

Name of the Company: **Blue Dart Express Limited**

Quarter ended on: September 30, 2017

I.	II.	III. Composition of Board of Directors							
		DIN & PAN	Category	Appointment/Cessation		Tenure (in years)	No. of Directorship in listed entities including this listed entity	Number 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
Title	Name of the Director	DIN		Date of Appointment	Date of Cessation				
Mr.	Sharad Upasani	01739334	Chairperson -Independent-Non -Executive	July 23, 2014*	-	5 years	2	2	1
Mr.	Anil Khanna	01334483	Executive	February 21,2007**	-	-	1	1	0
Mr.	Malcolm Monteiro	00089757	Non Independent - Non Executive	March 13, 2006	-	-	2	3	1
Mr.	Narendra Sarda	03480129	Independent-Non -Executive	March 28, 2017***	-	5 years	2	2	0
Mr.	Thomas Kipp	06921955	Non Independent - Non Executive	October 14, 2014****	-	-	1	0	0
Ms.	Bettina Staffa	06963668	Non Independent -Non Executive	March 28, 2015*****	-	-	1	0	0
Mr.	Air Marshal M. McMahon (Retd.)	00234293	Independent-Non -Executive	February 10, 2017*****	-	5 years	1	0	0
Mr.	Charles Brewer	07854413	Additional Director	July 28, 2017*****	-	-	1	0	0



* Mr. Sharad Upasani has been originally appointed as Independent Director w.e.f December 21, 2007. He is appointed as Independent Director at the Annual General Meeting held on July 23, 2014 under new provisions of Companies Act, 2013 and SEBI Circular dated April 17, 2014.

** Mr. Anil Khanna was re-appointed as a Managing Director for a period of three years with effect from February 21, 2015 to February 20, 2018.

***Mr. Narendra Sarda, who was originally appointed as Independent Director w.e.f March 28, 2015 was re-appointed as Independent Director w.e.f March 28, 2017 following postal ballot compliance procedure on February 10, 2017.

**** Mr. Thomas Kipp, who was appointed as an Additional Director with effect from October 14, 2014 was regularised as Director of the Company in the Annual General Meeting of the Company held on July 29, 2015.

***** Ms. Bettina Staffa, who was appointed as an Additional Director with effect from March 28, 2015 was regularised as Director of the Company in the Annual General Meeting of the Company held on July 29, 2015.

***** Air Marshal M. McMahon was appointed as Independent Director w.e.f February 10, 2017 vide following postal ballot compliance procedure on February 10, 2017.

***** Mr. Charles Brewer has been appointed as an Additional Director with effect from July 28, 2017.

IV. Composition of Committees

Name of Committee	Name of Committee members	Category
1. Audit Committee	1. Mr. Sharad Upasani 2. Mr. Malcolm Monteiro 3. Mr. Narendra Sarda	Chairperson - Independent - Non - Executive Member - Non Independent - Non Executive Member - Independent - Non Executive
2. Nomination & Remuneration Committee	1. Mr. Narendra Sarda 2. Mr. Sharad Upasani 3. Mr. Malcolm Monteiro	Chairperson - Independent - Non - Executive Member - Independent - Non - Executive Member - Non Independent - Non Executive



3. Risk Management Committee	1. Mr. Narendra Sarda 2. Mr. Sharad Upasani 3. Mr. Anil Khanna 4. Mr. Malcolm Monteiro 5. Mr. Yogesh Dhingra 6. Mr. Aneel Gambhir 7. Mr. Tushar Gunderia	Chairperson - Independent - Non - Executive Member - Independent- Non - Executive Member (Managing Director) Member- Non Independent - Non – Executive Member (Group CFO & CSO) Member (CFO) Member (Company Secretary)	
4. Stakeholders Relationship Committee	1. Mr. Malcolm Monteiro 2. Mr. Anil Khanna	Chairperson - Non Independent - Non – Executive Member (Managing Director)	
5. Corporate Social Responsibility Committee	1. Sharad Upasani 2. Anil Khanna 3. Malcolm Monteiro	Chairperson - Independent - Non – Executive Member (Managing Director) Member- Non Independent - Non – Executive	
V. Meetings of Board of Directors			
Date (s) of Meeting (if any) in the previous quarter	Date (s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	
May 05, 2017 May 19, 2017	July 27, 2017	68	
VI. Meetings of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee – July 27, 2017	Yes (All the members were present)	May 05, 2017 May 19, 2017	68



Audit Committee with the Members of the Senior Management – Nil	Yes (All the members were present)	May 05, 2017	-
Nomination & Remuneration Committee – July 27, 2017	Yes (All the members were present)	May 05, 2017	-
Risk Management Committee – Nil	Yes (All the members were present)	May 05, 2017	-
CSR Committee- Nil	Yes (All the members were present)	May 05, 2017	-
Stakeholders Relationship Committee	Yes (All the members were present for all the Meetings)	April 12, 2017	-
July 05, 2017		April 19, 2017	
July 19, 2017		May 03, 2017	
July 26, 2017		May 17, 2017	
August 09, 2017		May 31, 2017	
August 23, 2017		June 14, 2017	
September 06, 2017		June 21, 2017	
September 20, 2017			

VII. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholders approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA



VIII. Affirmations

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| 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
b. Nomination & Remuneration committee
c. Stakeholders Relationship Committee
d. Risk Management Committee | 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 above Committees were conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 5. This Report shall be placed before Board of Directors at its ensuing Board Meeting. | Yes |



ANNEXURE III**Affirmations**

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>	<i>Remarks</i>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

For Blue Dart Express Limited

Tushar Gunderia
Company Secretary &
Head – Legal & Compliance

