

9th May, 2022

To,

**Listing Department,
The National Stock Exchange of India Ltd.,
“Exchange Plaza”,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051**

**Listing Department,
BSE Ltd.,
PhirozJeejeebhoy Towers,
Dalal Street
Mumbai-400 001**

Scrip Symbol: TCI

Scrip Code: 532349

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022

Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022, issued by M/s. Sanjeev Bhatia & Associates, Company Secretaries.

This is for your information, records and meeting the disclosure requirements as per above circular.

Thanking you,

**Yours faithfully,
For Transport Corporation of India Ltd.**


**Archana Pandey
Company Secretary & Compliance Officer**



Encl: a/a

Transport Corporation of India Limited

Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)

Ph. No.: +91 124-2381603, Fax.: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com

Regd. Office:- Flat Nos. 306 & 307, I-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)

Tel: +91 40 27840104 Fax: +91 40 27840163

CIN : L70109TG1995PLC019116



Ref.....

Date :.....

ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
Transport Corporation of India Limited
TCI House, Plot No. 69,
Sector -32, Institutional Area, Gurugram-122001

Subject: Annual Secretarial Compliance Report for the financial year ended on March 31, 2022

I Sanjeev Bhatia, a Practicing Company Secretary, have examined:

- a) All the documents and records made available to me and explanation provided by **Transport Corporation of India Limited** ("the listed entity");
- b) The filings/ submissions made by the listed entity to the stock exchanges;
- c) Website of the listed entity and
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

For the year ended 31st March, 2022 ("Review Period") in respect of compliance with the provisions of:

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations as amended from time to time, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

- e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- f) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018;
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

And based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder. However in the absence of transaction relating to buy back of securities, issue of Non- Convertible and Redeemable Preference shares and listed debt securities during the Review Period, the compliance of the relevant regulations mentioned above do not arise.
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) No action was taken against the listed entity/ its promoters/ directors/ Material Subsidiary either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- d) There was no items for which the listed entity was ought to have taken the actions to comply with the observations made in previous reports.
- e) I further certify that the Listed Entity has complied with the requirements of paragraph 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, in the terms of appointment of statutory auditors of the Listed Entity.

Place: Gurugram
Date: 25/04/2022

**For Sanjeev Bhatia & Associates
Company Secretaries**

SANJEEV
KUMAR
BHATIA

Digitally signed by SANJEEV KUMAR BHATIA
DN: c=IN, ou=Personal, title=7622,
pseudoym=faceb58884ce00b36d1410e0
a1b516b960cc4e67176e323e48bad3a2f3
df, postalCode=122001, st=Haryana,
serialNumber=73597e5e75de01365a338d
4e018c7f6b556a1cd579ea0148c693e5159
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Date: 2022.04.25 16:18:31 +05'30'

(Sanjeev Bhatia)

Proprietor

CP No.: 3870

UDIN: F005214D000202180

