

# TCI EXPRESS

LEADER IN EXPRESS

July 10, 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 1<sup>ST</sup> quarter ended June 30, 2018**

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 1<sup>st</sup> quarter ended June 30, 2018.

This is for your information, records and meeting the compliance requirements under 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, Institutional Area, Sector - 32, Gurugram - 122001, Haryana, India  
Tel.: +91-124-2384090-94 • Fax: +91-124-2382113 • 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 June 30, 2018

1. Name of the Company: TCI Express Limited  
2. Quarter ending: June 30, 2018

<b>I. Composition of Board of Directors</b>										
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	00084105	Chairperson /Non-Executive	07/10/2015	-	05	01	01	00	00
Mr.	Chander Agarwal	00818139	Executive	18/08/2016	-	03	0	01	00	00
Mr.	Vineet Agarwal	00380300	Non-Executive	07/10/2015	-	04	03	04	00	00
Mr.	Murali Krishna Chevuturi	01770851	Independent	18/08/2016	1 Year & 11 Months	01	00	00	01	00
Ms.	Taruna Singhi	00635973	Independent	31/01/2017	1 Year & 5 Months	01	00	00	00	01
Mr.	Ashok Kumar Ladha	00089360	Independent	18/08/2016	1 Year & 11 Months	02	01	00	01	01
Mr.	Prashant Jain	00769291	Independent	18/08/2016	1 Year & 11 Months	01	01	00	00	00
Mr.	Phool Chand Sharma	01620437	Executive	18/08/2016	-	01	00	01	00	00


  
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II. Composition of Committees		
Name of Committees	Name of Committee Member	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. Murali Krishna Chevuturi (Chairperson) Mr. Ashok Kumar Ladha Mr. Prashant Jain, Mr. Vineet Agarwal	Independent Independent Independent Non-Executive
2. Nomination & Remuneration Committee	Mr. Ashok Kumar Ladha (Chairperson) Mr. D.P Agarwal Mr. Murali Krishna Chevuturi Mr. Prashant Jain	Independent Non-Executive Independent Independent
3. Risk Management Committee (If applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mrs. Taruna Singhi (Chairperson) 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)
January 31, 2018	May 25, 2018	113 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>			
May 25, 2018	Yes	January 31, 2018	113 Days
<b>Stakeholders Relationship Committee</b>			
May 25, 2018	Yes	January 31, 2018	113 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> <p></p> <p></p> <p>Vinay Gujral Company Secretary &amp; Compliance Officer</p>