

# TRIOCHEM PRODUCTS LIMITED

MANUFACTURERS OF ETHICAL PHARMACEUTICAL PRODUCTS

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Maharashtra, PIN: 400001. Telephone: 00 91 (22) 2266 3150 Fax: 00 91 (22) 2202 4657

E-mail: [info@amphray.com](mailto:info@amphray.com) Website: [www.triochemproducts.com](http://www.triochemproducts.com)

Corporate Identity Number: L24249MH1972PLC015544



XBLR Acknowledgement No.: 1501202203464627 Dated 15/01/2022 03:47:16 PM

Ref No: TPL PP 20211220 2021; 15<sup>th</sup> January 2022

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 for the quarter ended 31<sup>st</sup> December 2021.

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	: 1501202203464627	Date & Time	: 15/01/2022 03:47:16 PM
Scrip Code	: 512101		
Entity Name	: Triochem Products Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/12/2021		
Mode	: E-Filing		

Triochem Products Ltd.

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Ramu S. Deora  
Director & CEO  
DIN : 00312369



<b>General information about company</b>	
Scrip code	512101
NSE Symbol	
MSEI Symbol	
ISIN	INE331E01013
Name of the entity	Triochem Products Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	31-12-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other





## 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)

Whether the listed entity has a Regular Chairperson

No

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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		03-04-1937	Yes	24-08-2019	30-06-1975	24-08-2019		1	0	0	0			
2	Mr	Sunil Satyanarayan Jhunjhunwala	AAEPJ2854M	00312529	Non-Executive - Independent Director	Not Applicable		27-05-1962	NA		30-03-2015	28-03-2020		60	1	1	0	2		
3	Mr	Shyam Sunder Sharma	AFXPS9577G	01457322	Non-Executive - Non Independent Director	Not Applicable		22-03-1947	NA		28-05-1985	26-09-2020		1	0	0	0			
4	Mrs	Grace Ramu Deora	AHHPD2035Q	00312080	Non-Executive - Non Independent Director	Not Applicable		07-09-1948	NA		30-03-2015	25-09-2021		1	0	2	0			



### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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	Mr	Girish Kumar Banshidhar Pungalia	AABPP4827H	00032757	Non-Executive - Independent Director	Not Applicable		05-10-1965	NA		30-03-2015	28-03-2020		60	1	1	2	0		
6	Mr	Rajesh Ramu Deora	ADXPD0928Q	00312316	Non-Executive - Non Independent Director	Not Applicable		22-08-1975	NA		28-05-2019				1	0	0	0		

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<b>Text Block</b>	
Textual Information(1)	Promoter Director NE 3Nos. including Woman Director NE, Director NE 1 No., 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)



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





Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00312529	Sunil Satyanarayan Jhunjhunwala	Non-Executive - Independent Director	Chairperson	29-05-2018		
2	00032757	Girish Kumar Banshidhar Pungalia	Non-Executive - Independent Director	Member	29-05-2018		
3	00312080	Grace Ramu Deora	Non-Executive - Non Independent Director	Member	29-05-2018		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00312529	Sunil Satyanarayan Jhunjhunwala	Non-Executive - Independent Director	Chairperson	29-05-2018		
2	00032757	Girish Kumar Banshidhar Pungalia	Non-Executive - Independent Director	Member	29-05-2018		
3	00312080	Grace Ramu Deora	Non-Executive - Non Independent Director	Member	29-05-2018		



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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00312529	Sunil Satyanarayan Jhunhunwala	Non-Executive - Independent Director	Chairperson	03-11-2018		
2	00032757	Girish Kumar Banshidhar Pungalia	Non-Executive - Independent Director	Member	03-11-2018		
3	00312080	Grace Ramu Deora	Non-Executive - Non Independent Director	Member	03-11-2018		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-08-2021				Yes	4	2
2		13-11-2021	90		Yes	4	2



<b>Text Block</b>	
Textual Information(1)	<p><b>Audit Committee:</b> The Board took a note and the same were taken on record.</p> <p><b>Nomination Remuneration Committee:</b> The Board took a note and the same were taken on record.</p> <p><b>Stakeholder Relations Committee:</b> The Board took a note 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)	No. of Independent Directors attending the meeting*
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	
1	Audit Committee	14-08-2021				Yes	3	2
2	Audit Committee	13-11-2021	90			Yes	3	2
3	Nomination and remuneration committee	14-08-2021				Yes	3	2
4	Nomination and remuneration committee	13-11-2021	90			Yes	3	2
5	Stakeholders Relationship Committee	14-08-2021				Yes	3	2
6	Stakeholders Relationship Committee	13-11-2021	90			Yes	3	2



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



<b>Text Block</b>	
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 13-11-2021. The Board took a note and the same were taken on record.
Textual Information(2)	All contract / arrangement / 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 Transaction 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 13-11-2021. The Board took a note of these and the same were taken 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 500 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>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Ureca Shirish Shirole
2	Designation	Company Secretary and Compliance Officer



<b>Text Block</b>	
Textual Information(1)	The report submitted in the previous quarter has been put before the Board of Directors in there meeting held on 13-11-2021. The Board took a note and the same were taken on record.



Signatory Details	
Name of signatory	Ureca Shirish Shirole
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-01-2022





