

NOTICE

24TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the Company will be held on Monday, the 29th July, 2019 at 10.00 AM at Meeting Place- 1,2&3, Lobby Level, Hyatt Place, road no. 1, Banjara Hills, Opp. GVK Mall, Hyderabad - 500034 to transact the following business(es):

ORDINARY BUSINESS:

- To consider and adopt:
 - the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon; and
 - the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 and the Report of Auditors thereon.
- To appoint a Director in place of Mr. S N Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment.
- To appoint a Director in place of Mr. Chander Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. Appointment of Mr. S Madhavan as Non-Executive Independent Director

To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions including any modification or re-enactment thereof, if any, of the Companies Act, 2013 & rules made thereunder and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. S Madhavan, who was appointed as Additional Director by the Board of Directors and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under section 160 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the Company, for a period of 5 consecutive years commencing from 12th February, 2019, not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vineet Agarwal-Managing Director, Mr. Ashish Tiwari-Group CFO & Ms. Archana Pandey-Company Secretary & Compliance Officer be & are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the above resolution."

5. Appointment of Ms. Gita Nayyar as Non-Executive Independent Director

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions including any modification or re-enactment thereof, if any, of the Companies Act, 2013 & rules made thereunder and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Gita Nayyar, who was appointed as Additional Director by the Board of Directors and whose term expires at this Annual

General Meeting and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director under section 160 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the Company, for a period of 5 consecutive years commencing from 24th May, 2019, not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vineet Agarwal-Managing Director, Mr. Ashish Tiwari-Group CFO & Ms. Archana Pandey-Company Secretary & Compliance Officer be & are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the above resolution."

6. Continuation of appointment of Mr. S N Agarwal as Non-Executive Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Members be and is hereby granted to the continuation of appointment of Mr. S N Agarwal as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vineet Agarwal- Managing Director, Mr. Ashish Tiwari-Group CFO & Ms. Archana Pandey-Company Secretary & Compliance Officer be & are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the above resolution."

7. Authorize borrowings by way of Issuance of Non-Convertible Debentures/Bonds/Other Similar Instruments

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and subject to all the applicable laws and Regulations, including but not limited to SEBI (Issue and Listing of Debt Securities) Regulations, 2008, the Listing Agreement entered into with the Stock Exchange (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the provisions of the Memorandum and Articles of Association of the Company, consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to borrow from time-to-time by making offer(s) or invitation(s) to subscribe or issuance of redeemable Non-Convertible Debentures (NCD)/Bonds/Other similar instruments, whether secured or unsecured, on private placement basis, in one or more tranches, upto an amount not exceeding ₹ 200 Cr (Rupees Two Hundred Crores Only) during a period of one year from the date of passing of this Resolution on such terms and conditions as the Board may, from time to time, determine and consider proper and that the said borrowing shall be within the overall borrowing limits of the Company as may be approved by the Members from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Mr. Vineet Agarwal-Managing Director, Mr. Ashish Tiwari-Group CFO and Ms. Archana Pandey-Company Secretary & Compliance Officer be and are hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the Issue and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and resolve and settle all questions or difficulties that may arise in regard to such Issue without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

BY Order of the Board
For **Transport Corporation of India Ltd**

Place : Gurugram
Date : 24th May, 2019

Archana Pandey
Company Secretary & Compliance Officer
Membership No. A23884

Registered Office:
Flat Nos. 306 & 307, 1-8-201 to 203,
3rd Floor, Ashoka Bhoopal Chambers,
S.P. Road, Secunderabad-500003,
Phone: +91 40 2784-0104
Email: secretarial@tcil.com | **Website:** www.tcil.com
CIN: L70109TG1995PLC019116

NOTES:

1. **Proxy:** A MEMBER ENTITLED TO ATTEND AND VOTE IS AUTHORIZED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies, in order to be valid and effective, must be delivered at the Registered Office of the Company not later than forty-eight hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company.
2. **Explanatory Statement:** The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) in respect of Special Businesses at Items 4 to 7 as set out above; to be transacted at the Meeting is annexed hereto.
3. **Authorized Representatives:** Corporate members intending to send their authorized representatives to attend & vote at the Meeting are requested to send a certified true copy of the Board Resolution authorizing them in this behalf.
4. **Closure of Books:** The Share Transfer Books & the Register of Members shall remain closed from 24th July to 29th July, 2019.
5. **Change of the name of the Company:** The name of the Company had been changed from TCI Industries Ltd. to Transport Corporation of India Ltd. vide fresh Certificate of Incorporation dated 29th January, 1999, issued by the Registrar of Companies, Hyderabad.
6. **NRI Shareholders:** The Non-Resident Indian shareholders are requested to inform the company immediately about:
 - a. The change in the residential status on return to India for permanent settlement.
 - b. The particulars of NRO bank Account in India, if not, furnished earlier.
7. **Details of Shareholders:** Members are requested to intimate under the signature of the sole/first Joint Holder about the Bank Account Number, Type of Account, Saving (SB) or Current (CA), name and address of the bank, in which they intend to deposit the Dividend Warrants, so that the same can be printed on Dividend Warrants in future, to avoid the incidence of fraudulent encashment of the instrument.
8. **ECS facility to Shareholders:** To avoid the risk of loss/interception of dividend warrants in postal transit and/or fraudulent encashment, shareholders are requested to avail of ECS facility - where dividends are directly credited in electronic form to their respective bank accounts. This also ensures faster credit of dividend.
9. **Shareholders Correspondence:** The members are requested to address all the communications to Karvy Fintech Pvt. Ltd., Hyderabad, the common agency to handle electronic connectivity and the shares in physical mode or at the Corporate Office of the Company for prompt redressal.
10. **Exchange of old Share Certificates:** The members who have still not exchanged their old share certificates, are requested to surrender the same (issued by the then Transport Corporation of India Ltd. - Now known as TCI Industries Ltd., the transferor Company under the Scheme of Arrangement) along with set of four signature cards to TCI Industries Ltd., Mukesh Mills Compound, N.A. Sawant Marg, Colaba, Mumbai-400005, as several times requested by the said Company and subsequent reminders from our Company as well to obtain their new share certificates of four Companies including this Company.
11. **Unclaimed Dividend:** Pursuant to Section 124 of the Act, the unclaimed final dividend for the year ended 31st March, 2012 will be transferred to the "Investor Education and Protection Fund" (IEPF) on expiry of 7 years from the date the dividend became due for payment. It may be noted that after the expiry of the said period of 7 years on 31st August, 2019, no claim shall lie in respect of unclaimed dividend. Further, Section 124(6) of the Act mandates transfer of all those shares, in respect of which unpaid or unclaimed dividend have been transferred by the Company to IEPF. Thus, all the shares against which dividend has not been claimed, shall also stand transferred to IEPF. Accordingly, members who have not encashed their Dividend Warrants for the said financial year and any of subsequent years are requested to send the same for revalidation to the company's corporate office at Gurugram (Haryana).
12. **Nomination:** Pursuant to Section 72(1) of the Act, individual shareholders holding shares in the Company, singly or jointly, may nominate an individual to whom all the rights in the Shares in the Company shall vest in the event of death of the sole / all joint shareholders.
13. **Information and other instructions relating to e-voting are as under:**

Voting through electronic means

 - i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may

cast their votes using an electronic voting system from a place other than the venue of the Meeting (remote e-voting).

- ii) The facility for voting through ballot paper shall also be made available at the venue of the Annual General Meeting.
- iii) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- iv) The Company has engaged the services of Karvy Fintech Pvt. Ltd. ("Karvy") as the Agency to provide remote e-voting facility.
- v) The Board of Directors of the Company has appointed Mr. V K Bajaj, practicing Company Secretary as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner and they have communicated their willingness to the said appointment and will be available for the purpose.
- vi) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23rd July, 2019.
- vii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 23rd July, 2019, only shall be entitled to avail the facility of remote e-voting / voting.
- viii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 23rd July, 2019, may obtain the User ID and password in the manner as mentioned below:

- a) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD<space>Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD<space>IN12345612345678

Example for CDSL:

MYEPWD<space>1402345612345678

Example for Physical:

MYEPWD<space>XXX123456

- b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- c) Member may call Karvy's toll free number 1-800-3454-001.
- d) Member may send an e-mail request to einward.ris@karvy.com.

If the member is already registered with Karvy e-voting platform, then he can use his existing User ID and password for casting the vote through remote e-voting.

The remote e-voting facility will be available during the following period:

- Commencement of remote e-voting: From 9.00 a.m. (IST) on 26th July, 2019.
- End of remote e-voting: Up to 5.00 p.m. (IST) on 28th July, 2019.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

- ix) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than 48 hours from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the scrutinizer's report shall be

placed on the website of the Company www.tcil.com and on the website of Karvy <https://evoting.karvy.com>. The results shall simultaneously be communicated to the Stock Exchanges.

x) Instructions and other information relating to remote e-voting:

In case a member receives an e-mail from Karvy [for members whose e-mail addresses are registered with the Company / Depository Participant(s)]:

- a) Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- b) Enter the login credentials (i.e. User ID and password) which will be sent separately. The E-Voting Event Number + Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll free number 1-800-3454-001 for your existing password.
- c) After entering these details appropriately, click on "LOGIN".
- d) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- e) You need to login again with the new credentials.
- f) On successful login, the system will prompt you to select the E-Voting Event Number for Transport Corporation of India Ltd.
- g) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- h) Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- i) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- j) You may then cast your vote by selecting an appropriate option and click on "Submit".
- k) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).
- l) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: scrutinizer_tci@vkbajajassociates.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."

In case a member receives physical copy of the Notice by Post
[for members whose e-mail addresses are not registered with the Company / Depository Participant(s)]:

- a) User ID and initial password - These will be sent separately.
- b) Please follow all steps from Sr. No. (a) to (l) as mentioned in above, to cast your vote.

Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

In case of any query pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website <https://evoting.karvy.com>.

EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 & 5

Based on recommendation of the Compensation/Nomination and Remuneration Committee, the Board of Directors had appointed Mr. S Madhavan and Ms. Gita Nayyar as Additional Directors in the category of Non-Executive Independent Director, not liable to retire by rotation, for a term of 5 years, with effect from 12th February, 2019 and 24th May, 2019 respectively, subject to approval of shareholders in the Annual General Meeting (AGM).

Pursuant to the provisions of Section 161(1) of the Act and the Article of Association of the Company, each of these Directors hold office up to the date of this AGM and are eligible to be appointed as Directors. The Company has, in terms of Section 160(1) of the Act, received in writing, notice from Member(s), proposing their candidature for the office of Directors.

Both Mr. S Madhavan and Ms. Gita Nayyar are not disqualified from being appointed as Director in terms of Section 164 of the Act and have given their consent to act as Director.

The Company has also received declarations from them that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and under Regulation 16(2) of the SEBI Listing Regulations, 2015.

In the opinion of the Board, they are independent of the management.

The terms and conditions of their appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day and will also be kept open at the venue of the AGM till the conclusion of the AGM.

Their brief resume, nature of expertise in specific functional areas and names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and other details are annexed to this notice.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution at item nos. 04 & 05 for approval by the shareholders.

ITEM NO. 6

In terms of the recently notified SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, consent of the Members by way of Special Resolution is required for continuation of a Non-Executive Director beyond the age of seventy five years. Mr. S N Agarwal will attain the age of seventy five years in January, 2020.

The Compensation/Nomination and Remuneration Committee and the Board of Directors of the Company are of the view that in order to take advantage of Mr. S N Agarwal's rich & varied experience, it would be appropriate that he continues to serve on the Board. Accordingly, the Board at the meeting held on 24th May, 2019, based upon the recommendation of the Compensation/Nomination and Remuneration Committee, have recommended for the approval of the Members, continuation of Mr. S N Agarwal as a Non-Executive Director of the Company, liable to retire by rotation, even after attaining the age of seventy five years.

The relatives of Mr. S N Agarwal may be deemed interested in the resolution proposed under item no. 6 to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board commends the Resolution at item No. 6 for approval by the shareholders.

ITEM NO. 7

In order to give the Company flexibility to manage its borrowing program, the Company proposes to pass a suitable enabling resolution to allow the Company to offer NCDs/Bonds/Other similar instruments not exceeding ₹ 200 Cr (Rupees Two Hundred Crore Only), on private placement basis at an interest rate that will be determined by the prevailing money market conditions at the time of the borrowing. NCDs/Bonds/Other similar instruments are a significant and cost effective source of borrowings for corporates and your Company would like to avail this option as well.

In terms of the provisions of Section 42 of the Act as amended from time to time, a Company offering or making an invitation to subscribe to NCDs/ Bonds/ Other similar instruments on a private placement basis, is required to obtain prior approval of its Members by way of a Special Resolution. Accordingly, it is hereby proposed to seek an approval from shareholders enabling the Board to issue NCDs/Bonds/ other similar Instruments, in one or more tranches, at such price and on such terms and conditions as may be deemed appropriate by the Board upto an amount not exceeding ₹ 200 Cr, during the period of one year from the date of passing of the Resolution within the overall borrowing limits of the Company, as approved by the Members from time to time with the authority to the Board of Directors to determine the terms and conditions, including the issue price of NCDs / Bonds/ other similar instruments.

None of the Directors / Key Managerial Personnel at the Company / their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Directors recommends the resolution at item No. 7 for approval by the shareholders.

BY Order of the Board
For **Transport Corporation of India Ltd**

Place : Gurugram
Date : 24th May, 2019

Archana Pandey
Company Secretary & Compliance Officer
Membership No. A23884

Registered Office:
Flat Nos. 306 & 307, 1-8-201 to 203,
3rd Floor, Ashoka Bhoopal Chambers,
S.P. Road, Secunderabad-500003,
Phone: +91 40 2784-0104
Email: secretarial@tcil.com | **Website:** www.tcil.com
CIN: L70109TG1995PLC019116

A BRIEF PROFILE OF THE DIRECTORS TO BE RE-APPOINTED

Particulars	Mr. S N Agarwal	Mr. Chander Agarwal	Mr. S Madhavan	Ms. Gita Nayyar
Age	74	40	62	55
Qualifications	MBA, Davenport College of Business, US.	Bachelor of Science in Business Administration	Chartered Accountant and MBA from IIM-Ahmedabad	Bachelor of Economic (Hons)
Expertise in specific Functional Area*	Over 04 decades of rich experience in various industries including logistics. He also serves as the Chairman of Boruka Gases Ltd and Boruka Power Corporation Ltd.	His hands-on experience with Transfreight USA, a 3PL specializing in 'lean logistics' for Toyota Motor vehicles, USA, has given him unmatched knowledge of the Supply Chain Management.	14 years as a senior partner in PWC. He serves as a director in HCL Technologies Ltd., UFO Moviez India Ltd., GlaxoSmithKline Consumer Healthcare Ltd and others.	A senior finance professional with over 30 years of leadership experience in UK and India with MNC banks & in the Venture Capital Industry
Date of first appointment on the Board	2 nd January, 1995	21 st September, 2006	12 th February, 2019	24 th May, 2019
Directorship held in other Companies [#]	I. Kirloskar Electric Company Ltd. II. Boruka Steel & Services Ltd. III. Pharmed Ltd. IV. Boruka Power Corporation Ltd. V. Boruka Cogen Power Pvt. Ltd. VI. Boruka Agro Business Pvt. Ltd. VII. Prabhu Structures Investment India Pvt. Ltd. VIII. BIT Old Students Global Association IX. Boruka Gases Ltd. X. Boruka Gases Investments India Pvt. Ltd.	i. TCI Express Ltd. ii. TCI Developers Ltd. iii. TCI Infrastructure Ltd. iv. Gloxinia Farms Pvt. Ltd. v. TCI Apex-Pal Hospitality India Pvt. Ltd.	I. HCL Technologies Ltd. II. GlaxoSmithKline Consumer Healthcare Ltd. III. UFO Moviez India Ltd. IV. Scrabble Entertainment Ltd. V. Shopkhoj Content Pvt. Ltd. VI. CBIX Technology Solutions Pvt. Ltd.	i. Oriental Hotels Ltd. ii. Taj Sats Air Catering Ltd.
Memberships/ Chairmanships of committees of other companies	Kirloskar Electric Company Ltd. i. Audit Committee ii. Nomination & Remuneration Committee	TCI Developers Ltd. i. Stakeholders' Relationship Committee TCI Express Ltd. I. CSR Committee II. Share Transfer Committee	HCL Technologies Ltd. i. Audit Committee ii. Finance Committee iii. Stakeholders' Relationship Committee** iv. CSR Committee UFO Moviez India Ltd. i. Nomination & Remuneration Committee** ii. Compensation Committee** iii. Audit Committee Glaxosmithkline Consumer Healthcare Ltd. i. Audit Committee ii. CSR Committee	Oriental Hotels Ltd. i. Audit Committee ii. Investment Committee

* Please refer Company's website www.tcil.com for detailed profile of the directors.

**Chairperson of the Committee.

[#] Excluding Foreign Companies and section 8 Company.

For other details such as the number of meetings of the Board attended during the year, remuneration drawn, relationship with other directors and KMPs, No. of shares held etc. in respect of above directors, please refer to the Corporate Governance Report which is a part of this Annual Report.