

TRIOCHEM PRODUCTS LIMITED



Registered Office: 4th Floor, Sambava Chambers, Sir. P. M. Road,
Fort, Mumbai, Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150
Fax: 00 91 (22) 2202 4657 E-mail: info@amphray.com
Website: www.triochemproducts.com Corporate Identity Number: L24249MH1972PLC015544

Ref No: TPL PP 20250442 2025; 25th June 2025

To
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Sub: Proceedings of 53rd Annual General Meeting held on 25th June 2025 - Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.

Ref: Security Code No.512101 - ISIN No.: INE 331E01013

Dear Sir / Madam,

The Fifty-Three Annual General Meeting (AGM) of the Triochem Products Limited held on Wednesday, 25th June 2025 at 03.00 p.m. at Register Office of the Company at 4th Floor, Sambava Chambers, Sir. P. M. Road, Fort, Mumbai - 400001 along with details of Agenda, to transact the business as stated in the Notice dated 24th May 2025, convening the AGM.

In this regard, we are enclosing herewith the summary of proceedings of the AGM of the Company as required under Regulation 30, read with part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR). The same is also being made available on the website of the Company at

<https://www.triochemproducts.com/investor-relations/investor-relations.aspx?year=2024-25>

You are requested to kindly take the above information on your records

Thanking you,
Yours faithfully,

For TRIOCHEM PRODUCTS LIMITED

Ureca
Deolekar

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Ureca Deolekar
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Ureca Deolekar

Company Secretary & Compliance Officer

Encl.: as above



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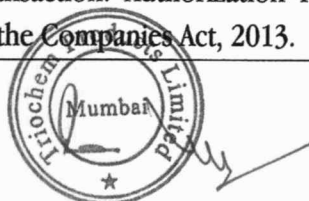
Summary of proceedings of the 53rd Annual General Meeting.

DATE OF THE AGM: 25th June 2025.

MODE OF VOTING: Poll and Remote E-voting.

DETAILS OF THE AGENDA:

Sl. No.	Particulars	Type of Resolution
Ordinary Business		
1.	Adoption of Financial Statements: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Rajesh Ramu Deora (DIN: 00312316), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3.	To appoint a Director in place of Mr. Ramu Sitaram Deora (DIN: 00312369), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business		
4.	To appoint M/s. Ragini Chokshi & Co, Company Secretaries as the Secretarial Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of 53 rd Annual General Meeting till the conclusion of the 58 th Annual General Meeting of the Company	Ordinary Resolution
5.	To approve the continuation of directorship of Mr. Ramu Sitaram Deora (DIN: 00312369), aged 88 years as a 'Non-Executive Non-Independent Director' of the Company, who is liable to retire by rotation and had offered himself for re-appointment.	Special Resolution
6.	To Appointment of Mr. Shailendra Omprakash Mishra (DIN: 07373830) as an Independent Director for a term of five years.	Special Resolution
7.	To Appointment of Mr. Vipul Amul Desai (DIN: 02074877) as an Independent Director for a term of five years.	Special Resolution
8.	Authorisation for related party transaction: Authorization for related party transaction u/s 188 of the Companies Act, 2013.	Special Resolution



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SUMMARY OF THE PROCEEDING OF THE 53rd (FIFTY-THREE) ANNUAL GENERAL MEETING OF THE MEMBERS OF THE TRIOCHEM PRODUCTS LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 4TH FLOOR, SAMBAVA CHAMBERS, SIR P. M. ROAD, FORT, MUMBAI - 400001 ON WEDNESDAY, THE 25TH DAY OF JUNE 2025 AT 03.00 P.M., WHICH CONCLUDED AT 03.45 P.M.

PRESENT:

All the Directors attended the Meeting including the Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The representatives of Statutory Auditors and Secretarial Auditors were also present at the Meeting.

The Company Secretary of the Company welcomed the Director's, Shareholders, and invitees to the Annual General Meeting.

STATUTORY AUDITORS:

Mr. Kunal Vakharia, Partner of M/s. Kanu Doshi Associates LLP. Chartered Accountants, Mumbai.

SECRETARIAL AUDITORS:

Mrs. Ragini Chokshi, Partner of M/s. RAGINI CHOKSHI & CO, Secretarial Auditors, Mumbai.

SCRUTINIZER APPOINTED BY THE BOARD:

Mrs. Ragini Chokshi, of M/s. Ragini Chokshi & Co., Company Secretaries, Mumbai

NUMEBR OF SHAREHOLDERS:

The number of shareholders as on records date 18th June 2025 were 55.

MEMBERS ATTENDANCE:

Representations under section 113 of the Companies Act, 2013 [2013 Act] for a total of 2,25,190 shares aggregating to 91.91% of the total Share Capital were received. 11 members attended the meeting in person, including bodies corporate through their representatives.

CHAIRMAN:

As per Article of Association of the Company, the Directors present have to elect the Chairman from amongst them. The Directors present after discussion, unanimously elected Mr. Ramu S. Deora as Chairman to preside over the Meeting.

Mr. Ramu Sitaram Deora took chair the proceedings of the Meeting and extended a warm welcome to the members of the Company's fifty-three Annual General Meeting.



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QUORUM:

The Chairman called the meeting to order as requisite quorum as required under Section 103 of the Companies Act, 2013 was present for the meeting was in order and decided to commence the meeting. All the Directors attended the Meeting including the Chairperson of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The representatives of Statutory Auditors and Secretarial Auditors were also present at the Meeting. The Chairman introduced the Directors, Management Committee Members and the Invitees present at the meeting.

The Chairman introduced Mr. Shailendra Omprakash Mishra and Mr. Vipul Amul Desai who were appointed as Non-Executive Independent Director of the Company for a period of 5 (five) years effective from 29th March 2025. On behalf of the Board of Directors and Shareholders of the Company, he also expressed the deep sense of appreciation and gratitude to Mr. Sunil S. Jhunjhunwala and Mr. Girish Kumar Pungalia for the valuable service and guidance provided by them during their tenure as Non-Executive Independent Director of the Company. The Chairman further thanked for their leadership and invaluable contribution made by them during their respective tenures as Members of the Management Committee of the Company.

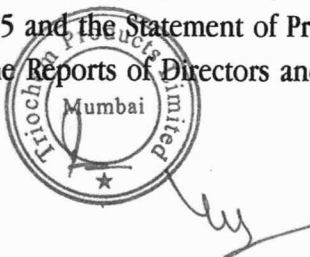
The Chairman then informed the members that the Statutory Auditors and Secretarial Auditors have expressed unqualified and unmodified opinion without any reservation or adverse remarks in their respective reports for the financial year 2024-25. The Statutory Auditors Report on Financial Statements and Secretarial Audit Report form part of the Annual Report. Since the audit reports were circulated to the members, with their consent, the same were taken as read.

REGISTER:

The Chairman informed the members that the Register of Directors' and Key Managerial Personnel and their shareholding, in terms of Section 170 read with Section 171 of the Companies Act, 2013, and the Register of Contract in terms of Section 189 of the Companies Act, 2013, and other Statutory Registers as required under Companies Act, 2013 were kept open for inspection during the Annual General Meeting and made accessible during the continuance of the said meeting.

NOTICE:

With the consent of the members present, the Notice convening the 53rd Annual General Meeting along with the Audited Financial Statements of the Company for the year ended 31st March, 2025, including Balance Sheet as at 31st March, 2025 and the Statement of Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon, were taken as read.



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AUDITORS REPORT:

The Chairman stated that the Auditors' Report on the financial statement of the Company for the year ended 31st March 2025 does not have any qualifications or observations or comments on the financial transactions or other matters in the Auditor's Report to the members, which have any adverse effect on the functioning of the Company. Accordingly, the Auditors' Report was not required to be read out before the meeting, as provided in the Companies Act, 2013. With the consent of the Members, the present was taken as read.

CHAIRMAN'S ADDRESS:

The Notice convening this meeting, the Director' Report and auditors Report for the year 2024-2025 are already with you. The Annual Report received by you refers to in detail the financial performance of the Company for the said year. I, shall however present to you highlights thereof.

As stated in the Directors' Report and Financial Statements during the financial year 2024-25, revenue from operation is Rs. Nil. The loss after tax for the current year is Rs.40.01 lakhs as compared against loss of Rs.101.33 lakhs in the previous year.

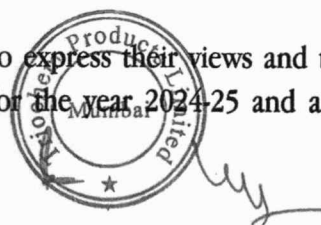
The Company has temporarily reduced activity after the Covid-19 pandemic. The business that requires personal presentation & relationship building has taken a tremendous hit & is unlikely to see any possibility of revival in the immediate future, business from the regular customers is shrink, we do not see significant improvement. Therefore, the Company has temporarily reduced activities till a clearer picture emerges.

The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. The Company is working towards being resilient in order to sail through the current situation. It is focused on controlling the fixed costs, maintaining liquidity and closely monitoring the supply chain to ensure that the manufacturing facilities to restart smoothly.

The market is expected to be stable during the end of FY2025-26, with the expectation of an improvement in the market conditions during the year, the Company will endeavor to perform better than last year.

I would like to draw your kind attention to the dividend proposal for the year 2024-2025, your Board of Directors have not recommended any dividend due to loss.

The Chairman, then requested the members to express their views and to seek clarifications, if any, with regard to the financial statements for the year 2024-25 and also about the business



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operations of the Company. Members enquired about the future plans and the outlook which were duly addressed by the Chairman.

Finally, with his best wishes, he sincerely thanked the shareholders for the abundant trust reposed and looks forward to their continued cooperation in realization of corporate goals in the coming years.

The Chairman then requested Ms. Ureca Deolekar Company Secretary to explain and read the detailed voting procedure at the Annual General Meeting for the Members.

PASSING OF RESOLUTION THROUGH REMOTE E-VOTING AND E-VOTING / BALLOT:

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the Listing Agreement with Stock Exchange. The Company had provided to the shareholders for ensuring their wider participation and voting on all the resolutions placed before them in the Annual General Meeting agenda items. Through remote e-voting facility as mandated under the statutes both the Companies Act, 2013 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, of the Listing Agreement. For this purpose, the Company engaged the service of "Central Depository Services (India) Limited". (CDSL).

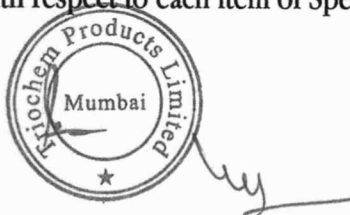
The remote e-voting period was kept open from 22nd June 2025 from 09:00 a.m. to end 24th June 2025 at 05:00 p.m.

CS Mrs. Ragini Chokshi, M/s Ragini Chokshi & Co, Company Secretaries, Mumbai, has been appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process in a fair & transparent manner.

ANY QUERIES:

The Company Secretary invited the members to seek clarifications/queries, if any, on the agenda items of Notice of AGM placed before them for approval.

The Company Secretary briefs the members on ordinary business as set out in the AGM notice under Item No. 1 to 3 and the special business under Item No. 4 to 8 and the detailed Explanatory Statement settling out material information with respect to each item of Special Business formed a part of the Notice of the AGM.



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Thereafter providing all the clarifications as sought by the shareholders, reiterated that, since the Company had provided remote e-voting facility to the members to vote between 22nd June 2025 from 09:00 a.m. to ends 24th June 2025 at 05:00 p.m., it was obligatory on the part of the Company to provide similar voting right to those members, who were personally present in the meeting hall, in person or through proxies, to vote in proportion to the shares held by them. The voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

The Chairman announced that the Poll would be arranged through the issue of 'Ballot form' for voting on all the resolutions contained in the Ordinary and Special business of the Notice of the Annual General Meeting for all the members present at the meeting who have not opted for remote e-voting. The Chairman, then informed that 'Ballot forms' are distributed to the shareholders present and requested, the Company Secretary to explain the procedure for exercising the votes through poll process and to conduct the Poll process.

None of the shareholders present at the meeting opted for voting by physical ballot, the Scrutinizer closed the poll at around 03.30 p.m. Then, the Scrutinizer took custody of the polling box.

The Chairman then announced that the results, based on the remote e-voting; e-voting and through Ballot form along with the Scrutinizer's Report, will be placed on the Company's website and on the website of Central Depository Services (India) Limited (CDSL) within prescribed time limit from conclusion of Annual General Meeting and would be communicated to the BSE Limited., where the Company's shares are listed.

CONCLUSION:

The Chairman thanked the shareholders for their continued trust and confidence in the management of the Company

RESULT OF THE VOTING BY REMOTE E-VOTING; E-VOTING AND BALLOT PAPER (POLL) ON THE ORDINARY AND SPECIAL BUSINESSES AT THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, 25TH JUNE 2025.

As per the provision of the Companies Act, 2013 and also the Listing Agreement, the Company had provided the facility of remote e-voting; e-voting and ballot paper (Poll) voting at the meeting to the Shareholders to enable them to cast their vote electronically and physically on the resolutions proposed in the Notice of the 53rd Annual General Meeting (AGM). The e-voting was open from 22nd June 2025 to 24th June 2025.



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In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 53rd AGM, voting was conducted by means of e-voting and ballot paper (poll) at the AGM.

The Board of Directors had appointed CS Mrs. Ragini Chokshi, M/s Ragini Chokshi & Co, Practicing Company Secretary, Mumbai, as the Scrutinizer for remote e-voting and e-voting at the meeting. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 24th June 2025 and Ballot paper (Poll) voting carried at the AGM and submitted their Report on 25th June 2025.

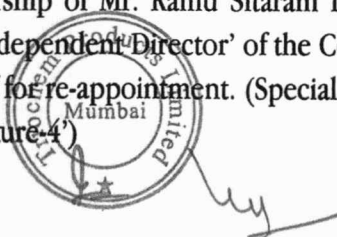
Following items of Resolution as set out in the Notice convening 53rd Annual General meeting were transacted at the Meeting:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. To appoint a Director in place of Mr. Rajesh Ramu Deora (DIN: 00312316), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution).
(Brief profile attached herewith as 'Annexure-1')
3. To appoint a Director in place of Mr. Ramu Sitaram Deora (DIN: 00312369), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
(Brief profile attached herewith as 'Annexure-2')

SPECIAL BUSINESS:

4. To appoint M/s. Ragini Chokshi & Co, Company Secretaries as the Secretarial Auditors of the Company, to hold office for a period of 5 (five) consecutive years commencing from the conclusion of 53rd Annual General Meeting till the conclusion of the 58th Annual General Meeting of the Company. (Ordinary Resolution)
(Brief profile attached herewith as 'Annexure-3')
5. To approve the continuation of directorship of Mr. Ramu Sitaram Deora (DIN: 00312369), aged 88 years as a 'Non-Executive Non-Independent Director' of the Company, who is liable to retire by rotation and had offered himself for re-appointment. (Special Resolution)
(Brief profile attached herewith as 'Annexure-4')



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6. To Appointment of Mr. Shailendra Omprakash Mishra (DIN: 07373830) as an Independent Director for a term of five years. (Special Resolution)
(Brief profile attached herewith as 'Annexure-5')
7. To Appointment of Mr. Vipul Amul Desai (DIN: 02074877) as an Independent Director for a term of five years. (Special Resolution)
(Brief profile attached herewith as 'Annexure-6')
8. Authorisation for related party transaction u/s 188 of the Companies Act, 2013. (Special Resolution)

The Company Secretary informed that on the basis of Scrutinizer's Consolidated Report on remote e-voting and voting at the AGM, the voting results will be submitted to the Stock Exchanges in the format prescribed under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the details of the said results along with Scrutinizer's Consolidated Report will also be uploaded on the Company's website and website of CDSL within prescribed time limit from the conclusion of Meeting.

The Company Secretary proposed a vote of thanks to the Chair, the Members, Directors, Auditors and the Meeting concluded at 3.45 pm. The requisite quorum was present at the beginning and throughout the Meeting.

The voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

For TRIOCHEM PRODUCTS LIMITED

**Ureca
Deolekar**

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Ureca Deolekar
Company Secretary & Compliance Officer
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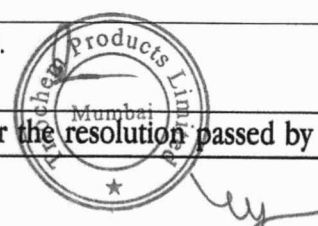
"Annexure-1"

Resolution No. 2:

PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) the details of the Directors seeking appointment/re-appointment at the 53rd Annual General Meeting is furnished below:

Name of Director	Mr. Rajesh Ramu Deora
Director Identification Number	00312316
Designation	Non-Executive Non-Independent Director
Age	51 Years
Qualification	Graduate in Economics & Industrial Management and Bachelor of Science Degree from Carnegie Mellon University (USA).
Expertise	He started his career with Amphray Laboratories as Export - Import Manager. He has over 23 years of experience in all aspect of the Business including Finance & Accounting, Logistics, Import-Export, Products and Business Development.
Date of first appointment in the current designation	28 th May, 2019.
Shareholding in the Company as on 31 st March 2025.	36,000
Directorships and Committee memberships held in other companies as on 31 st March 2025 (Excluding Private Companies)	Nil
Inter-se relationships between Directors and Key Managerial Personnel	Mr. Ramu Sitaram Deora (DIN 00312369) (Father) Mrs. Grace Ramu Deora (DIN 00312080) (Mother)
No. of Board Meetings attended during the financial year 2024-25.	5 of 5.
Terms and conditions of re-	As per the resolution passed by the Shareholders of the



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appointment	Company on the 50 th Annual General Meeting held on 26 th August 2022, Mr. Rajesh Ramu Deora has been appointed as a Non-Executive Non-Independent Directors, liable to retire by rotation.
Details of proposed remuneration	Nil

The Board of Directors proposed the appointment of Mr. Rajesh Ramu Deora as Non-Executive Non-Independent Director on the Board of Directors of the Company and recommends the resolution as set out at Item no. 2 of the Notice and explanatory statement for the approval of the members at the ensuing Annual General Meeting.

Except Mr. Ramu Sitaram Deora; Mrs. Grace Ramu Deora and Mr. Rajesh Ramu Deora and no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the appointment of Mr. Rajesh Ramu Deora as a Non-Executive Non-Independent Director of the Company, except to extent of their shareholding, if any, in the Company.

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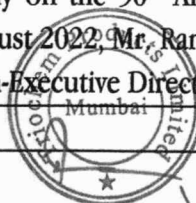
"Annexure-2"

Resolution No. 3:

PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) the details of the Directors seeking appointment/re-appointment at the 53rd Annual General Meeting is furnished below:

Name of Director	Mr. Ramu Sitaram Deora
Director Identification Number	00312369
Designation	Non-Executive Non-Independent Director
Age	88 Years
Qualification	B.A., L.L.B.
Expertise	Having, wide range experience in administration, industrial development & management, export promotion, strategy leadership, Finance, Investment.
Date of first appointment in the current designation	30 th June, 1975
Shareholding in the Company as on 31 st March, 2025	34,500
Directorships and Committee memberships held in other companies as on 31 st March, 2025 (Excluding Private Companies)	Nil
Inter-se relationships between Directors and Key Managerial Personnel	Mrs. Grace R. Deora (DIN 00312080) (Wife) Mr. Rajesh R. Deora (DIN 00312316) (Son)
No. of Board Meetings attended during the financial year 2024-25.	5 of 5
Terms and conditions of re-appointment	As per the resolution passed by the Shareholders of the Company on the 50 th Annual General Meeting held on 26 th August 2022, Mr. Ramu S. Deora has been appointed as a Non-Executive Directors, liable to retire by rotation.
Details of proposed remuneration	Nil



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The Board of Directors proposed the re-appointment of Mr. Ramu Sitaram Deora as Non-Executive Non-Independent Director on the Board of Directors of the Company and recommends the resolution as set out at Item no. 3 of the Notice for the approval of the members at the ensuing Annual General Meeting.

Except Mr. Ramu Sitaram Deora, Mrs. Grace Ramu Deora and Mr. Rajesh Ramu Deora and their relatives, no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the aforementioned resolution for re-appointment of Mr. Ramu Sitaram Deora as a Non-Executive Non-Independent Director of the Company, except to extent of their shareholding, if any, in the Company.

Ureca
Deolekar

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by Ureca
Deolekar
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“Annexure-3”

Resolution No. 4:

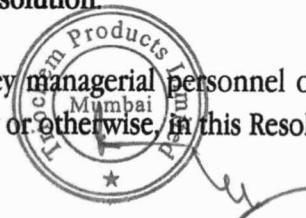
In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“the Act”), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board’s report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Ragini Chokshi & Co, Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from financial year beginning April 1, 2025, for a period of one term of five consecutive years, that will conclude on March 31, 2030, at such remuneration plus applicable taxes thereon and such increase in audit fees till the conclusion of their term, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors. The appointment is subject to shareholders’ approval at the Annual General Meeting.

While recommending M/s Ragini Chokshi & Co for appointment, the Board and the Audit Committee evaluated various factors, including the firm’s capability to handle a diverse and complex business environment, its existing experience in the Company’s business segments, its industry standing, the clientele it serves, and its technical expertise. M/s Ragini Chokshi & Co was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company. M/s Ragini Chokshi & Co is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, New Delhi.

Accordingly, the Board recommends the Resolution set out in Item No. 4 for the approval by the Members of the Company as an **Ordinary Resolution**.

None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution



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"Annexure-4"

Resolution No. 5:

Mr. Ramu Sitaram Deora, age 88, is the Non-Executive Non-Independent Director of the Company, liable to retire by rotation. In accordance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years after April 1, 2019 shall be appointed/reappointed as a non-executive director unless a special resolution is passed to that effect in which case the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such a person.

Mr. Ramu Sitaram Deora, Non-Executive Non-Independent Director of the Company, has exceeded the age of 75 years and is retiring by rotation at this Annual General Meeting.

The relevant details of Mr. Ramu Sitaram Deora seeking continuation of his directorship subject to approval by the shareholders by a special resolution under Item No. 5 of the Notice, as required under Regulation 36(3) of the Listing Regulations read with applicable provisions of the Companies Act, 2013 and relevant accounting standards are given below:

- 1) Mr. Ramu Sitaram Deora (DIN: 00312369) was appointed as Non-Executive Non-Independent Director at the 50th Annual General Meeting held on 26th August 2022 and he is liable to retire by rotation.
- 2) As per Regulation 17(1A) of the SEBI (Listing Regulations), which came into effect from April 1, 2019 provides that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.
- 3) Mr. Ramu Sitaram Deora, aged 88 years, having wide range of experience in administration, industrial development & management, export promotion, strategy leadership, Finance, Investment, etc. He was also associated in various trade facilitation forum/promotion council like Board of Trade (BOT); FIEO; CHEMEXCIL; FICCI; All India Shippers Council; ECCG; etc. spanning over 40 years, Mr. Deora has spent 58 years in the field of industrial development and management.



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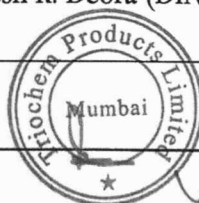
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- 4) The Board of Directors is of the opinion that Mr. Ramu Sitaram Deora has been an integral part of the Board, has provided valuable insights to the Company and possesses relevant expertise and vast experience in the field of administration, leadership, and business. His guidance in the past has been notable and supportive to the Company in dealing with complex matters. Accordingly, it is felt that his association as non-executive director will be beneficial and in the best interest of the Company. In line with the provisions of SEBI (Listing Regulations), your directors recommend his appointment as Non-Executive Non-Independent Director at the 53rd Annual General Meeting by way of Special resolution and that he is liable to retire by rotation.
- 5) The Board of Directors accordingly recommends the Special Resolution as mentioned at item no. 5 of this Notice for approval of the Members of the Company.
- 6) Brief Profile

Name of Director	Mr. Ramu Sitaram Deora
Director Identification Number	00312369
Designation	Non-Executive Non-Independent Director
Age	88 Years
Qualification	B.A., L.L.B.
Expertise	Having, wide range experience in administration, industrial development & management, export promotion, strategy leadership, Finance, Investment.
Date of first appointment in the current designation	30 th June, 1975
Shareholding in the Company as on 31 st March, 2025	34,500
Directorships and Committee memberships held in other companies as on 31 st March, 2025 (Excluding Private Companies)	Nil
Inter-se relationships between Directors and Key Managerial Personnel	Mrs. Grace R. Deora (DIN 00312080) (Wife) Mr. Rajesh R. Deora (DIN 00312316) (Son)
No. of Board Meetings attended during the financial	5 of 5



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year 2024-25.	
Terms and conditions of re-appointment	As per the resolution passed by the Shareholders of the Company on the 50 th Annual General Meeting held on 26 th August 2022, Mr. Ramu S. Deora has been appointed as a Non-Executive Directors, liable to retire by rotation.
Details of proposed remuneration	Nil

- 7) Except Mr. Ramu Sitaram Deora; Mrs. Grace Ramu Deora and Mr. Rajesh Ramu Deora and no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the re-appointment of Mr. Ramu Sitaram Deora as a Non-Executive Non-Independent Director of the Company, except to extent of their shareholding, if any. In the Company, in the Special Resolution set out at Items No. 5 of the Notice.

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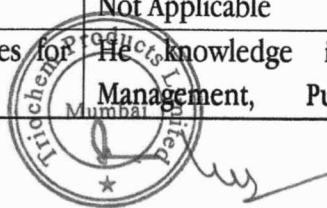
"Annexure-5"

Resolution No. 6:

PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) the details of the Directors seeking appointment/re-appointment at the 53rd Annual General Meeting is furnished below:

Particulars	Details
Name of the Director	Mr. Shailendra Omprakash Mishra
Reason for change	Appointment
DIN	07373830
Date of Birth	23-Apr-1971
Age	54 Years
Nationality	Indian
Date of Appointment as Director	29 th March 2025
Designation	Non-Executive Independent Director
Qualification	Commerce Graduate from University of Mumbai
Experience/Expertise	He has more than 29 years of experience in marketing, accounts, management, public relations, team management and territory development/management in the business environment.
Terms & Conditions	Additional Non-Executive Independent Director of the Company for the First term of five (5) consecutive years with effect from 29 th March 2025 subject to approval of members in the upcoming General Meeting/Postal Ballot.
Remuneration sought to be paid	No remuneration is paid
Remuneration last drawn	Not Applicable
Justification for choosing the appointees for appointments as Independent Directors	His knowledge in Marketing, Accounts Management, Public relation, Team



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	management, etc. will prove to be valuable for the Company.
Number of Board meetings attended during the year	Nil
Shareholding in the Company	Nil
List of Directorship in other Company's	1) M/s. Halaplay Technologies Private Limited 2) M/s. Sab Events & Governance Now Media Limited
List of Chairmanship or membership of various committees in listed company and other companies (The Committee membership and chairpersonship includes membership of the Audit Committee (AC), Stakeholder Relationship Committee (SRC) and Nomination and Remuneration Committee (NRC)	<u>Chairmanship</u> M/s. Sab Events & Governance Now Media Limited - Nomination and Remuneration Committee and Stakeholder Relationship Committee. <u>Membership</u> M/s. Sab Events & Governance Now Media Limited - Audit Committee
Relationship with other Directors of the Company	Not Related
Person shall not debarred from holding the office of Directors pursuant to any SEBI Order or any other such authority (Information as required under Circular No. LIST/COMP/14/2018-19 dated 20 th June 2018 issued by the BSE Ltd	Not Applicable

Accordingly, the Board recommends the Resolution set out in Item No. 6 for the approval by the Members of the Company as an Special Resolution.

None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution

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“Annexure-6”

Resolution No. 7:

PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) the details of the Directors seeking appointment/re-appointment at the 53rd Annual General Meeting is furnished below:

Particulars	Details
Name of the Director	Mr. Vipul Amul Desai
Reason for change	Appointment
DIN	02074877
Date of Birth	27-Dec-1955
Age	69 Years
Nationality	Indian
Date of Appointment as Director	29 th March 2025
Designation	Non-Executive Independent Director
Qualification	Degree in Commerce, Management and Law with professional qualification of Company Secretary and Cost Accountancy
Experience/Expertise	He has 44 years of rich experience from Finance Manager and Company Secretary to President-Corporate Affair, Biz Development in Corporate Like, NECO, Mittal's, TATA AIG Insurance, Deutsche Bank, Mafatlal's, and many more in India.
Terms & Conditions	Additional Non-Executive Independent Director of the Company for the First term of five (5) consecutive years with effect from 29 th March 2025 subject to approval of members in the upcoming General Meeting/Postal Ballot.
Remuneration sought to be paid	No remuneration is paid



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Remuneration last drawn	Not Applicable
Justification for choosing the appointees for appointments as Independent Directors	He knowledge in Finance Management, Corporate Affair, Cost Accountancy, etc. will prove to be valuable for the Company.
Number of Board meetings attended during the year	Nil
Shareholding in the Company	Nil
List of Directorship in other Company's	1) M/s. Salvi Chemical Industries Limited 2) M/s. Suashish Diamonds Limited 3) M/s. National Plastic Industries Limited
List of Chairmanship or membership of various committees in listed company and other companies (The Committee membership and chairpersonship includes membership of the Audit Committee (AC), Stakeholder Relationship Committee (SRC) and Nomination and Remuneration Committee (NRC)	<u>Membership</u> 1) M/s. National Plastic Industries Limited - Audit Committee 2) M/s. National Plastic Industries Limited - Nomination and Remuneration Committee
Relationship with other Directors of the Company	Not Related
Person shall not debarred from holding the office of Directors pursuant to any SEBI Order or any other such authority (Information as required under Circular No. LIST/COMP/14/2018-19 dated 20 th June 2018 issued by the BSE Ltd	Not Applicable

Accordingly, the Board recommends the Resolution set out in Item No. 7 for the approval by the Members of the Company as an Special Resolution.

None of the Directors, Managers or any key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution

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BSE ACKNOWLEDGEMENT

Acknowledgement Number	10106249
Date and Time of Submission	6/25/2025 5:49:15 PM
Scripcode and Company Name	512101 - Triochem Products Ltd
Subject / Compliance Regulation	Shareholder Meeting / Postal Ballot-Outcome of AGM
Submitted By	Puran Jaykisan Parmar
Designation	Designated Officer for Filing

Disclaimer : - Contents of filings has not been verified at the time of submission.