

| General information about company | |
|--|-------------------|
| Scrip code | 500422 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE019B01010 |
| Name of the entity | TRANSCHEM LIMITED |
| Date of start of financial year | 01-04-2020 |
| Date of end of financial year | 31-03-2021 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2020 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

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) | | | | | | | |
|--|-----------------|------------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|------------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | | Yes | | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | | | No | | | | | | | |
| 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(1A) 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 entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
| 1 | Mrs | Bina Sanjeev Shah | AADPD1642A | 00349612 | Non-Executive - Independent Director | Chairperson | Shareholder Director | 23-03-1969 | NA | | 31-01-2005 | 30-09-2019 | | 60 | 1 | 1 | 2 | 2 | | |
| 2 | Mr | Mukesh Jethwani | AABPJ2000J | 01486791 | Non-Executive - Non Independent Director | Not Applicable | | 26-02-1965 | NA | | 25-09-2017 | | | 1 | 0 | 0 | 0 | | | |
| 3 | Mr | Mirza Saeed Kazi | ASWPK0306K | 03348588 | Non-Executive - Non Independent Director | Not Applicable | | 27-03-1976 | NA | | 25-09-2017 | | | 1 | 0 | 2 | 0 | | | |
| 4 | Mr | Neerav Bharat Merchant | AIVPM4720G | 00222393 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 12-03-1985 | NA | | 30-09-2014 | 30-09-2019 | | 60 | 1 | 1 | 2 | 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(1A) 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 entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes if not provided PAN |
| 5 | Mr | Dilip Shripati Shinde | AEJPS9507H | 01763995 | Executive Director | Not Applicable | CEO | 01-06-1961 | NA | | 10-03-2008 | 01-03-2018 | | 36 | 1 | 0 | 0 | 0 | |

| Text Block | |
|------------------------|--|
| Textual Information(1) | <p>The Board of Directors is duly constituted. As at the close of quarter company was having Five directors on its Board. One of the director is Executive Director, 2 Promoter director and 2 Non-executive Independent directors.</p> <p>The chairperson of the Company is an Independent non-executive director, accordingly one third of the board being two independent directors are on board.</p> <p>Further Mr. Neerav Merchant was initially appointed as director of the Company on 31-01-2005. However at that time the condition of minimum age of director should be 21 was not applicable. Now if we write the correct date of initial appointment of Mr. Neerav B Merchant the system is reflecting error and the sheet not getting validate. To get the sheet validated we have provided the date of initial appointment as independent director that is 30.09.2014 in terms of Companies Act, 2013.</p> |

| 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 | 00349612 | Bina Sanjeev Shah | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | |
| 2 | 00222393 | Neerav Bharat Merchant | Non-Executive - Independent Director | Member | 30-09-2014 | | |
| 3 | 03348588 | Mirza Saeed Kazi | Non-Executive - Non Independent Director | Member | 30-06-2020 | | |

| 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 | 00222393 | Neerav Bharat Merchant | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | |
| 2 | 00349612 | Bina Sanjeev Shah | Non-Executive - Independent Director | Member | 30-09-2014 | | |
| 3 | 03348588 | Mirza Saeed Kazi | Non-Executive - Non Independent Director | Member | 30-06-2020 | | |

| 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 | 00349612 | Bina Sanjeev Shah | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | |
| 2 | 00222393 | Neerav Bharat Merchant | Non-Executive - Independent Director | Member | 30-09-2014 | | |
| 3 | 03348588 | Mirza Saeed Kazi | Non-Executive - Non Independent Director | Member | 30-06-2020 | | |

| 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 |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| 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 | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 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) | | | | |
| 1 | 30-06-2020 | | | | Yes | 4 | 2 |
| 2 | | 12-08-2020 | 42 | | Yes | 4 | 2 |

| 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 | 30-06-2020 | | | | Yes | 2 | 2 |
| 2 | Audit Committee | 12-08-2020 | 42 | | | Yes | 3 | 2 |

| 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 | NA | |
| Disclosure of notes on related party transactions | | | Textual Information(1) |

| Text Block | |
|------------------------|---|
| Textual Information(1) | Except payment of sitting fee to non-executive directors and remuneration to whole time director the Company has not entered into any other related party transaction during the quarter. |

| Annexure 1 | | |
|-------------------------|--|-----------------------------------|
| 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 | Neeraja Karandikar |
| 2 | Designation | Company Secretary and Compliance Officer |

Text Block

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | Textual Information(1) | |

| Text Block | |
|------------------------|---|
| Textual Information(1) | Copy of annual report including balance sheet, profit and loss statement, directors report and corporate governance report has been placed on the web-site of the Company. Business Responsibility Report is not applicable to the Company |

| Annexure III | | |
|---------------------|-------------------|--|
| 1 | Name of signatory | Neeraja Karandikar |
| 2 | Designation | Company Secretary and Compliance Officer |

| Signatory Details | |
|--------------------------|--|
| Name of signatory | Neeraja Karandikar |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Thane |
| Date | 07-10-2020 |

