COMPLIANCE REPORT ON CORPORATE GOVERNANCE For the Quarter ended 30th June, 2020

1. Name of the Company: Transport Corporation of India Limited

2. Quarter ending on : **30**th **June**, **2020**

Title (Mr. /Ms	Name of the	DIN	Category (Chairperson/ Executive/ Jon-Executive/ independent/ Nominee)	Whether Special resolution passed? (Refer regulation 17(1A) of Listing Regulations)	passing special resolution	Initial Date of appointment	Date of Re- appointment		Tenure (In Mnts)	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	in listed entities including this listed entity (Refer Regulation 17A(1) of	membersh Stakel Committee this listed Regulati Listing Re Audit and Risk Manage	Stakeholder's Relationship	Chairper Stake Commi listed ent this listed Regular Listing I Audit and	Stakeholder's Relationship Committee
Mr.	D P Agarwal	00084105	Executive	NA	-	11-09-1998	01-08-2018	-	-	24-08-1950	05	01	01	01	-	01
Mr.	S N Agarwal	00111187	Non-Executive	Yes	29-07-2019	02-01-1995	29-07-2019	-	-	15-01-1945	02	01	02	01	-	01
Mr.	Ashish Bharat Ram	00671567	Independent	NA	-	28-07-2011	04-11-2016	-	107	31-12-1968	03	01	-	02	-	01
Mr.	Vijay Sankar	00007875	Independent	NA	-	04-11-2016	-	-	44	26-12-1972	03	03	04	02	03	01
Mr.	S Madhavan	06451889	Independent	NA	-	12-02-2019	-	-	17	27-10-1956	04	04	06	01	03	01
Ms.	Gita Nayyar	07128438	Independent	NA	-	24-05-2019	-	-	13	11-10-1963	02	02	02	01	-	-
Mr.	Ravi Uppal	00025970	Independent	NA	-	28-10-2019	-	-	8	09-05-1952	01	01	-	-	-	-
Ms.	Urmila Agarwal	00818165	Non-Executive	NA	-	01-11-2012	02-08-2018	-	-	28-09-1952	01	-	-	-	-	-
Mr.	Chander Agarwal	00818139	Non-Executive	NA	-	21-09-2006	29-07-2019	-	-	26/12/1978	03	-	-	01	-	-
Mr.	Vineet Agarwal	00380300	Executive	NA	-	18-06-1998	01-07-2018	-	-	16/09/1973	04	01	03	03	-	-

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

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	
		Mr. Vijay Sankar	Chairperson/Independent	07-05-2019	-	
Audit and Risk Management Committee	Yes	Mr. S Madhavan	Independent	07-05-2019	-	
Committee		Mr. S N Agarwal	Non-Executive	27-05-2000	-	
		Mr. Ashish Bharat Ram	Chairperson/Independent	01-11-2012	-	
2. Compensation/Nomination & Remuneration Committee	Yes	Mr. S Madhavan	Independent	07-05-2019	-	
Nemuneration Committee		Mr. S N Agarwal	Non-Executive	07-05-2019	-	
		Mr. S N Agarwal	Chairperson/Non-Executive	27-05-2000	-	
3. Stakeholders Relationship Committee	Yes	Ms. Gita Nayyar	Independent	14-10-2019	-	
		Mr. Vineet Agarwal	Executive	27-05-2000	-	
		Mr. Ashish Bharat Ram	Chairperson/Independent	24-05-2014 -		
4. Corporate Social Responsibility		Mr. D. P. Agarwal	Executive	24-05-2014		
Committee	Yes	Ms. Urmila Agarwal	Non-Executive	24-05-2014	-	
I		Mr. Chander Agarwal	Non-Executive	29-07-2019	-	

III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in	Date(s) of Meeting (if any) in	Whether requirement of	Number of	No. of Independent	Maximum gap between any two consecutive meeting (in number of days)			
the previous quarter	the relevant quarter	Quorum met	Directors present	Directors present				
29 th January, 2020	2nd I 2020	Voc	10	-	90 Paus			
13 th March, 2020	^{2nd} June, 2020	Yes	10	5	80 Days			

IV. Meeting of Committee									
Date(s) of meeting of the committee	Whether requirement	Number of Directors	No. of Independent	Date(s) of meeting of the	Maximum gap between any two				
in the relevant quarter	of Quorum met	present	Directors present	committee in the previous quarter	consecutive meetings (in number of days)				
Audit and Risk Management Committee									
2 nd June, 2020	Yes	3	2	29 th January, 2020	124 Days*				
Compensation/ Nomination & Remuneration Committee									
2 nd June, 2020	Yes	3	2	-	-				
Corporate Social Responsibility Committee									
2 nd June, 2020	Yes	4	1	-	-				

^{*}Meeting were held in compliance with MCA Circular no. 11/2020 dated March 24, 2020 and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated June 26, 2020.

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

- 1. The composition of Board of Directors is in terms of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2. The composition of the Audit and Risk Management Committee, Compensation/ Nomination & Remuneration Committee and Stakeholder's Relationship Committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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.
- 5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors.

For Transport Corporation of India Ltd.

Archana Pandey
Company Secretary & Compliance Officer