

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
For the Quarter ended 31st December, 2019

1. Name of the Company : **TCI Express Limited**
2. Quarter ending on : **31st December, 2019**

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Whether Special resolution passed? (Refer regulation 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure (In Mnts)	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholders' Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)		No of post of Chairperson in Audit/ Stakeholders' Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
													Audit Comm ittee	Stakeholder's Relationship Committee	Audit Commi ttee	Stakeholder's Relationship Committee
Mr.	D P Agarwal	00084105	Chairperson / Non-Executive	NA	-	07/10/2015	-	-	-	24/08/1950	05	01	01	01	00	01
Mr.	Chander Agarwal	00818139	Executive	NA	-	18/08/2016	-	-	-	26/12/1978	03	00	00	01	00	00
Mr.	Vineet Agarwal	00380300	Non-Executive	NA	-	07/10/2015	-	-	-	16/09/1973	04	01	03	03	00	00
Mr.	Murali Krishna Chevuturi	01770851	Independent	NA	-	18/08/2016	18/08/2016	-	41	02/02/1956	01	01	02	00	02	00
Ms.	Taruna Singhi	00635973	Independent	NA	-	31/01/2017	31/01/2017	-	35	28/10/1954	01	01	00	01	00	01
Mr.	Ashok Kumar Ladha	00089360	Independent	NA	-	18/08/2016	18/08/2016	-	41	15/04/1949	01	01	01	00	00	00
Mr.	Prashant Jain	00769291	Independent	NA	-	18/08/2016	18/08/2016	-	41	30/04/1969	01	01	01	00	00	00
Mr.	Phool Chand Sharma	01620437	Non-Executive*	NA	-	18/08/2016	-	-	-	14/07/1961	01	00	00	01	00	00

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

* The Board of Directors in its meeting held on November 04, 2019 has approved change in designation of Mr. Phool Chand Sharma (DIN: 01620437) from Whole Time Director to Non-Executive Non Independent Director of the Company w.e.f even date, owing to attaining age of superannuation.

II. Composition of Committees					
Name of Committees	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Mr. Murali Krishna Chevuturi	Chairperson/Independent	29.09.2016	-
		Mr. Ashok Kumar Ladha	Independent	29.09.2016	-
		Mr. Prashant Jain	Independent	29.09.2016	-
		Mr. Vineet Agarwal	Non-Executive	29.09.2016	-
2. Nomination & Remuneration Committee	YES	Mr. Ashok Kumar Ladha	Chairperson/Independent	29.09.2016	-
		Mr. D.P Agarwal	Non-Executive	29.09.2016	-
		Mr. Murali Krishna Chevuturi	Independent	29.09.2016	-
		Mr. Prashant Jain	Independent	29.09.2016	-
3. Stakeholders Relationship Committee	YES	Mrs. Taruna Singhi	Chairperson/Independent	31.01.2017	-
		Mr. Vineet Agarwal	Non-Executive	29.09.2016	-
		Mr. Phool Chand Sharma	Non-Executive	29.09.2016	-
4. Risk Management Committee	YES	Mr. Chander Agarwal	Chairperson/Executive	30.07.2019	-
		Mr. Phool Chand Sharma	Non-Executive	30.07.2019	-
		Mr. Mukti Lal	Chief Financial Officer	30.07.2019	-
5. Corporate Social Responsibility Committee	YES	Mr. D.P Agarwal	Chairperson/Non Executive	29.09.2016	-
		Mrs. Taruna Singhi	Independent	31.01.2017	-
		Mr. Chander Agarwal	Executive	29.09.2016	-

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	Number of Directors present	No. of Independent Directors present	Maximum gap between any two consecutive meeting (in number of days)
July 30, 2019	November 04, 2019	Yes	7	3	96 Days

IV. Meeting of Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	No. of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee					
November 04, 2019	Yes	3	2	July 30, 2019	96 Days
Stakeholders Relationship Committee					
November 04, 2019	Yes	3	1	July 30, 2019	96 Days
Nomination and Remuneration Committee					
November 04, 2019	Yes	3	2	-	-
Risk Management Committee					
November 04, 2019	Yes	3	0	July 30, 2019	96 Days

V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPTs	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 the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ul style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in the 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 the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors.</p>
<p>For TCI Express Limited</p> <p>Mukti Lal Compliance Officer</p>