

NOTICE OF THE 52nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 52nd Annual General Meeting (AGM) of the Members of the Company will be held on Tuesday, August 27, 2019 at 12.00 noon at Conference Hall, 1st Floor, UB Tower, UB City, No.24, Vittal Mallya Road, Bengaluru – 560001, to transact the businesses as set out in the notice convening the Annual General Meeting, which has been sent in physical/electronic form, as the case may be, to all the shareholders on or before August 1, 2019.

Notice is also hereby given under Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and Share transfer Books of the Company will remain closed from August 21, 2019 to August 27, 2019 (both days inclusive) for the purpose of determination of members who are entitled to receive the dividend for the financial year 2018-19, if declared.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their votes by electronic means (remote e-voting) at the AGM. The Company has engaged Central Depositories Services (India) Limited (CDSL) for providing remote e-voting facility.

The Members are hereby informed that:

- a) All the businesses as set out in the Notice of the 52nd AGM may be transacted through voting by electronic means.
- b) The remote e-voting shall commence on August 24, 2019 at 9.00 AM.
- c) The remote e-voting shall end on August 26, 2019 at 5.00 PM.
- d) The cut-off date for the purpose of remote e-voting is August 20, 2019.
- e) Any person, who acquires shares and becomes Member of the Company after dispatch of the Notice and holds shares on as on the cut-off date, may obtain copy of the notice and Annual Report by sending a request to the Company in writing or by sending email to shares.mcfl@adventz.com or the same can be downloaded from the Company's website www.mangalorechemicals.com.
- f) Members are further informed that:
 - (i) Remote e-voting shall not be allowed beyond 5.00 PM on August 26, 2019.
 - (ii) The facility for voting through physical ballot paper shall be made available at the meeting, only to those members attending the meeting, who have not already casted their votes by remote e-voting facility.
 - (iii) A Member may participate in the Annual General Meeting even after exercising the right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
 - (iv) 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 i.e. August 20, 2019, only shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.
- g) The Notice of the 52nd AGM is available on the Company's website www.mangalorechemicals.com and website of CDSL www.cdslindia.com.
- h) In case you have any queries or issues regarding e-voting, you may refer to Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under "Help" section or e-mail to helpdesk.evoting@cdslindia.com the e-voting Helpdesk, addressing Mr. Rakesh Dalvi, Deputy Manager, Central Depository Services (India) Limited, 16th Floor, PJ Towers, Dalal Street, Fort, Mumbai-400 001, or call 1800-200-5533 (toll free).