

TCI EXPRESS LIMITED

Corporate Governance Report-For the quarter ended September 30, 2025

I. Composition of Board of Directors													
Title Mr./ Ms.	Name of the Director	DIN	Category (Chairperson Executive Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Tenure (In Months)	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.	Dharmpal Agarwal	00084105	Non-Executive	07-Oct-2015		24-Aug-1950	23-07-2025	4	1	1	-	-	-
Mrs.	Taruna Singhi	00635973	Independent Director	31-Jan-2017	104.1	28-Aug-1954	NA	1	1	-	1	-	1
Mr.	Murali Krishna Chevuturi	01770851	Independent Director	18-Aug-2016	109.14	02-Feb-1956	NA	2	2	3	-	3	-
Mr.	Phool Chand Sharma	01620437	Independent Director	18-Aug-2016	4.01	14-Jul-1961	NA	1	1	4	1	3	-
Mr.	Prashant Jain	00769291	Independent Director	18-Aug-2016	109.14	30-Apr-1969	NA	1	1	1	-	-	-
Mr.	Vineet Agarwal	00380300	Non-Executive	07-Oct-2015		16-Sep-1973	NA	4	2	3	2	-	-
Mr.	Chander Agarwal	00818139	Executive Director	07-Oct-2015		26-Dec-1978	NA	2	-		2	-	-
Mr.	Mukti Lal	07091472	Executive Director	30-May-2025		05-Jan-1978	NA	1	-	-	-	-	-

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

II. 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 Director	Member	29-Sep-2016	-
3			Mr. Prashant Jain	Independent Director	Member	29-Sep-2016	-
4			Mr. Phool Chand Sharma	Independent Director	Member	14-Aug-2025	-
1	Stakeholder's Relationship Committee	Yes	Mrs. Taruna Singhi	Independent Director	Chairperson	31-Jan-2017	-
2			Mr. Vineet Agarwal	Non-Executive Director	Member	29-Sep-2016	-
3			Mr. Phool Chand Sharma	Independent Director	Member	30-May-2025	-
1	Risk Management Committee	Yes	Mr. Prashant Jain	Independent Director	Chairperson	19-May-2021	-
2			Mr. Chander Agarwal	Executive Director	Member	30-Jul-2019	-
3			Mr. Phool Chand Sharma	Independent Director	Member	30-May-2025	-
4			Mr. Mukti Lal	Executive Director	Member	30-May-2025	-
1	Corporate Social Responsibility Committee	Yes	Mr. Dharmpal Agarwal	Non-Executive Director	Chairperson	29-Sep-2016	-
2			Mrs. Taruna Singhi	Independent Director	Member	31-Jan-2017	-
3			Mr. Chander Agarwal	Executive Director	Member	29-Sep-2016	-
1	Nomination and Remuneration Committee	Yes	Mr. Phool Chand Sharma	Independent Director	Chairperson	14-Aug-2025	-
2			Mr. Dharmpal Agarwal	Non-Executive Director	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	-

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	Whether requirement of Quorum met	Total Number of Directors as on date of the meeting	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
30-05-2025	14-08-2025	Yes	8	7	3	75

IV. Meeting of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	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						
14-08-2025	Yes	3	3	2	30-05-2025	75
Nomination & Remuneration Committee						
14-08-2025	Yes	3	3	2	30-05-2025	75
Stakeholders Relationship Committee						
-	-	-	-	-	30-05-2025	-

Risk Management Committee						
-	-	-	-	-	10-05-2025	-

Independent Director Meeting						
-	-	-	-	-	30-05-2025	-

* Details of relevant quarter to be provided

V. Affirmations		
Sl 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 1000 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

Details of Cyber security incidence		
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Date of the event	Brief details of the event	

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Disclosure on website in terms of LODR Regulation				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	

7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	2
No. of investor complaints disposed off during the Quarter	2
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:					
Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
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Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Consumer Dispute Redressal Commission , Jaipur	A consumer case was filed by the complainant, Saurabh Bhaitya, on the grounds of non-delivery of goods. The complainant subsequently claimed compensation amounting to ₹34,795 /- with 9% interest per annum along with Rs 4,000 mental agony and Rs 3000 /-as litigation expenses. After reviewing the matter, the Hon'ble Consumer Court directed the company to pay an amount of ₹ 34,795 /- along with interest of 9% to be paid from date of filing till final payment along with compensation toward mental agony amounting to Rs 4,000/- and Rs 3000 /-as litigation expenses; amounting to total Compensation of Rs 64,660 /- to be paid to complainant.	12-08-2025	Consumer case was filed for Non delivery	Payment of Rs. 64,660/- was made in favor of Saurabh Bhaitya and subsequently case was disposed off

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
	-	-	-	-
	For TCI Express Limited Priyanka (Company Secretary & Compliance Officer)			
				Date: 29-10-2025 Place: Gurugram