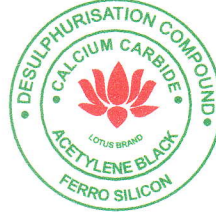


TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE

P.O. CHINGAVANAM,
DIST.- KOTTAYAM, KERALA - 686 531
EMAIL ID : tecilchingavanam@gmail.com
PAN No. : AAAC8096J
CIN No. : L24299KL1945PLC001206
Website: www.tecilchemicals.com



CORPORATE OFFICE

1ST FLOOR, ANJANA COMPLEX,
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TEL: 0484- 2707015 / 16 / 17
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CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity -TECIL Chemicals and Hydro Power Limited
2. Quarter ending - 31-Dec-2017

i. Composition of Board of Directors											
Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	
Mr.	VARGHESE KURIAN	01114947	ADOPV5056E	C,ED	01-Sep-2017			1	0	0	
Mrs.	LIZHYAMMA KURIAN	01114716	CERPK5993M	ED	01-Sep-2017			1	0	0	
Mr.	SHAJI MATHEW KALLADAYIL	01866682	ALBPM8393C	ED	01-Sep-2017			1	1	0	
Mr.	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	06907566	ABOPV6367J	NED, ID	01-Sep-2017		5	1	1	2	
Mr.	PARAMESWARAN RADHAKRISHNAN NAIR	06907573	AAGPN4758G	NED, ID	01-Sep-2017		5	1	1	1	
Mr.	TOBY ANTONY	06982568	AGIPA6664L	NED	23-Oct-2017			1	0	0	
Mr.	MADHAVAN THUNDIL BIJU	03621324	AKSPB4294M	NED	23-Oct-2017			1	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	SHAJI MATHEW KALLADAYIL	ED	Member
2	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	NED,ID	Chairperson
3	PARAMESWARAN RADHAKRISHNAN NAIR	NED,ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	PARAMESWARAN RADHAKRISHNAN NAIR	DIRECTOR	Chairperson
2	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	NED,ID	Member
3	SHAJI MATHEW KALLADAYIL	DIRECTOR	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	PUTHUPARAMBIL PARAMESWARAN PILLAI VIJAYAKUMAR	NED,ID	Chairperson
2	SHAJI MATHEW KALLADAYIL	ED	Member
3	PARAMESWARAN RADHAKRISHNAN NAIR	NED,ID	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>
28-Jul-2017	23-Oct-2017	51
01-Sep-2017	10-Nov-2017	

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>
Audit Committee	17-Oct-2017	YES	28-Jul-2017	80
Stakeholders Relationship Committee	17-Oct-2017	YES	28-Jul-2017	



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	Not Applicable

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) - **Not applicable**
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:

Name :
Designation :


VARGHESE KURIAN
 Managing Director

