

Integrated Governance

TECIL CHEMICALS AND HYDRO POWER LIMITED

General information about company

Scrip code	506680
NSE Symbol	TECILCHEM
MSEI Symbol	notlisted
ISIN	INE014B01011
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Yearly
Date of Quarter Ending	31-03-2026
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false No new investments or acquisitions have been made by the Company during the Quarter and Year ended 31st March, 2026 under review.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false No Fine or Penalty imposed during the Quarter and Year ended 31st March, 2026 under review.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false No ongoing Tax litigations or disputes for the disclosures during the year under review.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false Not Applicable to the Company.
Risk management committee	false
Market Capitalisation as per immediate previous Financial Year	Any other
Is SCORE ID Available ?	true
SCORE Registration ID	t00057
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

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

Whether the listed entity has a Regular Chairperson

true

Whether Chairperson is related to MD or CEO

true

Disqualification of Directors under section

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re appointment
1	Mr	VARGHESE KURIAN	01114947	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		01-09-2017	31-08-2022
2	Mrs	LIZHYAMMA KURIAN	01114716	Executive Director	Not Applicable		false				Active	NA		01-09-2017	31-08-2022
3	Mr	SHAJI MATHEW KALLADAYIL	01866682	Executive Director	Not Applicable		false				Active	NA		01-09-2017	31-08-2022
4	Mr	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	06907566	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-09-2017	30-08-2022
5	Mr	PARAMESWARAN RADHAKRISHNAN NAIR	06907573	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	30-09-2022	01-09-2017	30-08-2022
6	Mr	BIJU THUNDIL MADHAVAN	03621324	Non-Executive - Independent Director	Not Applicable		false				Active	NA		23-10-2017	30-08-2022
7	Mr	JEEBEN VARGHESE KURIAN	06750117	Executive Director	Not Applicable	CEO	false				Active	NA		14-09-2018	31-08-2022
8	Mr	PREM KUMAR SANKARA PANICKER	03232333	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-08-2022	30-08-2022

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01866682	SHAJI MATHEW KALLADAYIL	Executive Director	Member	23-10-2017		
2	06907573	PARAMESWARAN RADHAKRISHNAN NAIR	Non-Executive - Independent Director	Member	23-10-2017		
3	06907566	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	Non-Executive - Independent Director	Chairperson	23-10-2017		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06907566	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	Non-Executive - Independent Director	Chairperson	23-10-2017		
2	06907573	PARAMESWARAN RADHAKRISHNAN NAIR	Non-Executive - Independent Director	Member	23-10-2017		
3	03621324	BIJU THUNDIL MADHAVAN	Non-Executive - Independent Director	Member	23-07-2018		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01866682	SHAJI MATHEW KALLADAYIL	Executive Director	Member	23-10-2017		
2	06907573	PARAMESWARAN RADHAKRISHNAN NAIR	Non-Executive - Independent Director	Chairperson	23-10-2017		
3	06907566	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	Non-Executive - Independent Director	Member	23-10-2017		

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	
No records available								

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	
No records available								

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-11-2025			true	8	5	3
2	10-02-2026	89		true	8	8	4

Annexure I

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	12-11-2025				true	3	3	2	0
2	Audit Committee	10-02-2026	89			true	3	3	2	0
3	Stakeholders Relationship Committee	13-10-2025				true	3	3	2	0
4	Stakeholders Relationship Committee	31-10-2025	17			true	3	3	2	0
5	Stakeholders Relationship Committee	04-11-2025	3			true	3	3	2	0
6	Stakeholders Relationship Committee	10-11-2025	5			true	3	3	2	0
7	Stakeholders Relationship Committee	22-11-2025	11			true	3	3	2	0
8	Stakeholders Relationship Committee	12-12-2025	19			true	3	3	2	0
9	Stakeholders Relationship Committee	19-12-2025	6			true	3	3	2	0
10	Stakeholders Relationship Committee	10-01-2026	21			true	3	3	2	0
11	Stakeholders Relationship Committee	23-01-2026	12			true	3	3	2	0
12	Stakeholders Relationship Committee	31-01-2026	7			true	3	3	2	0
13	Stakeholders Relationship Committee	11-02-2026	10			true	3	3	2	0
14	Stakeholders Relationship Committee	14-02-2026	2			true	3	3	2	0
15	Stakeholders Relationship Committee	25-02-2026	10			true	3	3	2	0
16	Stakeholders Relationship Committee	27-02-2026	1			true	3	3	2	0
17	Stakeholders Relationship Committee	06-03-2026	6			true	3	3	2	0
18	Stakeholders Relationship Committee	13-03-2026	6			true	3	3	2	0
19	Stakeholders Relationship Committee	19-03-2026	5			true	3	3	2	0
20	Stakeholders Relationship Committee	28-03-2026	8			true	3	3	2	0

Annexure I

V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	SHAJI MATHEW KALLADAYIL
2	Designation	Director

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

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 LODR Regulation				
Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1.1	Details of business	Yes		https://www.tecilchemicals.com/#about
1.2	Memorandum of Association and Articles of Association	Yes		https://www.tecilchemicals.com/#category-moaandaoa
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://www.tecilchemicals.com/#category-boardofdirectors
2	Terms and conditions of appointment of independent directors	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
3	Composition of various committees of board of directors	Yes		https://www.tecilchemicals.com/#category-boardcomposition
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
6	Criteria of making payments to non-executive directors	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
7	Policy on dealing with related party transactions	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.tecilchemicals.com/#category-familiarisationprogramme
10	Email address for grievance redressal and other relevant details	Yes		https://www.tecilchemicals.com/#category-contactinformationofthedesignatedofficialsofthelistedentitywhoareresponsibleforassistingandhandlinginvestorgrievances
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.tecilchemicals.com/#category-contactinformationofthedesignatedofficialsofthelistedentitywhoareresponsibleforassistingandhandlinginvestorgrievances
12	Financial results	Yes		https://www.tecilchemicals.com/#category-financialresults
13	Shareholding pattern	Yes		https://www.tecilchemicals.com/#category-shareholdingpattern
14	Details of agreements entered into with the media companies	NA		

	and/or their associates			
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA		
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.tecilchemicals.com/#category-newspaperadvertisements
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	NA		
20	Secretarial Compliance Report	Yes		https://www.tecilchemicals.com/#category-secretarialcompliancereport
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.tecilchemicals.com/#category-policiesasperlistingcompliance
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.tecilchemicals.com/#category-contactdetailsofkmpsdecidingmaterialityofeventstostockexchange
23	Disclosures under regulation 30(8)	Yes		https://www.tecilchemicals.com/#service
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.tecilchemicals.com/#category-annualreturnundersection92ofthecompaniesact2013
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		

27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.tecilchemicals.com/#service
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.tecilchemicals.com/#service
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	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	
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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
Any other information to be provided				

Annexure II

1	Name of signatory	SHAJI KALLADAYIL MATHEW
2	Designation	Director

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	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	SHAJI MATHEW KALLADAYIL
2	Designation	Director

Signatory Details

Name of signatory	SHAJI MATHEW KALLADAYIL
Designation of person	Director
Place	Ernakulam
Date	14-04-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
No records available					

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				