

# TCI EXPRESS

LEADER IN EXPRESS

May 25, 2019

The National Stock Exchange of India Ltd.,  
The Listing Department,  
"Exchange Plaza",  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051

BSE Ltd.  
The Department of Corporate Services,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Scrip Symbol: TCIEXP

Scrip Code: 540212

Dear Sir/Madam,

**Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2019**

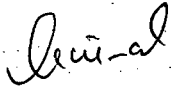
In terms of Clause 3(b) (iii) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2019, issued by M/s. Sanjeev Bhatia & Associates, Company Secretaries.

This is for your information, records and meeting the disclosure requirements as per above circular.

Thanking you,

Yours faithfully,

For TCI Express Ltd.



**Vinay Gujral**  
Company Secretary & Compliance Officer



Encl: as above

**TCI Express Limited**

CIN: L62200TG2008PLC061781

**Corporate Office:** TCI House, Plot No. 69, Sector 32, Institutional Area, Gurugram - 122001, India.

Tel: +91-124-2384090-94 • Email: info@tciexpress.in • Website: www.tciexpress.in

**Registered Office:** Flat Nos. 306 & 307, T-8-273, Third Floor, Ashoka Bhoopal Chambers, S. P. Road, Secunderabad – 500003 • Tel.: +91 40 27840104

A TCI Company



Ref..... **Secretarial Compliance Report of TCI Express Limited for the year ended on 31<sup>st</sup> March, 2019** .....

I Sanjeev Bhatia, a Practicing Company Secretary, holding Certificate of practice No. - 3870 have examined:

- a) All the documents and records made available to us and explanation provided by TCI Express Limited ("the listed entity");
- b) The filings/ submissions made by the listed entity to the stock exchanges &
- c) Website of the listed entity,

For the year ended 31<sup>st</sup> March, 2019 ("Review Period") in respect of compliance with the provisions of:

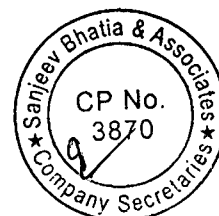
- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) SEBI (Share Based Employee Benefits) Regulations, 2014;
- e) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- f) SEBI (Buy-Back of Securities) Regulations, 2018;
- g) SEBI (Issue and Listing of Debt Securities) Regulations, 2008;
- h) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;

And based on the above examination, I hereby report that, during the Review Period:

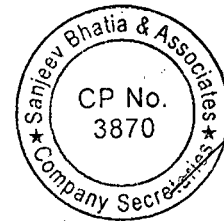
- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder. However in the absence of transaction relating to buy back of securities, issue of Non-Convertible and Redeemable Preference shares and listed Debt securities during the Review Period, the compliance of the relevant regulations mentioned above do not arise.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) No action was taken against the listed entity and/or its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder. The Company does not have any Material Subsidiary as on 31<sup>st</sup> March, 2019.



- d) This being the first reporting since the notification of the requirement to submit this report, reporting on actions to comply with the observations /made in previous reports is not applicable.

**For Sanjeev Bhatia & Associates  
Company Secretaries**

**Place: Gurugram  
Date: 14<sup>th</sup> May, 2019**



*(Signature)*  
**(Sanjeev Bhatia)  
Proprietor  
C.P. No. 3870**