

TCI EXPRESS

LEADER IN EXPRESS

October 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 2nd quarter ended September 30, 2018

Dear Sir/Madam,

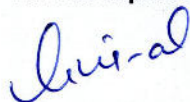
Pursuant to Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith compliance report on Corporate Governance for the 2nd quarter ended September 30, 2018.

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 30th September, 2018

1. Name of Listed Entity: TCI Express Limited
2. Quarter ending: 30th September, 2018

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 Year)	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	2 years & 2 Months	01	00	00	01	00
Ms.	Taruna Singhi	00635973	Independent	31/01/2017	1 Year & 8 Months	01	00	00	00	01
Mr.	Ashok Kumar Ladha	00089360	Independent	18/08/2016	2 years & 2 Months	02	01	00	01	01
Mr.	Prashant Jain	00769291	Independent	18/08/2016	2 years & 2 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 and Independent
	Mr. Ashok Kumar Ladha	Independent
	Mr. Prashant Jain	Independent
	Mr. Vineet Agarwal	Non-Executive
2. Nomination & Remuneration Committee	Mr. Ashok Kumar Ladha	Chairperson and Independent
	Mr. D.P Agarwal	Non-Executive
	Mr. Murali Krishna Chevuturi	Independent
	Mr. Prashant Jain	Independent
3. Risk Management Committee (If applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mrs. Taruna Singhi	Chairperson and Independent
	Mr. Vineet Agarwal	Non-Executive
	Mr. Phool Chand Sharma	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)
May 25, 2018	August 1, 2018	67 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
Audit Committee			
August 1, 2018	Yes	May 25, 2018	67 Days
Stakeholders Relationship Committee			
August 1, 2018	Yes	May 25, 2018	67s Days

Chairman



V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	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"> a. Audit Committee b. Compensation/ Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 100 listed entities): Not Applicable <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 & Compliance Officer</p>

I Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes/No/NA) refer note below
Copy of Annual Report including Balance Sheet, Profit and Loss Account, Director Report, Corporate Governance Report, Business Responsibility Report displayed on Website	46(2)	Yes*
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1) (d)	Yes
Presence of Chairperson of Nomination & Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>For TCI Express Limited</p> <p><i>Vinay Gujral</i></p> <p>Vinay Gujral Company Secretary & Compliance Officer</p> 		
*Business Responsibility Report is not applicable on the Company		