

# TCI EXPRESS

LEADER IN EXPRESS

January 8, 2018

To,

**Listing Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street - Mumbai- 400001

**Listing Department**  
**National Stock Exchange of India Ltd.,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E) Mumbai – 400 051

**Scrip Code: 540212**

**Scrip Symbol: TCIEXP**

**Sub: Submission of Compliance Report on Corporate Governance for the 3<sup>rd</sup> quarter ended December 31, 2017**

Dear Sir/Madam,

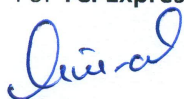
Pursuant to Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith compliance report on Corporate Governance for the 3<sup>rd</sup> quarter ended December 31, 2017.

This is for your information, records and meeting the compliance requirements as per Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hope you shall find the same in order.

Thanking you,

Yours faithfully,  
For TCI Express Limited



**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, 1-8-273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad – 500003 • Tel.: +91 40 27840104

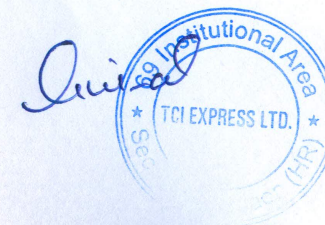
A TCI Company



**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
For the Quarter ended December 31, 2017

1. Name of the Company: TCI Express Limited
2. Quarter ending: December 31, 2017

I. Composition of Board of Directors										
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term /cessation*	Tenure (In Years)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	
							Audit Committee	Stakeholder's Relationship Committee	Audit Committee	Stakeholder's Relationship Committee
Mr.	D P Agarwal	AAEPA8986H/00084105	Chairperson /Non-Executive	07/10/2015	-	05	01	01	00	00
Mr.	Chander Agarwal	AAGPA0718H/00818139	Executive	18/08/2016	-	03	0	01	00	00
Mr.	Vineet Agarwal	AAEPA8985E/00380300	Non-Executive	07/10/2015	-	04	03	04	00	00
Mr.	Murali Krishna Chevaturi	ABXPC7137L/01770851	Independent	18/08/2016	1.4	01	00	00	01	00
Ms.	Taruna Singhi	ARHPS8142D/00635973	Independent	31/01/2017	0.9	01	00	00	00	01
Mr.	Ashok Kumar Ladha	ABAPL7754K/00089360	Independent	18/08/2016	1.4	02	01	00	01	01
Mr.	Prashant Jain	AAEPJ6078M/00769291	Independent	18/08/2016	1.4	01	01	00	00	00
Mr.	Phool Chand Sharma	AIXPS2187H/01620437	Executive	18/08/2016	-	01	00	01	00	00





II. Composition of Committees		
Name of Committees	Name of Committee Member	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. Murali Krishna Chevaturi (Chairman) Mr. Ashok Kumar Ladha Mr. Prashant Jain Mr. Vineet Agarwal	Independent Independent Independent Non-Executive
2. Nomination & Remuneration Committee	Mr. Ashok Kumar Ladha (Chairman) Mr. D.P Agarwal Mr. Murali Krishna Chevaturi Mr. Prashant Jain	Independent Non-Executive Independent Independent
3. Risk Management Committee (If applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mrs. Taruna Singhi (Chairman) Mr. Vineet Agarwal Mr. Phool Chand Sharma	Independent Non-Executive Executive

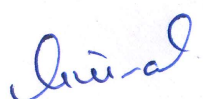

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
August 1, 2017	November 1, 2017	91 Days

IV. Meeting of Committee			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
<b>Audit Committee</b>			
November 1, 2017	Yes	August 1, 2017	91 Days
<b>Stakeholders Relationship Committee</b>			
November 1, 2017	Yes	August 1, 2017	91 Days





V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPTs	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmation
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ul style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; Remuneration Committee</li> <li>c. Stakeholders Relationship Committee</li> <li>d. Risk Management Committee (applicable to the top 100 listed entities): <b>Not Applicable</b></li> </ul> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>
<p>For TCI Express Limited</p> <div style="display: flex; align-items: center;">   </div> <p>Vinay Gujral Company Secretary &amp; Compliance Officer</p>