

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Thirumalai Chemicals Limited**
 2. Quarter ending - **30-Sep-2016**

Composition of Board of Directors

| Tit le (M r./ M s) | Name of the Director | DIN | PAN | Catego ry (Chairp erson /Executi ve/Non- Executiv e/ Indepen dent/ Nominee) | Date of Appointm ent | Date of cessation | Tenur e | No of Directo rship in listed entities includin g this listed entity | No of membre ships in Audit/ Stakeh older Commit tee(s) includin g this listed entity | No of post of Chairp erson in Audit/ Stakeh older Commi tee held in listed entities includin g this listed entity |
|-----------------------------------|--|--------------|----------------|---|----------------------------|----------------------|------------|--|---|---|
| Mr. | R.PARTHASARATHY | 00092 172 | AAHPP7 475K | C & ED | 01-Aug- 2016 | 31-Jul- 2019 | | 1 | 0 | 0 |
| Mr. | R.RAVISHANKAR | 01224 361 | AAAPR3 996E | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 1 | 1 | 1 |
| Mr. | P.SHANKAR | 01638 317 | AAWPS 0535Q | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 2 | 2 | 0 |
| Mr. | RAJ KATARIA | 01960 956 | AAPPK0 522Q | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 2 | 2 | 0 |
| Mr. | DHRUV MOONDHRA | 00151 532 | AGQPM 2062C | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 1 | 0 | 0 |
| Mr. | R.SAMPATH | 00092 144 | AALPS9 616D | NED | | | | 2 | 2 | 0 |
| Mrs. | RAMYA BHARATHRAM | 06367 352 | AGDPB 4141J | ED | | | | 1 | 0 | 0 |
| Mr. | PARAMESHWARAN MOHANACHANDRA NAIR | 07326 079 | AADPN 9746R | ED | | | | 1 | 0 | 0 |
| Mr. | N.SUBRAMANIAN | 00336 468 | AAAPS7 668E | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 1 | 1 | 0 |
| Mr. | A.JANAKIRAMAN | 01831 854 | AAFPA4 395R | ID | 06-Aug- 2014 | 05-Aug- 2019 | 5.000 0 | 1 | 1 | 1 |
| Mr. | S.Santhanam | 00092 016 | AALPS8 945B | NED | | 29-Jul- 2016 | | 0 | 0 | 0 |

II. Composition of Committees

| Audit Committee | | | |
|------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | R.RAVISHANKAR | ID | Chairperson |
| 2 | P.SHANKAR | ID | Member |
| 3 | N.SUBRAMANIAN | ID | Member |
| 4 | RAJ KATARIA | ID | Member |
| 5 | R.SAMPATH | NED | Member |

| Stakeholders Relationship Committee | | | |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | A.JANAKIRAMAN | ID | Chairperson |
| 2 | RAJ KATARIA | ID | Member |
| 3 | R.SAMPATH | NED | Member |

| Risk Management Committee | | | |
|----------------------------------|----------------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | R.PARTHASARATHY | C & ED | Chairperson |
| 2 | DHRUV MOONDHRA | ID | Member |
| 3 | RAMYA BHARATHRAM | ED | Member |
| 4 | PARAMESHWARAN MOHANACHANDRA NAIR | ED | Member |
| 5 | P.KRISHNAMOORTHY | EXECUTIVE | Member |
| 6 | C.G.SETHURAM | EXECUTIVE | Member |

| Nomination and Remuneration Committee | | | |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | N.SUBRAMANIAN | ID | Member |
| 2 | RAJ KATARIA | ID | Chairperson |
| 3 | R.SAMPATH | NED | Member |

| III. Meeting of Board of Directors | | |
|--|--|--|
| <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> |
| 14-May-2016 | 29-Jul-2016 | 75 |

| IV. Meeting of Committees | | | | |
|----------------------------------|--|--|--|--|
| <i>Name of the committee</i> | <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 (in number of days)</i> |
| 23-Jul-2016 | YES | 13-May-2016 | | 70 |

| V. Related Party Transactions | |
|--|--------------------------------------|
| Subject | Compliance status (Yes/No/NA) |
| Whether prior approval of audit committee obtained | Not Applicable |
| Whether shareholder approval obtained for material RPT | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |

VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **T.RAJAGOPALAN**
Designation : **Company Secretary**

ANNEXURE III

Affirmations

| Broad Heading | Regulation Number | Compliance Status |
|--|--------------------------------------|--------------------------|
| 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 |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |

Note:

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name : **T.RAJAGOPALAN**
Designation : **Company Secretary**