

May 25, 2021

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

BSE Ltd.
The Department of Corporate Services,
Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Symbol: TCI

Scrip Code: 532349

Dear Sir/Madam,

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019
Sub: Annual Secretarial Compliance Report for the year ended March 31, 2021

In terms of Clause 3(b) (iii) of 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, 2021 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: as above

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, 2021

[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, 2021

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** ('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;

And for the financial year 2020-21('Review Period') in respect of compliance with the provisions of:

- a) Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued thereunder; and
- b) 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 (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Buyback 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 buyback 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 in so far as it appears from my examination of those records.
- c) No action was taken against the listed entity and/or its Promoters/Directors 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. The Company does not have any material subsidiary as on March 31, 2021.
- d) No observation was made in the previous report for the financial year ended on March 31, 2020.
- 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.

For Sanjeev Bhatia & Associates
Company Secretaries

**SANJEEV
KUMAR
BHATIA**

Digitally signed by SANJEEV KUMAR BHATIA
DN: c=IN, o=Personal, email=7623,
postalCode=122001, st=Haryana,
serialNumber=723279537590736333684601
bc:76b2556a106579ac21482695a5f159195ab,
cn=SANJEEV KUMAR BHATIA
Date: 2021.05.25 18:26:16 +05'30'

(Sanjeev Bhatia)

Proprietor

C.P. No. 3870

UDIN: F005214C000369501

Place: Gurugram

Date: 25/05/2021

