

**TCI EXPRESS LIMITED**

**Corporate Governance Report-For the quarter ended December 31, 2022**

Title Mr./ Ms.	Name of the Director	DIN	Category (Chairperson Executive Non- Executive/ Independent/ Nominee)	Initial Date of Appointm ent	Ten ure	Date of Birth	Whether special resolution passed?	No. of Directors hip 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  (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	Stakeholders Relationship Committee	Audit Committee	Stakeholders Relationship Committee
Mr.	Dharpal Agarwal	00084105	Non-Executive	07.10.2015	-	24.08.1950	NA	6	2	2	1	-	1
Mr.	Ashok Kumar Ladha	00089360	Independent Director	18.08.2016	77	15.04.1949	NA	1	1	1	-	-	-
Mrs.	Taruna Singhi	00635973	Independent Director	31-Jan-2017	74	28.10.1954	NA	1	1	-	1	-	1
Mr.	Murali Krishna Chevuturi	01770851	Independent Director	18.08.2016	77	02.02.1956	NA	1	1	2	-	2	-
Mr.	Phool Chand Sharma	01620437	Non-Executive	18.08.2016		14.07.1961	NA	2	1	2	1	2	-
Mr.	Prashant Jain	00769291	Independent Director	18.08.2016	77	30.04.1969	NA	1	1	1	-	-	-
Mr.	Vineet Agarwal	00380300	Non-Executive	07.10.2015		16.09.1973	NA	4	1	3	2	-	-
Mr.	Chander Agarwal	00818139	Executive	07.10.2015		26.12.1978	NA	3	0	-	2	-	-

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	Mr. Murali Krishna Chevuturi	Independent Director	Chairperson	29-Sep-2016	-
2			Mr. Vineet Agarwal	Non-Executive	Member	29-Sep-2016	-
3			Mr. Ashok Kumar Ladha	Independent Director	Member	29-Sep-2016	-
4			Mr. Prashant Jain	Independent Director	Member	29-Sep-2016	-
1	Nomination and Remuneration Committee	Yes	Mr. Ashok Kumar Ladha	Independent Director	Chairperson	29-Sep-2016	-
2			Mr. Dharpal Agarwal	Non-Executive	Member	29-Sep-2016	-
3			Mr. Murali Krishna Chevuturi	Independent Director	Member	29-Sep-2016	-
4			Mr. Prashant Jain	Independent Director	Member	29-Sep-2016	-
1	Stakeholder's Relationship Committee	Yes	Mrs. Taruna Singhi	Independent Director	Chairperson	31-Jan-2017	-
2			Mr. Vineet Agarwal	Non-Executive	Member	29-Sep-2016	-
3			Mr. Phool Chand Sharma	Non-Executive	Member	29-Sep-2016	-
1	Corporate Social Responsibility Committee	Yes	Mr. Dharpal Agarwal	Non-Executive	Chairperson	29-Sep-2016	-
2			Mrs. Taruna Singhi	Independent Director	Member	31-Jan-2017	-
3			Mr. Chander Agarwal	Executive	Member	29-Sep-2016	-
1	Risk Management Committee	Yes	Mr. Prashant Jain	Independent Director	Chairperson	19-05-2021	-
			Mr. Chander Agarwal	Executive	Member	30-Jul-2019	
2			Mr. Phool Chand Sharma	Non-Executive	Member	30-Jul-2019	-
3			Mr. Mukti Lal	Member-CFO	Member	30-Jul-2019	-

i) 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)
03-08-2022	31-10-2022	Yes	8	4	88

II) 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)
<b>Audit Committee</b>					
31-10-2022	Yes	4	3	03-08-2022	88

<b>Stakeholders Relationship Committee</b>					
31-10-2022	Yes	3	1	-	
<b>Risk Management Committee</b>					
31-10-2022	Yes	4	1	-	

\* Details of relevant quarter to be provided

III) 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

IV) 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: 11.01.2023  
Place: Gurugram