

TCI Express Limited

Corporate Governance Report-For the quarter ended September 30, 2020

Title Mr./ Ms.	Name of the Director	DIN	Category (Chairperson Executive Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Tenure	Date of Birth	Whether special resolution passed ?	No. of Directorship 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		No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	
										Audit Committee	Stakeholders Relationship Committee	Audit Committee	Stakeholders Relationship Committee
Mr.	DHARMPAL AGARWAL	00084105	Non-Executive	07-Oct-2015	-	24-Aug-1950	NA	5	1	1	1	-	1
Mr.	CHANDER AGARWAL	00818139	Executive	18-Aug-2016	-	26-Dec-1978	NA	3	-	-	1	-	-
Mr.	VINEET AGARWAL	00380300	Non-Executive	07-Oct-2015	-	16-Sep-1973	NA	4	1	3	3	-	-
Mr.	MURALI KRISHNA CHEVUTURI	01770851	Independent Director	18-Aug-2016	50	02-Feb-1956	NA	1	1	-	-	2	-
Mrs.	TARUNA SINGHI	00635973	Independent Director	31-Jan-2017	44	28-Oct-1954	NA	1	1	-	-	-	1
Mr.	ASHOK KUMAR LADHA	00089360	Independent Director	18-Aug-2016	50	15-Apr-1949	NA	1	1	1	-	-	-
Mr.	PRASHANT JAIN	00769291	Independent Director	18-Aug-2016	50	30-Apr-1969	NA	1	1	1	-	-	-
Mr.	PHOOL CHAND SHARMA	01620437	Non-Executive	18-Aug-2016	-	14-Jul-1961	NA	1	0	-	1	-	-

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

I) 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	MURALI KRISHNA CHEVUTURI	Independent Director	Chairperson	29-Sep-2016	-
2			VINEET AGARWAL	Non-Executive	Member	29-Sep-2016	-
3			ASHOK KUMAR LADHA	Independent Director	Member	29-Sep-2016	-
4			PRASHANT JAIN	Independent Director	Member	29-Sep-2016	-
1	Nomination and Remuneration Committee	Yes	ASHOK KUMAR LADHA	Independent Director	Chairperson	29-Sep-2016	-
2			DHARMPAL AGARWAL	Non-Executive	Member	29-Sep-2016	-
3			MURALI KRISHNA CHEVUTURI	Independent Director	Member	29-Sep-2016	-
4			PRASHANT JAIN	Independent Director	Member	29-Sep-2016	-
1	Stakeholder's Relationship Committee	Yes	TARUNA SINGHI	Independent Director	Chairperson	31-Jan-2017	-
2			VINEET AGARWAL	Non-Executive	Member	29-Sep-2016	-
3			PHOOL CHAND SHARMA	Non-Executive	Member	29-Sep-2016	-
1	Corporate Social Responsibility Committee	Yes	DHARMPAL AGARWAL	Non-Executive	Chairperson	29-Sep-2016	-
2			TARUNA SINGHI	Independent Director	Member	31-Jan-2017	-
3			CHANDER AGARWAL	Executive	Member	29-Sep-2016	-
1	Risk Management Committee		CHANDER AGARWAL	Executive	Chairperson	30-Jul-2019	-
2			PHOOL CHAND SHARMA	Non-Executive	Member	30-Jul-2019	-
3			MUKTI LAL	Member-CFO	Member	30-Jul-2019	-

II) 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	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
08-May-2020	24-Jul-2020	Yes	7	3	76

III) Meeting of Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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					
24-07-2020	Yes	3	2	08-May-2020	76
Nomination & Remuneration Committee					
-	-	-	-	08-May-2020	-

Corporate Social Responsibility Committee					
-	-	-	-	08-May-2020	-
Stakeholders Relationship Committee					
24-07-2020	Yes	3	1	08-May-2020	76
Risk Management Committee					
-	Yes	3	0	08-May-2020	-

* Details of relevant quarter to be provided

IV) Related Party Transactions		
SI No	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	Not Applicable
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
4	Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Not Applicable

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 500 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

For TCI Express Limited

Priyanka
Company Secretary & Compliance Officer

Date: 15.10.2020
Place: Gurugram

Compliance Report on Corporate Governance for the Half Year ended September 30, 2020

Affirmations			
Sl No	Broad Heading	Regulation Number	Compliance Status
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5	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>Priyanka Company Secretary & Compliance Officer</p> <p align="right">Date: 15.10.2020 Place: Gurugram</p>			