

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

Quarter ended on: September 30, 2019

Title	Name of the Director	DIN	Category	Initial Date of Appointment	Date of re-appointment	Date of Cessation	Tenure (in years)	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent 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
Mr.	Sharad Upasani*	01739334	Chairperson -Independent-Non -Executive	21/12/2007	23/07/2019	-	5 years	01/10/1938	2	2	2	1
Mr.	Balfour Manuel**	08416666	Executive	16/05/2019		-	-	10/03/1961	1	0	0	0
Mr.	Malcolm Monteiro	00089757	Non Independent - Non Executive	13/03/2006		-	-	07/06/1953	2	1	2	1
Ms.	Tulsi N. Mirchandaney***	01842520	Non Independent - Non Executive	17/10/2017		-	-	24/07/1950	1	0	0	0
Mr.	Narendra Sarda****	03480129	Independent-Non -Executive	28/03/2015	28/03/2017	-	5 years	08/11/1945	2	2	2	0
Mr.	Air Marshal M. McMahon (Retd.)*****	00234293	Independent-Non -Executive	10/02/2017		-	5 years	27/09/1944	1	1	1	0
Ms.	Kavita Nair*****	07771200	Independent-Non -Executive	26/03/2019		-	2 years 6 months	03/05/1973	1	0	0	0
Mr.	Kenneth Allen*****	08376337	Non Independent - Non Executive	11/03/2019		-	-	02/08/1955	1	0	0	0
Mr.	R.S.Subramanian*****	02946608	Non Independent - Non Executive	27/03/2019		-	-	25/05/1965	1	0	0	0



* Mr. Sharad Upasani has been originally appointed as Independent Director w.e.f December 21, 2007. He was 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. Upasani has been re-appointed at the Annual General meeting of the Company held on July 31, 2018 for another term of 5 years commencing from July 23, 2019 till July 22, 2024

** Mr. Balfour Manuel was appointed as a Managing Director for a period of three years with effect from May 16, 2019 to May 15, 2022.

*** Mrs. Tulsi N. Mirchandaney who was appointed as an Additional Director with effect from October 17, 2017 has been regularised as Director of the Company in the Annual General Meeting of the Company held on July 31, 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.

***** 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.

***** Ms. Kavita Nair has been appointed as Independent Director w.e.f March 26, 2019 vide following postal ballot compliance procedure on March 22, 2019.

***** Mr. Kenneth Allen who was appointed as an Additional Director with effect from March 11, 2019 was regularised as Director of the Company in the Annual General Meeting of the Company held on July 31, 2019.

***** Mr. R.S.Subramanian who was appointed as an Additional Director with effect from March 27, 2019 was regularised as Director of the Company in the Annual General Meeting of the Company held on July 31, 2019.

I. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Sharad Upasani	Chairperson - Independent - Non - Executive	21/12/2007	-
		2. Mr. Malcolm Monteiro	Member - Non Independent - Non Executive	23/12/2008	-
		3. Mr. Narendra Sarda	Member - Independent - Non Executive	25/05/2016	-
2. Nomination & Remuneration Committee	Yes	1. Mr. Narendra Sarda	Chairperson - Independent - Non - Executive	25/05/2016	-
		2. Mr. Sharad Upasani	Member - Independent - Non - Executive	21/12/2007	-
		3. Mr. Malcolm Monteiro	Member - Non Independent - Non Executive	23/12/2008	-
3. Risk Management Committee	Yes	1. Mr. Narendra Sarda	Chairperson - Independent - Non - Executive	28/03/2015	-
		2. Mr. Sharad Upasani	Member - Independent - Non - Executive	28/03/2015	-
		3. Mr. Malcolm Monteiro	Member - Non Independent - Non - Executive	12/10/2016	-
		4. Air Marshal M. McMahon (Retd.)	Member - Independent - Non - Executive	30/01/2019	-



		5. Mr. Balfour Manuel	Member (Managing Director)	30/01/2019	-
		6. Mr. Aneel Gambhir	Member (CFO)	28/03/2015	-
		7. Mr. Tushar Gunderia	Member (Company Secretary & Head – Legal & Compliance)	28/03/2015	-
4. Stakeholders Relationship Committee		1. Mr. Malcolm Monteiro	Chairperson - Non Independent - Non – Executive	25/05/2016	-
		2. Mr. Sharad Upasani	Member - Independent- Non – Executive	30/01/2019	-
		3. Air Marshal M. McMahon (Retd.)	Member - Independent- Non – Executive	28/03/2019	-
5. Corporate Social Responsibility Committee		1. Sharad Upasani	Chairperson - Independent - Non – Executive	05/02/2014	-
		2. Malcolm Monteiro	Member- Non Independent - Non – Executive	05/02/2015	-
		3. Ms. Tulsi Mirchandaney	Member- Non Independent - Non – Executive	30/01/2019	-

II. 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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
May 16, 2019	July 31, 2019	Yes	8	4	75

III. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum (details) met	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee – 31/07/2019	Yes	3	2	16/05/2019	75
Audit Committee with the Members of the Senior Management – 31/07/2019	Yes			-	-
Nomination & Remuneration Committee – Nil	Yes			16/05/2019	-
Risk Management Committee –Nil	Yes			16/05/2019	-
CSR Committee- Nil	Yes			16/05/2019	-
Stakeholders Relationship Committee – 31/07/2019	Yes			16/05/2019	-



IV. 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
V. 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	Yes
a. Audit Committee	
b. Nomination & Remuneration committee	
c. Stakeholders Relationship Committee	
d. Risk Management Committee	
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

For Blue Dart Express Limited

Tushar Gunderia
Company Secretary &
Head – Legal & Compliance



ANNEXURE III

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	
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)		
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

