

General information about company	
Scrip code	500422
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE019B01010
Name of the entity	TRANSCHEM LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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
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
1	Mrs	Bina Sanjeev Shah	AADPD1642A	00349612	Non-Executive - Independent Director	Chairperson	Shareholder Director	23-03-1969
2	Mr	Mirza Saeed Kazi	ASWPK0306K	03348588	Non-Executive - Non Independent Director	Not Applicable		27-03-1976
3	Mr	Neerav Bharat Merchant	AIVPM4720G	00222393	Non-Executive - Independent Director	Not Applicable	Shareholder Director	12-03-1985
4	Mr	Mahesh Suresh Rananavre	AMDPR1111N	08296631	Executive Director	Not Applicable	CEO	17-03-1982

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors

Sr	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	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed	Notes for not providing PAN	Notes for not providing DIN
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							Regulations)	regulation 17A(1) & 17A(2)]	Listing Regulations)	entity (Refer Regulation 26(1) of Listing Regulations)		
1	NA		31-01-2005	30-09-2019		60	2	2	4	4		
2	NA		25-09-2017				1	0	2	0		
3	NA		30-09-2014	30-09-2019		60	2	2	3	0		
4	NA		01-06-2021			60	1	0	0	0		

Text Block

Textual Information(1)	<p>The Board of Directors of the Company is duly constituted. During the quarter the Company was having four directors on its Board. There are 1 Promoter Director and 2 Non-Executive Independent Directors and one Whole Time Director (WTD).</p> <p>Mr. Mahesh Suresh Ranavre was appointed additional director by the board in its meeting held on 29.05.2021 and than WTD 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.</p> <p>The Chairperson of the Company is an Independent Non-Executive Director, accordingly more than one third of the board being two independent directors are on board.</p> <p>Further Mr. Neerav B. 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 validated. 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>
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Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	<p>Note on Committees:</p> <p>Audit Committee:</p> <p>Audit Committee of the Company is duly constituted having three non-executive directors as its members out of that two are Independent Directors. The chairperson of Audit Committee is an Independent Director. All members of audit committee are financially literate.</p> <p>Nomination and Remuneration Committee:</p> <p>Nomination and Remuneration Committee of the Company is duly constituted having three non-executive directors as its members out of that two are Independent Directors. The chairperson of Nomination and Remuneration Committee is an Independent Director who is not the chairperson of the Board.</p> <p>Stakeholders Relationship Committee:</p> <p>Stakeholders Relationship Committee of the Company is duly constituted having three non-executive directors as its members out of that two are Independent Directors. The chairperson of Stakeholders Relationship Committee is an Independent Director.</p>
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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	
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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									
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	06-05-2023				Yes	4	4	2	
2		05-08-2023	90		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	06-05-2023				Yes	3	3	2	0
2	Audit Committee	05-08-2023	90			Yes	3	3	2	0
3	Stakeholders Relationship Committee	29-07-2023			Pursuant to SEBI Listing Regulations Stakeholders Relationship	Yes	3	3	2	0

Committee is required to meet at least once in a year. Accordingly provision regarding maximum gap between two consecutive meetings for the said committee is not applicable.

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 KMP and payment of sitting fee to Non-Executive Directors the Company has not entered into any related party transaction during the quarter ended September 30, 2023
Textual Information(2)	There was no material transaction with related parties during the quarter ended September 30, 2023

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

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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	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)	Provision to provide Business Responsibility Report is not applicable to the Company. Accordingly neither that report form part of annual report of the Company nor placed on the web-siye of the Company. The Company is not having any subsidiary
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Annexure III

1	Name of signatory	Neeraja Karandikar
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block

Textual Information(1)	During the half year ended on September 30, 2023 the Company has not provided directly or indirectly any loan, guarantee or any comfort letter, securities etc to any of its promoter, director or KMP
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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	No
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Signatory Details

Name of signatory	Neeraja Karandikar
Designation of person	Company Secretary and Compliance Officer
Place	Thane
Date	11-10-2023