

# Thirumalai Chemicals Ltd.

ISO 9001, ISO 14001  
HACCP CERTIFIED COMPANY

CIN : L24100MH1972PLC016149

Regd. Office : Thirumalai House, Plot No.101/102, Sion-Matunga Estate, Scheme No. 6, Road No. 29, Sion (E), MUMBAI-400 022, India  
Phone : +91-22-4368 6200 / 2401 7841 • Fax : +91-22-2401 1699  
E-mail : thirumalai@thirumalaichemicals.com • Website : [http:// www.thirumalaichemicals.com](http://www.thirumalaichemicals.com)

July 04, 2016

Department of Corporate Services  
Bombay Stock Exchange Ltd.  
P.J. Towers, 25th Floor,  
MUMBAI – 400 001  
Fax No: 22723121/2037/3719/2941

National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
MUMBAI – 400 051  
Fax No: 26598237/8238

Dear Sir,

**Re: Clause 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.--  
Compliance Report for the quarter ended June 30, 2016 (Annexure I)**

**Ref.: Scrip code: 500412 / TIRUMALCHM**

We have enclosed the compliance report for the quarter ended June 30, 2016 in accordance with the requirement of Clause 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge.

Thanking you,

Yours faithfully,  
For THIRUMALAI CHEMICALS LIMITED

  
T. RAJAGOPALAN.  
COMPANY SECRETARY.

MANUFACTURERS OF : PHTHALIC ANHYDRIDE, MALEIC ANHYDRIDE AND SYNTHETIC FOOD ACIDULANTS

FACTORY : 25-A, SIPCOT Industrial Complex, Ranipet-632 403, Tamilnadu, India. Phone + 91-04172-244441 / 42, Fax : +91-04172-244308 E-mail : [mail@thirumalaichemicals.com](mailto:mail@thirumalaichemicals.com).

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: Thirumalai Chemicals Limited
2. Quarter ending: June 30, 2016

I. Composition of Board of Directors								
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non- Executive/in dependent/Nominee) <sup>&amp;</sup>	Date of Appointment in the current term /cessation	Tenure* In years	No of Director ship in listed entities includin g this listed entity  (Refer Regulatio n 25(1) of Listing	Number of members hips in Audit/ Stakehold er Committe e(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulati	No of post of Chairper son in Audit/ Stakehol der Committe e held in listed entities including this listed entity
	Same as last quarter submission							

<sup>&</sup>PAN number of any director would not be displayed on the website of Stock Exchange  
<sup>&</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen  
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

For THIRUMALAI CHEMICALS LTD.

Company Secretary

4/7/2016

<b>II. Composition of Committees</b>		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)<sup>§</sup></i>
1. Audit Committee	Mr. Ravi Shankar	Chairperson - Independent Director
	Mr. N. Subramanian	Independent Director
	Mr. P. Shankar	Independent Director
	Mr. Raj Kataria	Independent Director
	Mr. R. Sampath	Non-Executive
2. Nomination & Remuneration Committee	Mr. Raj Kataria	Chairperson - Independent Director
	Mr. Subramanian	Independent Director
	Mr. R. Sampath	Non-Executive
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee'	Mr. A. Janakiraman	Chairperson - Independent Director
	Mr. Raj Kataria	Independent Director
	Mr. R. Sampath	Non-Executive
<sup>§</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
21/03/2016	14/05/2016	53


<b>IV. Meeting of Committees (Audit Committee)</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
13/05/2016	Yes	21/03/2016	52

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

For THIRUMALAI CHEMICALS LTD.

T-h  
Company Secretary  
4/7/2016

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES
<b>Note</b>	
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2 If status is "No" details of non-compliance may be given here.	

<b>VI. Affirmations</b>
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015               <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ol> </li> <li>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>4. 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.</li> <li>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</li> </ol> <p>The Board at its meeting held on February 01, 2016 took note of the report submitted to SEBI on the Corporate Governance for the Quarter ended December 31, 2015.</p>
<p style="text-align: center;"></p> <p>Name &amp; Designation: T Rajagopalan      4/2/2016</p> <p>Company Secretary &amp; Compliance Officer / Managing Director / CEO</p>

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.