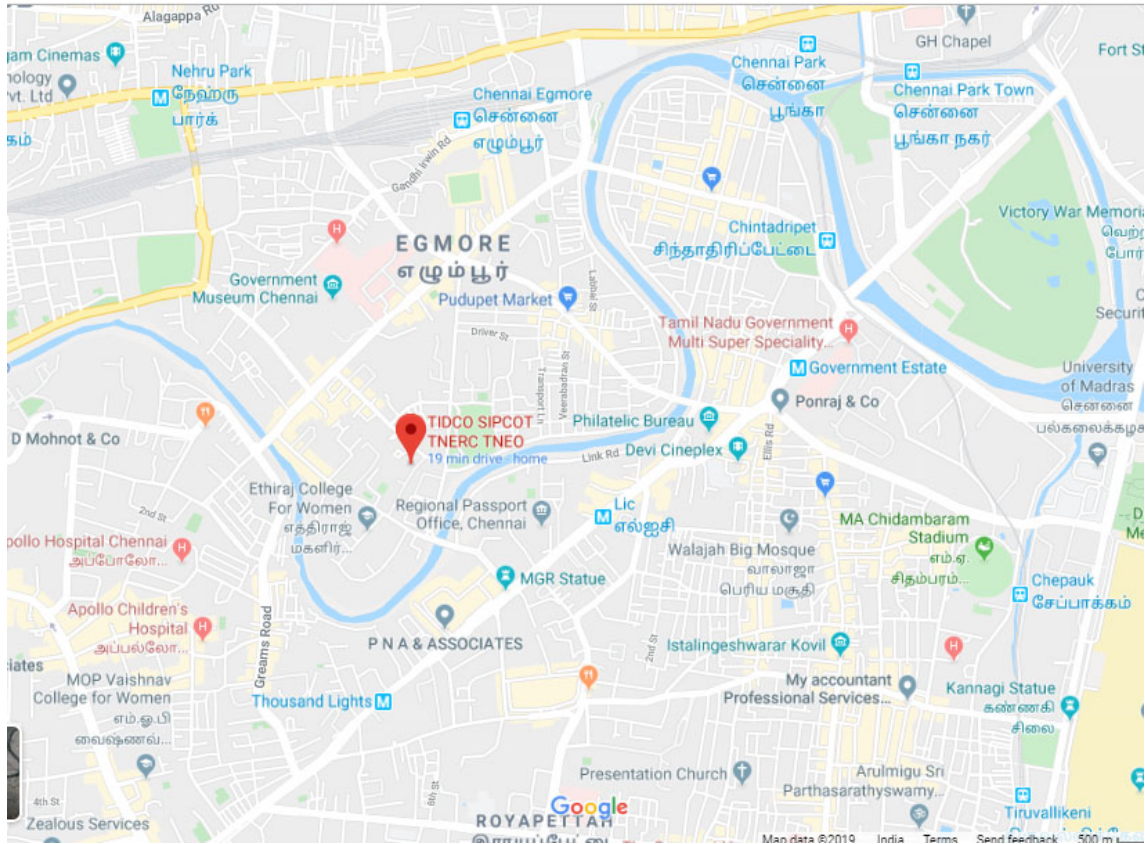
Sd/-

**S. GAYATHRI  
COMPANY SECRETARY  
ACS: 037318**

**Place: Chennai**

**Date :**

## ROUTE MAP OF VENUE OF AGM



<b>Additional Information on Directors recommended for Appointment/Re-appointment as required under Secretarial Standards – 2 (SS-2)</b>		
<b>Name of the Directors</b>	<b>Tmt. R. Lilly</b>	<b>Thiru. S.A. Ayyappan</b>
DIN	03287345	09393227
Date of Birth	02.04.1973	23.07.1972
Nationality	Indian	Indian
Date of Appointment on the Board	12-07-2021	20-04-2022
Relationship with other Directors or Key Managerial Personnel of the Company	Nil	Nil
Qualification	M.Sc	BE
Experience/Expertise in Functional Areas	More than 20 years of administrative experience	more than 20 years of sound technical knowledge
No. of Shares held	Nil	Nil
Board Position held	Director	Director
Terms and Conditions of appointment/Re-appointment	Nil	Nil
Remuneration sought to be paid	Nil	Nil
Remuneration last drawn	Nil	Nil
No. of Board Meetings attended during the year	1	1
Directorship held in other Companies	TNEB LIMITED	TAMIL NADU ROAD DEVELOPMENT COMPANY LIMITED
	TAMILNADU TRANSMISSION CORPORATION LIMITED	IT EXPRESSWAY LIMITED
	TICEL BIO PARK LIMITED	TICEL BIO PARK LIMITED
	TAMIL NADU TELECOMMUNICATION LIMITED	TAMIL NADU INDUSTRIAL HOUSING PRIVATE LIMITED
	TAMILNADU INDUSTRIAL EXPLOSIVES LIMITED	
	TAMILNADU MINERALS LIMITED	

	TAMILNADU CEMENTS CORPORATION LIMITED	
	PERAMBALUR SUGAR MILLS LIMITED	
	TAMILNADU FOREST PLANTATION CORPORATION LIMITED	
	TAMILNADU SUGAR CORPORATION LIMITED	
	TAMILNADU SALT CORPORATION LIMITED	
Chairman/Member of the Committees of the Board of the other Companies in which he is a Director	Nil	Nil