

TCI EXPRESS LIMITED

Corporate Governance Report-For the quarter ended December 31, 2025

I. Composition of Board of Directors													
Title Mr./ Ms.	Name of the Director	DIN	Category (Chairperson Executive Non- Executive/ Independent/ Nominee)	Initial Date of Appointm ent	Tenure (In Months)	Date of Birth	Whether special resolution passed?	No. of Directors hip in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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)	
										Audit Committ ee	Stakeholders Relationship Committee	Audit Committee	Stakeholders Relationship Committee
Mr.	Dharmpal Agarwal	00084105	Non-Executive	07-Oct-2015		24- Aug- 1950	23-07-2025	4	1	1	-	-	-
Mrs.	Taruna Singhi	00635973	Independent Director	31-Jan-2017	107.1	28- Aug- 1954	NA	1	1	-	1	-	1
Mr.	Murali Krishna Chevuturi	01770851	Independent Director	18-Aug-2016	112.14	02- Feb- 1956	NA	2	2	3	-	3	-
Mr.	Phool Chand Sharma	01620437	Independent Director	18-Aug-2016	7.01	14-Jul- 1961	NA	1	1	4	1	3	-
Mr.	Prashant Jain	00769291	Independent Director	18-Aug-2016	112.14	30- Apr- 1969	NA	1	1	1	-	-	-
Mr.	Vineet Agarwal	00380300	Non-Executive	07-Oct-2015		16- Sep- 1973	NA	4	2	3	2	-	-
Mr.	Chander Agarwal	00818139	Executive Director	07-Oct-2015		26- Dec- 1978	NA	2	-		2	-	-
Mr.	Mukti Lal	07091472	Executive Director	30-May- 2025		05- Jan- 1978	NA	1	-	-	-	-	-

Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

II. Composition of Committees							
Sr. No.	Name of the Committee	Whether Regular chairperson appointed	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Audit Committee	Yes	Mr. Murali Krishna Chevuturi	Independent Director	Chairperson	29-Sep-2016	-
2			Mr. Vineet Agarwal	Non-Executive Director	Member	29-Sep-2016	-
3			Mr. Prashant Jain	Independent Director	Member	29-Sep-2016	-
4			Mr. Phool Chand Sharma	Independent Director	Member	14-Aug-2025	-
1	Stakeholder's Relationship Committee	Yes	Mrs. Taruna Singhi	Independent Director	Chairperson	31-Jan-2017	-
2			Mr. Vineet Agarwal	Non-Executive Director	Member	29-Sep-2016	-
3			Mr. Phool Chand Sharma	Independent Director	Member	30-May-2025	-
1	Risk Management Committee	Yes	Mr. Prashant Jain	Independent Director	Chairperson	19-May-2021	-
2			Mr. Chander Agarwal	Executive Director	Member	30-Jul-2019	-
3			Mr. Phool Chand Sharma	Independent Director	Member	30-May-2025	-
4			Mr. Mukti Lal	Executive Director	Member	30-May-2025	-
1	Corporate Social Responsibility Committee	Yes	Mr. Dharmpal Agarwal	Non-Executive Director	Chairperson	29-Sep-2016	-
2			Mrs. Taruna Singhi	Independent Director	Member	31-Jan-2017	-
3			Mr. Chander Agarwal	Executive Director	Member	29-Sep-2016	-
1	Nomination and Remuneration Committee	Yes	Mr. Phool Chand Sharma	Independent Director	Chairperson	14-Aug-2025	-
2			Mr. Dharmpal Agarwal	Non-Executive Director	Member	29-Sep-2016	-
3			Mr. Murali Krishna Chevuturi	Independent Director	Member	29-Sep-2016	-
4			Mr. Prashant Jain	Independent Director	Member	29-Sep-2016	-

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the meeting	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
14-08-2025	06-11-2025	Yes	8	7	3	83

IV. Meeting of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present*	Number of independent directors present*	Date(s) of meeting during of the committee in the previous quarter*	Maximum gap between any two consecutive (in number of days)
Audit Committee						
06-11-2025	Yes	4	4	3	14-08-2025	83
Nomination & Remuneration Committee						
-	-	-	-	-	14-08-2025	-
Stakeholders Relationship Committee						
06-11-2025	Yes	3	2	1	-	83

Risk Management Committee						
06-11-2025	Yes	4	4	2	-	

* Details of relevant quarter to be provided

V. Affirmations		
SI No	Subject	Compliance status (Yes/No/NA)
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 b) Nomination & remuneration committee c) Stakeholders relationship committee d) Risk management committee (applicable to the top 1000 listed entities)	Yes
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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors	Yes

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
Date of the event	Brief details of the event	

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	2
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	1

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:					
Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
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Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible

			authority		
1	Judicial Magistrate Traffic Court 1 Bengaluru	Non-Compliance of Labour Laws	22-11-2025	In April 2025, a surprise inspection was conducted by the Labour Inspector at the KR Puram Branch to verify statutory compliances. At the time of inspection, the concerned person was not available, and the employee who attended the inspection was not fully aware of the documentation and procedural requirements, due to which the documents could not be produced. Subsequently, a Summons Notice was received in November 2025, pursuant to which the Company promptly appeared before the Hon'ble Court, completed the required compliances, and paid a fine of ₹14,000 on 02 December 2025. The matter has since been fully resolved and stands closed.	A fine of Rs 14,000 was paid at the Mayo Hall Court, as directed by the Hon'ble Court. The matter has been settled and stands closed.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
	-	-	-	-
	For TCI Express Limited Priyanka (Company Secretary & Compliance Officer) Date: 05-06-2026 Place: Gurugram			