

# 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 Acknowledgement No. 1110201804033527 Date & Time 11/10/2018 16:03:35

Ref No: TPL PP 0903 2018

11<sup>th</sup> October, 2018

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, 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	: 1110201804033527	Date & Time : 11/10/2018 16:03:35
Scrip Code	: 512101	
Entity Name	: Triochem Products Limited	
Compliance Type	: Regulation 27(2)- Corporate Governance	
Quarter / Period	: 30/09/2018	
Mode	: E-Filing	

**Triochem Products Ltd.**



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



G. AMPHRAY LABORATORIES

Puran Parmar &lt;puran@amphray.com&gt;

---

## Acknowledgement

---

**BSE Listing Centre** <listing.centre@bseindia.com>

Thu, Oct 11, 2018 at 4:03 PM

To: info@amphray.com

**Dear Compliance Officer/ Company Secretary,**

Thank you for filing compliance document(s)/ submission (s) through BSE Listing Center.

You have successfully filed the document(s) for **Corporate Governance**, which is (are) subject to verification by the Exchange.

Your Transaction Number for this submission is **1110201804033527**.

Note:

1. You may write to us on listing.centre@bseindia.com; for any clarification.
2. Please mention above Transaction Number for any future communication for this submission(s).

**Thanks & Regards,**

Coordinator

Listing Centre

**Trichochem Products Ltd.**

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

B

General information about company	
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	Half Yearly
Date of Report	30-09-2018
Risk management committee	Not Applicable

**Triochem Products Ltd.**

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



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	No

**Triochem Products Ltd.**

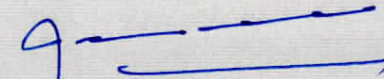


**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**

5

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

**Triochem Products Ltd.**



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



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	No

Trichochem Products Ltd.

  
Ramu S. Deora  
Director & CEO  
DIN : 00312369

7

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

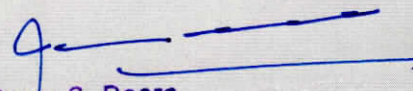
**Triochem Products Ltd.**

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



Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

**Triochem Products Ltd.**

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

QA

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

**Trichochem Products Ltd.**

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

92



Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Trichochem Products Ltd.

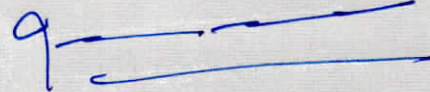
9

Ramu S. Deora  
Director & CEO  
DIN : 00312369

10

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

**Triochem Products Ltd.**

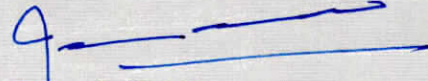


**Ramu S. Deora**  
**Director & CEO**  
**DIN : 00312369**



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


Trichochem Products Ltd.



Ramu S. Deora  
Director & CEO  
DIN : 00312369

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

**Trichochem Products Ltd.**

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

13



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	29-05-2018		
2		13-08-2018	75

**Triochem Products Ltd.**

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

14

Text Block	
Textual Information(1)	Audit Committee The Board took a note of these and the same were taken on record
	Nomination Remuneration Committee The Board took a note of these and the same were taken on record
	Stakeholder Relationship Committee The Board took a note of these and the same were taken on record

**Trichochem Products Ltd.**

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

15



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	13-08-2018	Yes	3	29-05-2018	75	
2	Nomination and remuneration committee	13-08-2018	Yes	3	29-05-2018	75	
3	Stakeholders Relationship Committee	13-08-2018	Yes	3	29-05-2018	75	

**Trichochem Products Ltd.**



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

16

Text Block	
Textual Information(1)	Audit Committee The Board took a note of these and the same were taken on record
	Nomination Remuneration Committee The Board took a note of these and the same were taken on record
	Stakeholder Relationship Committee 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			
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)


**Triochem Products Ltd.**



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

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 13-08-2018. 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 13-08-2018. The Board took a note of these and the same were takne 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)

Trichochem Products Ltd.

9

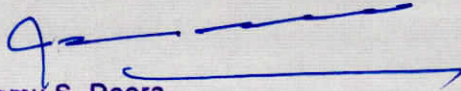
Ramu S. Deora  
Director & CEO  
DIN : 00312369

20



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

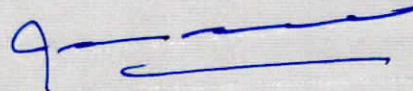
Trilochem Products Ltd.

  
Ramu S. Deora  
Director & CEO  
DIN : 00312369



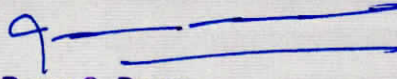
Text Block	
Textual Information(1)	The report submitted in the previous quarter has been put before the Board of Directors in there meeting held on 13-08-2018. The Board took a note of these and the same were takne on record.

Trilchem Products Ltd.

  
Ramu S. Deora  
Director & CEO  
DIN : 00312369

<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	

**Triochem Products Ltd.**


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

23




Annexure III		
1	Name of signatory	Ramu Sitaram Deora
2	Designation	CEO

**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	11-10-2018

**Trichochem Products Ltd.**

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

25



26