

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

Quarter ended on: September 30, 2016

I.	II.	III. Composition of Board of Directors							
Title	Name of the Director	DIN	Category	Appointment/Cessation		Tenure (in years)	No. of Directors hip 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
		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, 2015	-	2 years	3	3	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. 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, 2018 to February 20, 2021.

*** 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.

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. Yogesh Dhingra 5. Mr. Aneel Gambhir 6. Mr. Tushar Gunderia	Chairperson - Independent - Non - Executive Member - Independent- Non - Executive Member (Managing Director) Member (CFO & COO) Member (Head - Internal Audit) 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)
April 15, 2016		July 28, 2016	103
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 28, 2016	Yes (All the members were present)	April 15, 2016	103
Audit Committee with the Members of the Senior Management – July 28, 2016	Yes (All the members were present)	-	-
Nomination & Remuneration Committee – July 28, 2016	Yes (All the members were present)	-	-
Risk Management Committee	Yes (All the members were present)	April 15, 2016	-
CSR Committee	Yes (All the members were present)	April 15, 2016	
Stakeholders Relationship Committee	Yes (All the members were present for all the Meetings) July 13, 2016 July 20, 2016 August 3, 2016 August 17, 2016 August 31, 2016	April 6, 2016 April 20, 2016 May 4, 2016 May 11, 2016 May 25, 2016 June 8, 2016 June 15, 2016	-



	September 14, 2016	June 29, 2016	
	September 28, 2016		
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		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA	
VIII. 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 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	



Affirmations

Broad Heading	Regulation Number	Compliance Status	Remarks
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	Business Responsibility Reporting shall be done in the Annual Report for the year 2016-2017.
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

