

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Transport Corporation of India Limited**
 2. Quarter ending - **31-Mar-2024**

i. Composition of Board Of Director

Title (Mr./Ms.)	Name of the Director	Category	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Dharpal Agarwal	C,ED	MD	11-09-1998	31-07-2023			24-08-1950	NA		4	1	1	0
Mr.	Satyanarayan Agarwal	NED		02-01-1995	31-07-2023			15-01-1945	Yes	29-07-2019	2	1	4	1
Mr.	Vijay Sankar	ID		04-11-2016	03-08-2021		89	26-12-1972	NA		5	4	5	0
Ms.	Gita Nayyar	ID		24-05-2019	24-05-2019		58	11-10-1963	NA		4	4	5	1
Mr.	Ravi Uppal	ID		28-10-2019	28-10-2019		53	09-05-1952	NA		1	1	1	1
Mrs.	Urmila Agarwal	NED		01-11-2012	02-08-2022			28-09-1952	NA		1	0	0	0
Mr.	Chander Agarwal	NED		21-09-2006	02-08-2022			26-12-1978	NA		2	0	2	0
Mr.	Vineet Agarwal	ED	MD	18-06-1998	31-07-2023			16-09-1973	NA		3	1	5	0
Mr.	Vikrampati Singhania	ID		05-07-2021	05-07-2021		33	08-10-1965	NA		4	3	1	0
Mr.	Avinash Gupta	ID		30-10-2023	30-10-2023		5	06-05-1966	NA		3	3	1	0
Mr.	Subramanian Madhavan	ID		12-02-2019	12-02-2019	11-02-2024	62	27-10-1956	NA		6	6	9	3

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ravi Uppal	ID	Chairperson	03-08-2021	
2	Satyanarayan Agarwal	NED	Member	27-05-2000	
3	Vijay Sankar	ID	Member	07-05-2019	
4	Subramanian Madhavan	ID	Member	07-05-2019	11-02-2024
Company Remarks					
Whether Permanent chairperson appointed			Yes		

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Satyanarayan Agarwal	NED	Chairperson	27-May-2000	
2	Gita Nayyar	ID	Member	14-Oct-2019	
3	Chander Agarwal	NED	Member	03-Aug-2021	
Company Remarks					
Whether Permanent chairperson appointed			Yes		

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Avinash Gupta	ID	Chairperson	08-02-2024	
2	Ravi Uppal	ID	Member	25-05-2021	
3	Vineet Agarwal	ED	Member	25-05-2021	
4	Subramanian Madhavan	ID	Chairperson	25-05-2021	11-02-2024
Company Remarks					
Whether Permanent chairperson appointed			Yes		

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Vikrampati Singhania	ID	Chairperson	03-08-2021	
2	Avinash Gupta	ID	Member	08-02-2024	
3	Satyanarayan Agarwal	NED	Member	07-05-2019	
4	Subramanian Madhavan	ID	Member	07-05-2019	11-02-2024
Company Remarks					
Whether Permanent chairperson appointed			Yes		

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	Number of Independent Directors present
30-10-2023	02-02-2024	Yes	10	5
Company Remarks				
Maximum gap between any two consecutive (in number of days)		94		

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	30-10-2023		Yes	3	2
Audit Committee	-	02-02-2024	Yes	3	2
Risk Management Committee	13-10-2023		Yes	3	2
Nomination and remuneration committee	-	02-02-2024	Yes	3	2
Corporate Social Responsibility Committee	-	02-02-2024	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	94

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		

VI. Cyber Security Incidence

<i>Details of Cyber security incidence</i>			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event	-	Brief details of the event	-

VII. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

Name : **Archana Pandey**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.tcil.com
Terms and conditions of appointment of independent directors	Yes		www.tcil.com
Composition of various committees of board of directors	Yes		www.tcil.com
Code of conduct of board of directors and senior management personnel	Yes		www.tcil.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.tcil.com
Criteria of making payments to non-executive directors	Yes		www.tcil.com
Policy on dealing with related party transactions	Yes		www.tcil.com
Policy for determining 'material' subsidiaries	Yes		www.tcil.com
Details of familiarization programmes imparted to independent directors	Yes		www.tcil.com
Email address for grievance redressal and other relevant details	Yes		www.tcil.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.tcil.com
Financial results	Yes		www.tcil.com
Shareholding pattern	Yes		www.tcil.com
Details of agreements entered into with the media companies and/or their associates	NA		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.tcil.com
Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		
New name and the old name of the listed entity	NA		www.tcil.com
Advertisements as per regulation 47 (1)	Yes		www.tcil.com
Credit rating or revision in credit rating obtained	Yes		www.tcil.com
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		
Secretarial Compliance Report	Yes		www.tcil.com
Materiality Policy as per Regulation 30 (4)	Yes		www.tcil.com
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.tcil.com
Disclosures under regulation 30(8)	Yes		www.tcil.com
Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		www.tcil.com
Dividend Distribution policy as per Regulation 43A(1)	Yes		www.tcil.com
Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.tcil.com
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.tcil.com
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.tcil.com

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1C),	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of Directorships	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
Role of Nomination and Remuneration Committee	19(4)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
Role of Stakeholders Relationship Committee	20(4)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Quorum of Risk Management Committee meeting	21(3B)	Yes	
Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Alternate Director to Independent Director	25(1)	NA	
Maximum Tenure	25(2)	Yes	
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
Directors and Officers insurance	25(10)	Yes	

Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
--------------------------	--

Name : **Archana Pandey**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

Additional Half yearly disclosure	
Applicability of disclosure	Not Applicable
Reason for Non-Applicability	<p>Apart from loans/SBLC given to its wholly owned subsidiary(ies), the company has not given any loan or any other form of debt, or extended any guarantee / comfort letter (by whatever name called) in connection with any loan(s) or any other form of debt or provided any security, in connection with any loan(s) or any other form of debt, directly or indirectly to</p> <ol style="list-style-type: none"> 1. Promoter or any other entity controlled by them; 2. Promoter Group or any other entity controlled by them; 3. Directors (including relatives) or any other entity controlled by them; 4. KMPs or any other entity controlled by them

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
-	-	-	-	-	-	-	-

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	-	-	-
<i>Promoter Group or any other entity controlled by them</i>	-	-	-
<i>Directors (including relatives) or any other entity controlled by them</i>	-	-	-
<i>KMPs or any other entity controlled by them</i>	-	-	-

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	-	-	-
<i>Promoter Group or any other entity controlled by them</i>	-	-	-
<i>Directors (including relatives) or any other entity controlled by them</i>	-	-	-
<i>KMPs or any other entity controlled by them</i>	-	-	-

(D) If the Listed Entity would like to provide any other information the same may be indicated here

--

Affirmations	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	