

General information about company	
Scrip code	500412
NSE Symbol	TIRUMALCHM
MSEI Symbol	NA
ISIN	INE338A01024
Name of the entity	THIRUMALAI CHEMICALS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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																				
Yes																				
Whether Chairperson is related to MD or CEO																				
Yes																				
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(A) 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 entry (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entry (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit Stakeholder Committee(s) including this listed entry (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit Stakeholder Committee held in listed entities including this listed entry (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr.	Mr. R. Parthasarathy	AAHPP7475K	00092172	Executive Director	Chairperson	MD	22-12-1950	NA		22-08-1990	01-08-2019			1	0	0	0		
2	Mr.	Mr.R.Ravishanker	AAAPR3996E	01224361	Non-Executive - Independent Director	Not Applicable		25-04-1953	NA		13-08-2013	06-08-2019			60	1	1	1		
3	Mr.	Mr. N.Subramanian	AAAFS7668E	00336468	Non-Executive - Independent Director	Not Applicable		04-02-1948	NA		13-09-2012	06-08-2019			24	1	1	1	0	
4	Mr.	Mr.Raj Kataria	AAPPK0322Q	01960956	Non-Executive - Independent Director	Not Applicable		12-10-1955	NA		28-01-2013	06-08-2019			60	2	2	3	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(A) 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 entry (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entry (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit Stakeholder Committee(s) including this listed entry (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit Stakeholder Committee held in listed entities including this listed entry (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr.	Mr. Dhruv Moonkhra	AGQPAL062C	00151532	Non-Executive - Independent Director	Not Applicable		17-02-1977	NA		10-02-2014	06-08-2019			60	2	2	0	0	
6	Mr.	Mr. R. Sampath	AALPS9616D	00092144	Non-Executive - Non Independent Director	Not Applicable		11-11-1944	Yes	25-07-2019	07-02-2011	25-07-2019			2	0	2	0		
7	Mrs	Mrs.Ramya Bharathram	AGDPB4141J	06367352	Executive Director	Not Applicable		24-07-1972	NA		03-11-2014	03-11-2017			1	0	0	0		
8	Mr.	Mr.Parameswaran Mohanachandran Nair	AADPN9746R	07326079	Executive Director	Not Applicable		03-10-1952	NA		28-10-2015	24-07-2018			1	0	0	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(A) 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 entry (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entry (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit Stakeholder Committee(s) including this listed entry (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit Stakeholder Committee held in listed entities including this listed entry (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr.	Mr. Arun Ramanathan	ABMFR1919A	00308848	Non-Executive - Independent Director	Not Applicable		25-04-1949	NA		19-10-2016	22-07-2017			60	2	2	3	2	
10	Mr.	Mr. Rajeev Pandia	AAEPP3004D	00021730	Non-Executive - Independent Director	Not Applicable		17-12-1949	NA		01-08-2018	25-07-2019			60	6	5	6	2	
11	Mrs	Mrs.Bhama Krishnamurthy	AAPPK0269A	02196839	Non-Executive - Non Independent Director	Not Applicable		19-12-1954	NA		20-03-2020				5	2	5	1		

Text Block

Textual Information(1)	Mrs. Bhama Krishnamurthy has been appointed as additional director (Independent category) on 20th March 2020 on the recommendation of the Nomination & Remuneration Committee.
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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	01224361	Mr R Ravishankar	Non-Executive - Independent Director	Chairperson	13-08-2013		
2	00308848	Mr. Arun Ramanathan	Non-Executive - Independent Director	Member	28-10-2017		
3	00336468	Mr N Subramanian	Non-Executive - Independent Director	Member	29-05-2013		
4	01960956	Mr Raj Kataria	Non-Executive - Independent Director	Member	13-08-2013		
5	00092144	Mr. R. Sampath	Non-Executive - Non Independent Director	Member	06-08-2014		

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	01960956	Mr. Raj Kataria	Non-Executive - Independent Director	Chairperson	13-08-2013		
2	00336468	Mr. N. Subramanian	Non-Executive - Independent Director	Member	06-08-2014		
3	00092144	Mr. R. Sampath	Non-Executive - Non Independent Director	Member	06-04-2016		

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	00308848	Mr. Arun Ramanathan	Non-Executive - Independent Director	Chairperson	28-10-2017		
2	01960956	Mr. Raj Kataria	Non-Executive - Independent Director	Member	13-08-2013		
3	00092144	Mr. R. Sampath	Non-Executive - Non Independent Director	Member	06-08-2014		

Risk Management Committee							
Whether the Risk Management 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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00308848	Mr. Arun Ramanathan	Non-Executive - Independent Director	Chairperson	06-05-2019		
2	00336468	Mr N Subramanian	Non-Executive - Independent Director	Member	28-10-2017		
3	00092144	Mr. R. Sampath	Non-Executive - Non Independent Director	Member	08-11-2013		

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

Annexure 1

Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
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*	No. of Independent Directors attending the meeting*
1	31-10-2019				Yes	8	5
2		28-01-2020	88		Yes	10	6

Annexure 1

IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
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*	No. of Independent Directors attending the meeting*
1	Audit Committee	31-10-2019				Yes	4	3
2	Audit Committee	28-01-2020	88			Yes	5	4

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	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

Annexure I		
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	T.Rajagopalan
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.thirumalaichemicals.com/
2	Terms and conditions of appointment of independent directors	Yes		http://www.thirumalaichemicals.com/
3	Composition of various committees of board of directors	Yes		http://www.thirumalaichemicals.com/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.thirumalaichemicals.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.thirumalaichemicals.com/
6	Criteria of making payments to non-executive directors	Yes		http://www.thirumalaichemicals.com/
7	Policy on dealing with related party transactions	Yes		http://www.thirumalaichemicals.com/
8	Policy for determining 'material' subsidiaries	Yes		http://www.thirumalaichemicals.com/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.thirumalaichemicals.com/

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.thirumalaichemicals.com/
11	email address for grievance redressal and other relevant details	Yes		http://www.thirumalaichemicals.com/
12	Financial results	Yes		http://www.thirumalaichemicals.com/
13	Shareholding pattern	Yes		http://www.thirumalaichemicals.com/
14	Details of agreements entered into with the media companies and or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.thirumalaichemicals.com/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.thirumalaichemicals.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.thirumalaichemicals.com/
21	Materiality Policy as per Regulation 30	Yes		http://www.thirumalaichemicals.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.thirumalaichemicals.com/

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
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II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
11	Risk Assessment & Management	17(9)	NA
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Any other information to be provided - Add Notes			

Annexure II	
1	Name of signatory
2	Designation

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		

Annexure II	
1	Name of signatory
2	Designation

Signatory Details	
Name of signatory	T.Rajagopalan
Designation of person	Company Secretary and Compliance Officer
Place	Thane
Date	01-04-2020