

# 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 | www.triochemproducts.com  
Corporate Identity Number : L24249MH1972PLC015544

XBLR Acknowledge Number: 1007201706012327 Date 10/07/2017 06:01:08 PM

Ref No: TPL PP 0602 2017

10<sup>th</sup> July, 2017

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) for the quarter ended June 30, 2017.

We request you to kindly take the above on records.

Thanking you,


Yours faithfully,

For **TRIOCHEM PRODUCTS LIMITED**

  
RAMU S. DEORA

DIRECTOR & CEO

DIN: 00312369

Encl.: as above  


**BSE LTD**  
**ACKNOWLEDGEMENT**

Acknowledgement No	: 1007201706012327	Date & Time	: 10/07/2017 06:01:38 PM
Scrip Code	: 512101		
Entity Name	: Triochem Products Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/06/2017		
Mode	: E-Filing		

<b>General information about company</b>	
Scrip code	512101
Name of the entity	Triochem Products Limited
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Quarterly
Date of Report	30-06-2017
Risk management committee	Not Applicable

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

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														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	Ramu Sitaram Deora	AAMPD2141H	00312369	Non-Executive - Non Independent Director	Chairperson	Shareholder Director	30-06-1975			1	0	0	
2	Mr	Mahabirprasad Sitaram Deora	AABPD7675F	01073326	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	30-06-1975			1	1	0	
3	Mr	Sunil Satyanarayan Jhunjhunwala	AAEPJ2854M	00312529	Non-Executive - Independent Director	Not Applicable		30-03-2015		5	1	0	1	
4	Mr	Shyam Sunder Sharma	AFXPS9577G	01457322	Non-Executive - Non Independent Director	Not Applicable		28-05-1985			5	2	0	

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mrs	Grace Ramu Deora	AHHPD2035Q	00312080	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	30-03-2015			1	0	0	
6	Mr	Girish Kumar Banshidhar Pungalia	AABPP4827H	00032757	Non-Executive - Independent Director	Not Applicable		30-03-2015		5	1	2	0	

<b>Text Block</b>	
Textual Information(1)	No change in Promoter Director NE 3 Nos., One Woman Director NE 1 nos., Independent Director NE 2 Nos.

<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					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr Sunil Satyanarayan Jhunjunwala	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr Girish Kumar Banshi Dhar Pungalia	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr Shyam Synder Sharma	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Mr Sunil Satyanarayan Jhunjunwala	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Mr Girish Kumar Banshi Dhar Pungalia	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mr Shyam Synder Sharma	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Mr Sunil Satyanarayan Jhunjunwala	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Mr Girish Kumar Banshi Dhar Pungalia	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Mr Shyam Synder Sharma	Non-Executive - Non Independent Director	Member	

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



<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	10-02-2017		
2		26-05-2017	104

<b>Text Block</b>	
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>

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	26-05-2017	Yes	All members present	10-02-2017	104	
2	Nomination and remuneration committee	26-05-2017	Yes	All members present	10-02-2017	104	
3	Stakeholders Relationship Committee	26-05-2017	Yes	All members present	10-02-2017	104	

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

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of 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)
Disclosure of notes of material transaction with related party			Textual Information(2)

<b>Text Block</b>	
Textual Information(1)	This report submitted in the previous quarter has been put before Board of Direct in there meeting held on 26-05-2017. The Board took a note of these and the same were taken on record
Textual Information(2)	This report submitted in the previous quarter has been put before Board of Direct in there meeting held on 26-05-2017. The Board took a note of these and the same were taken on record

<b>Annexure I</b>		
<b>VI. Affirmations</b>		
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)

<b>Text Block</b>	
Textual Information(1)	This report submitted in the previous quarter has been put before Board of Direct in there meeting held on 26-05-2017. The Board took a note of these and the same were taken on record



Signatory Details	
Name of signatory	Ramu Sitaram Deora
Designation of person	CEO
Place	Mumbai
Date	10-07-2017

