

**TCI EXPRESS LIMITED- TRANSCRIPT OF 12<sup>TH</sup> ANNUAL GENERAL MEETING (AGM)**

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| HELD ON      | FRIDAY, 24 <sup>TH</sup> JULY 2020                |
| MODE OF AGM  | VIDEO CONFERENCING/OTHER AUDIO VIDEO VISUAL MEANS |
| COMMENCED AT | 10:30 A.M (IST)                                   |
| CONCLUDED AT | 11:20 A.M (IST)                                   |

**PENALIST:**

Mr. D.P Agarwal-Chairman of the Meeting

Mr. Chander Agarwal- Managing Director

Mr. Vineet Agarwal-Non Executive Director

Mr. Phool Chand Sharma- Non Executive Director

Mrs. Taruna Singhi- Independent Director

Mr. Ashok Ladha- Independent Director

Mr. Murali Krishna Chevuturi- Independent Director

Mr. Mukti Lal- Chief Financial Officer

Ms. Priyanka- Company Secretary

**REPRESENTATIVE:**

Mr. R.S Agarwala-Representative of Statutory Auditors

Ms. Nitu Poddar- Representative of Secretarial Auditors

Mr. Vasant Bajaj-Scrutinizer for e-voting process

## WELCOME ADDRESS:

### **Ms. Priyanka-Company Secretary**

Good Morning Shareholders. On behalf of TCI Express Limited, I welcome you all at this 12<sup>th</sup> Annual General Meeting of TCI Express Limited, holding through Video Conferencing/ other Audio Visual Means as permitted by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Before we officially start the proceedings, I would like to apprise for the benefit of Shareholders, that:

- In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (MCA) has permitted the holding of the AGM through Video Conferencing / Other Audio Visual Means (OAVM). As this meeting is being conducted through video conferencing, all efforts feasible under the circumstances have been made by the Company to enable Members to participate and vote on the items being considered in the meeting.
- Shareholders have been provided with a facility to attend and vote at the AGM by Video Conferencing/ other Audio Visual Means through CDSL's e-voting platform. I thank the CDSL Team for providing the facility to the Shareholders. In case, Shareholders have any queries or issues regarding AGM participation or e-voting, he/she may write an e-mail or call at designated number as provided in the AGM Notice.
- The joining of the meeting to the Shareholders was already opened 15 minutes prior to the commencement of the meeting and will remain open for 15 minutes after the conclusion of the meeting.
- The Shareholders participating/joining from mobile devices or tablets or through laptop and connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of glitches.
- As per the circulars issued, entry to the AGM is restricted to the Shareholders on first come first basis upto 1,000 Shareholders, however, the large Shareholders i.e. Shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come first served basis.
- Members who have registered themselves as a speaker within the stipulated time, as provided in the AGM Notice, will be given a chance to express their views or ask queries.
- Further, as per the MCA circulars, the facility for appointment of the proxies is not available for this AGM as the meeting is holding through VC/OAVM means.
- Also, as per the stated MCA circulars read with the SEBI circular dated May 12, 2020, electronic copies of the Notice of AGM and Annual Report for the financial year ended on March 31, 2020 have been sent to the Members whose email id's are registered with the Company/ Depository participant(s) as on cut-off date. The same is also available on the Company's website under investor's section.

Now, I request our respected Chairman of the meeting, Mr. D.P Agarwal, to kindly address the meeting.

## WELCOME ADDRESS:

### **Mr. D.P Agarwal -Chairman**

Dear Shareholders,

On behalf of the Board of Directors of TCIEXPRESS, I welcome you all at this 12<sup>th</sup> Annual General Meeting (AGM) of the Company.

I would like to inform you that, In view of the current global pandemic-Covid 19, the AGM of the Company is being conducted through VC/ OAVM means in compliance of guidelines/circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

Further, in compliance of above said guidelines/circulars, physical presence of Shareholders has been dispensed for this AGM and facility of participation and voting through electronic mode has been initiated. The Company has taken all requisite steps to enable Members to participate and vote on the items being considered in the AGM. I thank all the Shareholders attending AGM in this difficult time and hoping that all are staying safe at home.

Now, as the mandatory Quorum is complete, I call this meeting in order. I would like to call all the Directors attending the AGM through VC/OAVM means:

## ROLL CALL:

### **Mr. Chander Agarwal- Managing Director**

Good Morning. I am Chander Agarwal, Managing Director of the Company. I am attending AGM through VC at Corporate Office-Gurgaon.

### **Mr. Vineet Agarwal-Non Executive Director**

I am Vineet Agarwal, Non-Executive Director of the Company. I am attending AGM through VC at Gurgaon.

### **Mr. Murali Krishna Chevuturi- Independent Director**

Good Morning. I am Mr. Murali Krishna Chevuturi, Independent Director of the Company. I am the Chairman of Audit Committee. I am member of Nomination and Remuneration Committee and attending AGM from my residence at Hyderabad, through VC.

### **Mrs. Taruna Singhi- Independent Director**

Good Morning. I am Taruna Singhi, Independent Director of the Company. I am attending AGM at my residence, New Delhi through VC. I am the chairperson of Stakeholder Relationship Committee.

### **Mr. Ashok Ladha- Independent Director**

**Ms. Priyanka-Company Secretary:** Please be noted that, Mr. Ashok Ladha, Independent Director has already joined the AGM, due to technical error, display is not available and will be screened soon.

### **Mr. Phool Chand Sharma- Non Executive Director**

Good Morning. I am Phool Chand Sharma, Non- Executive Director of TCI Express Limited. I am attending AGM at my home in Gurgaon.

### **Mr. D.P Agarwal -Chairman**

Mr. Prashant Jain, Independent Director has requested for leave of absence.

*Also present in the meeting through VC/OAVM means are:*

**Ms. Priyanka, Company Secretary**

Ms. Priyanka- Good Morning, I am Priyanka, Company Secretary and Compliance Officer of TCI Express Limited.

**Mr. Mukti Lal, Chief Financial Officer**

Mr. Mukti Lal- Good Morning, myself Mukti Lal, CFO of TCI Express Limited.

**Mr. RS Agarwala, representing Statutory Auditors**

**Ms. Nitu Poddar- representing Secretarial Auditors**

**Mr. Vasant Bajaj, Scrutinizer for e-voting**

**ATTENDANCE OF CHAIRPERSON OF COMMITTEE(S):**

**Mr. D.P Agarwal -Chairman**

I confirmed that, the Chairman of Nomination & Remuneration Committee, Mr. Ashok Kumar Ladha is duly present in this meeting through VC mode.

The Chairman of the Audit Committee Mr. Murali Krishna Chevuturi is duly present in this meeting through VC mode.

Also, the Chairperson of Stakeholders Relationship Committee, Mrs. Taruna Singhi is duly present in this meeting through VC mode.

**NOTICE OF AGM:**

Ladies and Gentlemen, the Notice of AGM along with the Annual Report for the financial year 2019-20 is being already sent through electronic mode to the Shareholders whose email addresses are registered with the Company/ Depositories. The same is also available on the Company's website and with your consent, I take it as read.

**DOCUMENTS FOR INSPECTION:**

The statutory registers and all the documents referred to the Notice of AGM are available for inspection at the website of the Company at [www.tciexpress.in](http://www.tciexpress.in) under investor tab, during the AGM.

**E-VOTING FACILITY:**

I would like to inform that the Company has engaged the services of Central Depository Services (India) Limited ('CDSL') for providing facility for voting through remote e-voting, and e-voting during the AGM. The Members who have not casted vote through remote e-voting may cast vote electronically, while going through the proceeding of the AGM. The procedure for e-voting, to the Members attending AGM through VC / OAVM means, has already been provided to the Notice of 12<sup>th</sup> AGM of the Company.

It is hereby further informed that in compliance of MCA and SEBI circulars, facility of 'Show of Hands' and 'Poll' stands redundant and Members may cast their vote against each agenda item through e-voting facility as explained above.

It is also informed that the Company has appointed Mr. Vasanth Bajaj, Practicing Company Secretaries as Scrutinizer to scrutinize the e-voting process.

## **CHAIRMAN'S SPEECH:**

**Ladies and Gentlemen,**

I warmly welcome you all at this 12<sup>th</sup> Annual General Meeting of your Company and thank you on behalf of the Board of Directors TCIEXPRESS for joining us today. Your presence is indeed a true testimony to your involvement with, and support for the Company.

Fiscal Year 2019-20 was a difficult year for the Indian economy. Amidst weak business environment, dwindling consumer demand, slowing private investment and global slowdown, the growth of Indian economy decelerated. Despite multiple efforts made by the government to arrest the slowdown, the year registered the lowest growth rate in over six years. The Indian logistics industry is one of the mainstays of the emerging Indian economy. The performance of logistics sector in the economic development of India has never been more important than what it today. With the entire economy coming to a stand grinding halt owing to the lockdown because of the pandemic outbreak, it is the logistics industry that came to the rescue and supplying essential commodities from one part of the country to another. This Covid-19 crisis saw logistics industry emerge as the key differentiator for the companies rather than being just an activity that happens in the background. The rising importance of e-commerce, increasing B2B transactions, and the subsequent surge in consumer demands has resulted in solid growth of the Indian express logistics industry along with continuous transformation of the industry.

We are delighted to report an encouraging performance during the financial year 2019-20 despite a very challenging economic and business environment. Revenue from operations increased to Rs. 1,032 Crore. We delivered stable EBITDA of Rs. 126 Crore as compare to Rs. 122 Crore in the previous year, PAT has also increased by 22.30 % to Rs. 89 Crore from Rs. 72.84 Crore in previous year. We continued to maintain strong balance sheet and cash flows from operations during the financial year 2019-20. Even in this difficult time, we continue to serve the Country and never stopped working even in lockdown period. We ensured continuous supply of essential goods at all times, across the nation.

We, At TCI Express, focused on enhancing operational efficiencies through automation and digitization and therefore continue to make investment in our sorting centers in line with our long-term strategic objective. During the year, the Company has started construction of two new sorting centers at Pune and Gurgaon. The owned sorting centers align with strategic objectives of TCI Express will provide necessary impetus to the Company's growth trajectory, higher utilization and operational reliability. We continue to cater the evolving logistics needs through our customer oriented and agile business model that offers integrated, value-added services and leverage technology for efficiency gains. In the rapidly evolving competitive landscape, we believe technology plays a crucial role which gives you a competitive edge and as we remain fully committed in delivering best in class services to our clients, we are making technology upgrades in our day to day operations. The initiatives taken during the year include, working towards building a paperless supply chain, we have moved to 100% e-Dockets (e-DWBs) during the year.

With this, I would like to take this opportunity to express my sincere gratitude for all the support and co-operation extended by the Shareholders, Board of Directors, customers, vendors, bankers, business associates and to all the employees and acknowledges their hard work, tremendous efforts and contribution to the Company's performance. I sincerely acknowledge the ongoing cooperation and support provided by Central and State Governments and all Regulatory bodies.

## **AUDITORS' REPORT:**

**Mr. D.P Agarwal -Chairman**

Now, I ask Ms. Priyanka, Company Secretary & Compliance Officer to read the Auditors' Report.

**Ms. Priyanka-Company Secretary**

Please be noted that, the Statutory Audit Report and Secretarial Audit Report does not contain any qualifications, observations or comments or other remarks, hence the Statutory Audit Report and Secretarial Audit Report for the financial year ended March 31, 2020, be and is hereby taken as read.

**DISCUSSION ON RESOLUTION:**

Dear Members, we wish to inform you that, since, this AGM has been called through Video Conferencing, all the Resolutions as stated in the Notice of AGM has been already put to vote through remote e-voting and which has not voted earlier through remote e-voting, will be put to e-voting during the AGM, therefore there will be no proposing and seconding of Resolutions.

As per the AGM Notice dated May 08, 2020, the following businesses are to be transacted:

**AS AN ORDINARY BUSINESS**

**Resolution No.1:**

To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2020, along with the report of the Board of Director's and Auditor's thereon.

**Resolution No.2:**

To appoint a Director in place of Mr. Vineet Agarwal (DIN-00380300), who retires by rotation and being eligible, offers himself for re-appointment.

**Resolution No.3:**

To re-appoint M/s. R.S. Agarwala & Co., Chartered Accountants, (ICAI Firm Registration No. 304045E), as the Statutory Auditors of the Company for a second term of five (5) years.

Now, I request to the Chairman to instruct the Shareholders about question answer session and manner of voting at the AGM.

**QUESTION AND ANSWER SESSION:**

**Mr. D.P Agarwal -Chairman**

As per the stated circulars, the Company in best possible way had given options to the Shareholders to ask their questions/ give suggestions by registering themselves as the speaker with the Company. For the sake of time, the Members are requested to be specific and express their views or ask queries in 1-2 minute(s) time.

Now, I would request the CDSL team to take query(ies) received by the registered speaker:

We have received one request from Mr. Ravi Kumar Naredi. Please allow him to connect through CDSL portal.

**Mr. Ravi Kumar Naredi: Registered Speaker**

Respected Chairman, MD, Eminent Board of Directors, Employees of the Company and fellow Shareholders. I am Ravi from Bhilwara and got opportunity to attend AGM of company. I would like to submit question as below:

- I. Mr. Chander all headwinds have come in few months even you are hopeful 5 trillion GDP by 2025 and whatever margin expansion you have planned is under way?
- II. Will you abide by your capex plan of next 3 years? How much new branches expecting to open in current financial year.

III. Any reduction in salaries by main key staff in current financial year?

At last I thank you to allow me to speak in the AGM.

**Mr. Chander Agarwal-Managing Director**

Good Morning and thanking you for asking question. Regarding question number 1, I wish to reply that ,India is full of opportunity and we are confident on our nation to achieve 5 trillion GDP by 2025. At our company, we have laid down a plan to achieve our planned margin levels. Needless to mention that in last 4 years, we achieved 400 bps improvements in margins and it will continue in coming years.

With regard to query number 2, Ongoing Pandemic is temporary situation and we are stick with our original plan of capex of Rs. 250-300 Cr in next 3 Years. We will have very robust cash flow and therefore, will achieve complete capex through internal accruals only. We will remain debt free company in coming years. In current year, we are planning to open 50 nos branches.

On last question, we wish to inform that, We are highly employee oriented company and happy to inform you that company has not made any reduction in any employees salary but as an good gesture, myself voluntarily has not taken the salary for Q1.

Thank You.

**Ms. Priyanka-Company Secretary**

One of the registered speakers has not joined the AGM. The Company will reply to the Shareholder by feasible means. We may proceed with the AGM.

**E-VOTING AT AGM:**

**Mr. D.P Agarwal -Chairman**

As stated earlier that the Shareholders who have not casted their vote through remote e-voting can cast their vote now on CDSL e-voting platform. The e-voting window shall remain open for another 15 minutes after conclusion of the meeting. The proceedings of the meeting will be closed after all the Members have cast their vote through e-voting i.e. 15 minutes after conclusion of the meeting.

**DECLARATION OF RESULTS AND CONCLUSION OF MEETING:**

We wish to inform the Shareholders that the voting results will be declared within 48 hours of the conclusion of AGM and the said Results along with scrutinizer's report will be placed on the website of the Company and also on the websites of CDSL and the same shall also be submitted to the Stock Exchanges in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Now, I thank the Board Members, Shareholders, Auditors and Employees of the Company for their contribution and support and with the consent of the Shareholders declare the meeting as concluded.

*Thank You.*