

**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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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)

Whether the listed entity has a Regular Chairperson								Yes	Disqualification of Directors under section 164 of the Companies Act, 2013																
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 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	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	No				Active	NA		31-01-2005	30-09-2019		60	2	2	4	4		
2	Mr	Mirza Saeed Kazi	ASWPK0306K	03348588	Non-Executive - Non Independent Director	Not Applicable		27-03-1976	No				Active	NA		25-09-2017				1	0	2	0		
3	Mr	Neerav Bharat Merchant	AIVPM4720G	00222393	Non-Executive - Independent Director	Not Applicable	Shareholder Director	12-03-1985	No				Active	NA		30-09-2014	30-09-2019		60	2	2	3	0		
4	Mr	Mahesh Suresh Ranavavre	AMDPR1111N	08296631	Executive Director	Not Applicable	CEO	17-03-1982	No				Active	NA		01-06-2021			60	1	0	0	0		

**Text Block**

Textual Information(1)

The Board of Directors is duly constituted. As at the close of quarter company was having four directors on its Board. There are 1 Promoter Director and 2 Non-Executive Independent Directors and one Whole Time Director.

Mr. Mahaesh Suresh Rananavre was appointed additional director by the board in its meeting held on 29.05.2021 and than Whole Time Director for five years effective 01.06.2021, subject to approval of shareholders. Shareholders approved the appointment at 44th Annual General Meeting of the Company held on 25.09.2021. In the statement we have entered the date of initial appointment of him as WTD.

The Chairperson of the Company is an Independent Non-Executive Director, accordingly one third of the board being two independent directors are on board.

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.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

All Committees have been constitutive in compliance of the provisions of the Companies Act, 2013 and SEBI Listing Regulations

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		







<b>Other Committee</b>						
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)	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	06-08-2022				Yes	4	4	2
2		12-11-2022	97		Yes	4	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)	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	06-08-2022				Yes	3	3	2	0
2	Audit Committee	12-11-2022	97			Yes	3	3	2	0
3	Other Committee	12-11-2022		Independent Director	As per the Listing regulations at least one meeting of independent directors is required to be held in a year. Accordingly the provision regarding intervention between two meeting is not applicable	Yes	2	2	2	0

**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)
Disclosure of notes of material transaction with related party			Textual Information(2)

**Text Block**

Textual Information(1)	Except payment of remuneration to whole time director and sitting fee to non-executive directors the Company has not entered into any related party transaction during the quarter ended December 31, 2022
Textual Information(2)	There was no material transaction with related parties during the quarter ended December 31, 2022

**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 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.	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**

<b>Signatory Details</b>	
Name of signatory	Neeraja Karandikar
Designation of person	Company Secretary and Compliance Officer
Place	Thane
Date	10-01-2023