

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

XBLR Acknowledge Number: 1007201810495127 Date 10/07/2018 10:49:51 AM

Ref No: TPL PP 0602 2018

10th July, 2018

To

The Corporate Relationship Department,

BSE Limited

1st Floor, P J Towers,

Dalal Street, Fort, Mumbai: 400001.

Email: corp.relations@bseindia.com

Dear Sir,

Sub: Complaine 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, 2018.

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	: 1007201810495127	Date & Time : 10/07/2018 10:49:51 AM
Scrip Code	: 512101	
Entity Name	: Triochem Products Limited	
Compliance Type	: Regulation 27(2)- Corporate Governance	
Quarter / Period	: 30/06/2018	
Mode	: E-Filing	

Triochem Products Ltd.


Ramu S. Deora
Director & CEO
DIN : 00312369



MSEI Symbol	
Scrip code	512101
NSE Symbol	
MSEI Symbol	
ISIN	INE331E01013
Name of the entity	Triochem Products Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	30-06-2018
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 for not providing PAN	Notes for not providing DIN
1	Mr	Ramu Sitaram Deora	AAMPD2141H	00312369	Non-Executive - Non Independent Director	Chairperson related to Promoter		30-06-1975			1	0	0		
2	Mr	Mahabirprasad Sitaram Deora	AABPD7675F	01073326	Non-Executive - Non Independent Director	Not Applicable		30-06-1975			1	1	0		
3	Mr	Sunil Satyanarayan Jhunjhunwala	AAEPJ2854M	00312529	Non-Executive - Independent Director	Not Applicable		30-03-2015		60	1	0	2		
4	Mr	Shyam Sunder Sharma	AFXPS9577G	01457322	Non-Executive - Non Independent Director	Not Applicable		28-05-1985			5	0	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 for not providing PAN	Notes for not providing DIN
5	Mrs	Grace Ramu Deora	AHHPD2035Q	00312080	Non-Executive - Non Independent Director	Not Applicable		30-03-2015			1	1	0		
6	Mr	Girish Kumar Banshidhar Pungalia	AABPP4827H	00032757	Non-Executive - Independent Director	Not Applicable		30-03-2015		60	1	2	0		



Text Block	
Textual Information(1)	No Change in Promoter Directors NE 3 Nos., One Woman Director NE 1 Nos., Independent Directors NE 2 Nos.



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Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)
Is there any change in information of committees compare to previous quarter	



A handwritten signature in blue ink, appearing to be a stylized "b" or "p" followed by a horizontal line.

Annexure 1 Text Block	
Textual Information(1)	<p>Audit Committee: Chairperson Independent Director NE, Member 1 Number, Independent Director INE, Member 1 Number, Director NE. Total 3 Members including Chairperson.</p> <p>Nomination and Remuneration Committee: Chairperson Independent Director NE, Member 1 Number, Independent Director INE, Member 1 Number, Director NE. Total 3 Members including Chairperson.</p> <p>Stakeholders Relationship Committee: Chairperson Independent Director NE, Member 1 Number, Independent Director INE, Member 1 Number, Director NE. Total 3 Members including Chairperson.</p>



Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00312529	Mr. Sunil S. Jhunjhunwala	Non-Executive - Independent Director	Chairperson	
2	00032757	Mr. Girish Kumar B. Pungalia	Non-Executive - Independent Director	Member	
3	00312080	Mrs. Grace Ramu Deora	Non-Executive - Non Independent Director	Member	



Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00312529	Mr. Sunil S. Jhunjhunwala	Non-Executive - Independent Director	Chairperson	
2	00032757	Mr. Girish Kumar B. Pungalia	Non-Executive - Independent Director	Member	
3	00312080	Mrs. Grace Ramu Deora	Non-Executive - Non Independent Director	Member	



Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00312529	Mr. Sunil S. Jhunjhunwala	Non-Executive - Independent Director	Chairperson	
2	00032757	Mr. Girish Kumar B. Pungalia	Non-Executive - Independent Director	Member	
3	01073326	Mr. Mahabirprasad S. Deroa	Non-Executive - Non Independent Director	Member	



[Handwritten signature]

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



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Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
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	14-02-2018		
2		29-05-2018	103



Text Block	
Textual Information(1)	<p>Audit Committee: The Board took a note of these and the same were taken on record</p> <p>Nomination 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							
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	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	29-05-2018	Yes	3	14-02-2018	103	
2	Nomination and remuneration committee	29-05-2018	Yes	3	14-02-2018	103	
3	Stakeholders Relationship Committee	29-05-2018	Yes	3	14-02-2018	103	



Text Block	
Textual Information(1)	<p>Audit Committee: The Board took a note of these and the same were taken on record</p> <p>Nomination 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			
V. Related Party Transactions			
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)



Text Block	
Textual Information(1)	All contract / arrangements / transaction entered by the Company with Related Parties were in ordinary course of business and at arms length basis. The report submitted in the previous quarter has been put before the Board of Directors in there meeting held on 29-05-2018. The Board took a note of these and the same were takne on record.
Textual Information(2)	All contract / arrangements / transaction entered by the Company with Related Parties were in ordinary course of business and at arms length basis. Pursuant to the provision of section 177 of the Companies Act, 2013 and Regulation 23 of the SEBI Listing Regulations, all Related Party Transactions are placed before the Audit Committee for approval. The report submitted in the previous quarter has been put before the Board of Directors in there meeting held on 29-05-2018. The Board took a note of these and the same were takne on record.



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)



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ramu Sitaram Deora
2	Designation	CEO




Text Block	
Textual Information(1)	The report submitted in the previous quarter has been put before the Board of Directors in there meeting held on 29-05-2018. The Board took a note of these and the same were takne on record.



Signatory Details	
Name of signatory	Ramu Sitaram Deora
Designation of person	CEO
Place	Mumbai
Date	10-07-2018



Triochem Products Ltd.



Ramu S. Deora
Director & CEO
DIN : 00312369

