

General information about company

Scrip code	513063
NSE Symbol	
MSEI Symbol	
ISIN	INE360D01014
Name of the entity	TRANS FREIGHT CONTAINERS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Director Name	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairperson in Audit Stakeholder Committee held in this listed entity (Refer Regulation 26(1) of Listing Regulations)
AL	AARPM5832H	00040337	Non-Executive - Non Independent Director	Chairperson		05-07-1960	NA		27-08-1998			2	0	3	1	
	AADPM3126C	00076143	Executive Director	Not Applicable		30-05-1952	NA		08-02-1996			1	0	1	0	
LAL	AALPM7418D	00152388	Non-Executive - Independent Director	Not Applicable		10-01-1960	NA		03-12-2018			60	1	1	3	2
IAR	AFPPD8376M	01346777	Non-Executive - Non Independent Director	Not Applicable		29-03-1983	NA		14-11-2017			2	0	2	0	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
5	Ms	RUNNU MAHADEV POLLEY	EMSPP4053C	09279308	Non-Executive - Independent Director	Not Applicable		13-09-1997	NA		13-08-2021			60	1	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00152388	NARENDRA KANHAIYALAL MUNDRA	Non-Executive - Independent Director	Chairperson	03-12-2018		
2	09279308	RUNNU MAHADEV POLLEY	Non-Executive - Independent Director	Member	13-08-2021		
3	00040337	ANIL SHANKARLAL MITTAL	Non-Executive - Non Independent Director	Member	27-08-1998		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00152388	NARENDRA KANHAIYALAL MUNDRA	Non-Executive - Independent Director	Chairperson	03-12-2018		
2	09279308	RUNNU MAHADEV POLLEY	Non-Executive - Independent Director	Member	13-08-2021		
3	00040337	ANIL SHANKARLAL MITTAL	Non-Executive - Non Independent Director	Member	27-08-1998		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040337	ANIL SHANKARLAL MITTAL	Non-Executive - Non Independent Director	Chairperson	27-08-1998		
2	00152388	NARENDRA KANHAIYALAL MUNDRA	Non-Executive - Independent Director	Member	03-12-2018		
3	00076143	BADAL MALIRAM MITTAL	Executive Director	Member	08-02-1996		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-11-2021				Yes	4	2
2		09-02-2022	88		Yes	5	2

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	12-11-2021				Yes	3	2
2	Audit Committee	09-02-2022	88			Yes	3	3
3	Stakeholders Relationship Committee	09-02-2022				Yes	3	3

Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ms. Pushpalata Vashishta Mishra
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.	Web address
1	Details of business	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
2	Terms and conditions of appointment of independent directors	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
3	Composition of various committees of board of directors	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
4	Code of conduct of board of directors and senior management personnel	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
6	Criteria of making payments to non-executive directors	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
7	Policy on dealing with related party transactions	NA		
8	Policy for determining material subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	

Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
11	email address for grievance redressal and other relevant details	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
12	Financial results	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
13	Shareholding pattern	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
21	Materiality Policy as per Regulation 30	No	AS PER REGULATION 46 OF SEBI (LODR) REGULATIONS 2015, THE COMPANY HAS NOT MAINTAINED A FUNCTIONAL WEBSITE CONTAINING THE BASIC INFORMATION ABOUT THE COMPANY	
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	NA		

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	NA	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	NA	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	NA	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input checked="" type="checkbox"/> No details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	NA	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Ms. Pushpalata Vashishta Mishra
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	Ms. Pushpalata Vashishta Mishra
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Signatory Details

Name of signatory	Ms. Pushpalata Vashishta Mishra
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	16-04-2022

