

General information about company	
Scrp code	513063
NSE Symbol	
ISEN Symbol	
ISIN	
Name of the entity	TRANS-FREIGHT CONTAINERS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Whether Chairperson is related to MD or CEO																				
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 17(A) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17(B) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	BADAL MALIRAM MITTAL	AADPM3126C	00076143	Executive Director	Not Applicable			NA		03-12-2018				2		2	2		
2	Mr	NARENDRA KANHAIYALAL MUNDRA	AALPM7410D	00152388	Non-Executive - Independent Director	Not Applicable			No		03-12-2018			60	1		1	0		
3	Mr	NIKHIL ASHOKKUMAR DALMIA	AFPPD8367M	01340777	Non-Executive - Non-Independent Director	Chairperson			No		14-11-2017				1		1	0		
4	Mr	ANIL SHANKARLAL MITTAL	AARPM582ZH	00048337	Non-Executive - Non-Independent Director	Not Applicable			No		27-08-1998				2		1	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 17(A) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17(B) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Ms	POORNIMA SANJIV AGARWAL	AAAPM785RQ	07152006	Non-Executive - Independent Director	Not Applicable			No		30-09-2015			60	1		2	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	01346777	NIKHIL ASHOKKUMAR DALMIA	Non-Executive - Non-Independent Director	Member	14-11-2017		
2	07152006	POORNIMA SANJIV AGARWAL	Non-Executive - Independent Director	Chairperson	30-09-2015		
3	07152006	POORNIMA SANJIV AGARWAL	Non-Executive - Independent Director	Member	03-12-2018		

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	00040337	ANIL SHANKARLAL MITTAL	Non-Executive - Non-Independent Director	Member	27-08-1998		
2	07152006	POORNIMA SANJIV AGARWAL	Non-Executive - Independent Director	Chairperson	30-09-2015		
3	00152388	NARENDRA KANHAIYALAL MUNDRA	Non-Executive - Independent Director	Member	03-12-2018		

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	00076143	BADAL MALIRAM MITTAL	Executive Director	Member	08-02-1996		
2	00040337	ANIL SHANKARLAL MITTAL	Non-Executive - Non-Independent Director	Chairperson	27-08-1998		
3	07152006	POORNIMA SANJIV AGARWAL	Non-Executive - Independent Director	Member	10-04-2019		

Risk Management Committee							
Whether the Risk Management 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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	01346777	NIKHIL ASHOKKUMAR DALMIA	Non-Executive - Non-Independent Director	Member	14-11-2017		
2	00076143	BADAL MALIRAM MITTAL	Executive Director	Member	08-02-1996		
3	07152006	POORNIMA SANJIV AGARWAL	Non-Executive - Independent Director	Chairperson	30-09-2015		

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

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*	No. of Independent Directors attending the meeting*
1	14-11-2019				Yes	5	2
2		14-02-2020	91		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*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-02-2020	91			Yes	3	2
2	Audit Committee	14-11-2019						

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 reports submitted in the previous quarter has been placed before Board of Directors.	Yes				

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	NIKHIL DALMIA ASHOKKUMAR
2	Designation	Director

Annexure II						
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 filer/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						
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)	NA				
21	Materiality Policy as per Regulation 30	NA				
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)	Yes			
7	Code of Conduct	17(5)	Yes			
8	Fees/compensation	17(6)	NA			
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)	NA			
12	Performance Evaluation of Independent Directors	17(10)	Yes			
13	Recommendation of Board	17(11)	Yes			
14	Maximum number of Directorships	17A	Yes			
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)	NA			
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 No/Details of non-compliance may be given here.		
31	Alternate Directorial Compliance Report	24(A)	Yes			
32	Alternate Director to Independent Director	25(1)	NA			
33	Maximum Tenure	25(2)	Yes			
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)	Yes			
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	NIKHIL DALMIA ASHOKKUMAR
2	Designation	Director

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

Annexure II		
1	Name of signatory	NIKHIL DALMIA ASHOKKUMAR
2	Designation	Director

Signatory Details		
Name of signatory	NIKHIL DALMIA ASHOKKUMAR	
Designation of person	Director	
Place	MUMBAI	
Date	02-05-2020	