

XBLR Encl. & Filing A/c no: 1010201612345423-10/10/2016

# TRIOCHEM PRODUCTS LIMITED

MANUFACTURERS OF ETHICAL PHARMACEUTICAL PRODUCTS



Regd. Office : 4th Floor, Sambava Chambers, Sir P. M. Road, Fort, Mumbai - 400 001.  
Tel. : 00 91 (22) 4082 8100 | Fax : 00 91 (22) 4082 8181 | E-mail : info@amphray.com  
Corporate Identity Number : L24249MH1972PLC015544

Ref No: TPL PP 0903 2016

8<sup>th</sup> October, 2016

To

The Corporate Relationship Department,

BSE Limited

1<sup>st</sup> Floor, P J Towers,

Dalal Street, Fort, Mumbai: 400001.

Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

Dear Sir,

Sub: Compliance Report on Corporate Governance

Ref: Security Code No. 512101 – ISIN No.: INE 331 E 01013.

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format specified (ANNEXURE - I and ANNEXURE - III) for the quarter and half year ended September 30, 2016.

We request you to kindly take the above on records.

Thanking you,

Yours faithfully,

For TRIOCHEM PRODUCTS LIMITED

A handwritten signature in black ink, appearing to be "Ramu S. Deora", written over a horizontal line.

RAMU S. DEORA

DIRECTOR & CEO

DIN: 00312369

Encl.: as above



BSE LTD  
ACKNOWLEDGEMENT


|                    |  |             |                          |
|--------------------|--|-------------|--------------------------|
| Acknowledgement No | : 1010201612345427                       | Date & Time | : 10/10/2016 12:35:09 PM |
| Scrip Code         | : 512101                                 |             |                          |
| Entity Name        | : Triochem Products Limited              |             |                          |
| Compliance Type    | : Regulation 27(2)- Corporate Governance |             |                          |
| Quarter / Period   | : 30/09/2016                             |             |                          |
| Mode               | : E-Filing                               |             |                          |

**Triochem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| General information about company |                           |
|-----------------------------------|---------------------------|
| Scrip code                        | 512101                    |
| Name of the entity                | Triochem Products Limited |
| Date of start of financial year   | 01-04-2016                |
| Date of end of financial year     | 31-03-2017                |
| Reporting Quarter                 | Half Yearly               |
| Date of Report                    | 30-09-2016                |
| Risk management committee         | Not Applicable            |

**Triochem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| <b>Annexure I</b>  |                        |
|--|------------------------|
| <b>Annexure I to be submitted by listed entity on quarterly basis</b>                |                        |
| <b>I. Composition of Board of Directors</b>  |                        |
| Disclosure of notes on composition of board of directors explanatory                 | Textual Information(1) |
| Is there any change in information of board of directors compare to previous quarter | No                     |

**Triochem Products Ltd.**



**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| Text Block             |   |
|------------------------|---|
| Textual Information(1) | No changes Promoter Director NE 3 Nos including One Woman Director NE Director NE 1 no Independent Director NE 2 Nos. |

**Triochem Products Ltd.**



**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| <b>Annexure 1</b>  |                        |
|--|------------------------|
| <b>II. Composition of Committees</b>   |                        |
| Disclosure of notes on composition of committees explanatory                 | Textual Information(1) |
| Is there any change in information of committees compare to previous quarter | No                     |

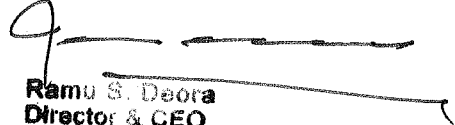
**Triochem Products Ltd.**



**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**


| <b>Text Block</b>      |  |
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| Textual Information(1) | <p>No change in Audit Committee : Chairperson Independent Director NE, Member 1 No. Independent Director INE, Member 1 No. Director NE. Total 3 Members including Chairperson.</p> <p>No change in Nomination and Remuneration Committee : Audit Committee : Chairperson Independent Director NE, Member 1 No. Independent Director INE, Member 1 No. Director NE. Total 3 Members including Chairperson.</p> <p>No change in Stake Nomination and Remuneration Committee : Audit Committee : Chairperson Independent Director NE, Member 1 No. Independent Director INE, Member 1 No. Director NE. Total 3 Members including Chairperson.</p> |

**Triohcem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| <b>Annexure 1</b>  |   |  |   |
|--|---|--|---|
| <b>Annexure 1</b>  |   |  |   |
| <b>III. Meeting of Board of Directors</b>                        |   |  |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  | Textual Information(1)                                      |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1  | 27-05-2016  |  |   |
| 2  |   | 06-08-2016   | 70  |

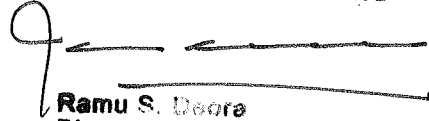
**Triochem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**



| <b>Text Block</b>      |  |
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| Textual Information(1) | <p>Audit Committee : The Board took a note of these and the same were taken on record.</p> <p>Nomination and Remuneration Committee : The Board took a note of these and the same were taken on record.</p> <p>Stakeholders Relationship Committee : The Board took a note of these and the same were taken on record.</p> |


**Triochem Products Ltd.**



**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**


| Annexure 1   |                                       |   |  |                                     |   |  | Name of other committee |
|--|---------------------------------------|---|--|-------------------------------------|---|--|-------------------------|
| IV. Meeting of Committees                                |                                       |   |  |                                     |   |  |                         |
| Disclosure of notes on meeting of committees explanatory |                                       |   |  |                                     |   | Textual Information(1)   |                         |
| Sr   | Name of Committee                     | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |                         |
| 1  | Audit Committee                       | 06-08-2016  | Yes  | All members present                 | 27-05-2016  | 70   |                         |
| 2  | Nomination and remuneration committee | 06-08-2016  | Yes  | All members present                 | 27-05-2016  | 70   |                         |
| 3  | Stakeholders Relationship Committee   | 06-08-2016  | Yes  | All members present                 | 27-05-2016  | 70   |                         |

**Trichoem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| <b>Text Block</b>      |   |
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| Textual Information(1) | Audit Committee : The Board took a note of these and the same were taken on record.<br>Nomination and Remuneration Committee : The Board took a note of these and the same were taken on record.<br>Stakeholders Relationship Committee : The Board took a note of these and the same were taken on record. |

**Triohcem Products Ltd.**

  
**Ramo S Deora**  
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| <b>Annexure 1</b>                                 |  |                                  |   |
|---|--|----------------------------------|---|
| <b>V. Related Party Transactions</b>              |  |                                  |   |
| Sr  | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of<br>non-compliance may be given here. |
| 1   | Whether prior approval of audit committee obtained   | Yes                              |   |
| 2   | Whether shareholder approval obtained for material RPT   | Yes                              |   |
| 3   | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |   |
| Disclosure of notes on related party transactions |  |                                  | Textual Information(1)  |

**Triohcem Products Ltd.**

  
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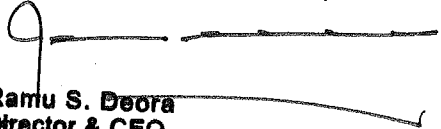
| Text Block             |   |
|------------------------|---|
| Textual Information(1) | This report submitted in the previous quarter has been put before Board of Direct in there meeting held on 27-05-2016. The Board took a note of these and the same were taken on record |

**Triochem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

| Annexure 1       |  |                            |
|------------------|--|----------------------------|
| VI. Affirmations |  |                            |
| Sr               | Subject  | Compliance status (Yes/No) |
| 1                | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015  | Yes                        |
| 2                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee  | Yes                        |
| 3                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA                         |
| 6                | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                        |
| 7                | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                  | Yes                        |
| 8                | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                        |
| 9                | Any comments/observations/advice of Board of Directors may be mentioned here:  | Textual Information(1)     |

**Triochem Products Ltd.**

  
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 Director & CEO  
 DIN : 00312369

| Text Block             |   |
|------------------------|---|
| Textual Information(1) | This report submitted in the previous quarter has been put before Board of Direct in there meeting held on 27-05-2016. The Board took a note of these and the same were taken on record |

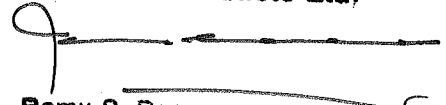
**Triohcem Products Ltd.**



**Ramu S. Deora**  
**Director & CEO**  
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| <b>Annexure III</b>   |  |                                      |                               |  |
|---|--|--------------------------------------|-------------------------------|--|
| <b>Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year</b> |  |                                      |                               |  |
| <b>I. Affirmations</b>  |  |                                      |                               |  |
| Sr  | Broad heading  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1   | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2)                                | Yes                           |  |
| 2   | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3   | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4   | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | NA                            |  |
|   | Any other information to be provided   |                                      |                               |  |

**Triochem Products Ltd,**

  
**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**



| Signatory Details     |                    |
|-----------------------|--------------------|
| Name of signatory     | Ramu Sitaram Deora |
| Designation of person | CEO                |
| Place                 | Mumbai             |
| Date                  | 08-10-2016         |

**Triochem Products Ltd.**

  
**Ramu S. Deora**  
**Director & CEO**  
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