



# Thirumalai Chemicals Ltd.

ISO 9001, ISO 14001  
HACCP CERTIFIED COMPANY

Regd. Office : Thirumalai House, Plot No.101/102, Sion-Matunga Estate, Scheme No. 6, Road No. 29, Sion (E), MUMBAI-400 022, India.  
Phone : +91-22-2401 7834 / 2401 7853 / 2401 7841 • Fax : +91-22-2401 1699 / 2401 4754  
E-mail : thirumalai@thiruchem.com • Website : http:// www.thirumalaichemicals.com

## Compliance Report on Corporate Governance

Name of the Company : Thirumalai Chemicals Ltd.  
Quarter Ending on : 31<sup>st</sup> December, 2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No.	Remarks
<b>I. Board of directors</b>	49 (I)	Yes	
(A) Composition of Board	49 (IA)	Yes	
(B) Non-Executive Directors Compensation and disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
<b>II. Audit Committee</b>	49(II)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	N.A	
<b>IV. Disclosures</b>	49 (IV)	Yes	
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues preferential issues etc,	49 (IV D)	N.A	
(E) Remuneration of Directors	49(IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
<b>V. CEO/ CFO Certification</b>	49 (V)	Yes	
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	
<b>VII. Compliance</b>	49 (VII)	Yes	

For Thirumalai Chemicals Ltd.

*Ruler Madgambar*  
Company Secretary