

TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE

P.O.CHINGAVANAM,
DIST.-KOTTAYAM, KERALA -686 531
EMAIL ID: tecilchemicals@gmail.com
PAN No.: AA ACT8096J
CIN No.: L24299KL1945PLC001206



CORPORATE OFFICE

EMPIRE HOUSE, 3RD FLOOR,
214, DR. D. N. ROAD, FORT,
MUMBAI - 400 001
TEL NO: 022-2207 83 81 / 82
FAX NO: 022-2207 42 94

Date: 13th January, 2016

To,
Bombay Stock Exchange Ltd.
Department of Corporate Services.
25th Floor, P.J.Towers, Dalal Street,
Mumbai-400 001

Script ID: 506680

Subject: SUBMISSION OF CORPORATE GOVERNANCE REPORT PURSUANT TO REGULATION 27 (2) OF SEBI. (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

Dear Sirs,

We are enclosing herewith Quarterly Compliance Report on Corporate Governance of the SEBI (Listing Obligation And Disclosure Requirements) Regulation, 2015, which got effective from 01st December, 2015, for Quarter ended **31st December, 2015.**

You are requested to take this on your records and acknowledge receipt.

Thanking You.

Yours Faithfully,

FOR TECIL CHEMICALS AND HYDRO POWER LIMITED


S. B. SOMANI
MANAGING DIRECTOR
(DIN NO. - 00077939)



II. **Composition of Committees**

1. Name of the Committee - Audit Committee		
Sr. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	MR. PRAKASH CHAND JAIN	INDEPENDENT
2	MR. GHANSHYAM KAMLASHANKAR JOSHI	INDEPENDENT
3	MR. TOBY ANTONY	INDEPENDENT

2. Name of the Committee - Nomination And Remuneration Committee		
Sr. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	MR. PRAKASH CHAND JAIN	INDEPENDENT
2	MR. GHANSHYAM KAMLASHANKAR JOSHI	INDEPENDENT
3	MR. TOBY ANTONY	INDEPENDENT



3. Name of the Committee - Shareholders Relationship Committee		
Sr. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	MR. PRAKASH CHAND JAIN	INDEPENDENT
2	MR. GHANSHYAM KAMLASHANKAR JOSHI	INDEPENDENT
3	MR. TOBY ANTONY	INDEPENDENT

III. Meeting of Board of Directors		
Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
27/07/2015	26/10/2015	90

IV. Meeting of Committees

Sr. No.	Name of the Committee	Date of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	Audit Committee	26-10-2015	The Committee comprises of Three Independent Directors, who were present at the meeting of Committee	27-07-2015	90
2	Nomination And Remuneration Committee	27-10-2015	The Committee comprises of Three Independent Directors, who were present at the meeting of Committee	-	-
3	Shareholders Relationship Committee	26-10-2015	The Committee comprises of Three Independent Directors, who were present at the meeting of Committee	27-07-2015	90



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	No related party transactions were held during the quarter
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

FOR TECIL CHEMICALS AND HYDRO POWER LIMITED



S. B. SOMANI
MANAGING DIRECTOR
(DIN NO. 00077939)

Place: Mumbai
Date: 13/01/2016