

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

Quarter ended on: December 31, 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
		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	December 05, 2017	-	1	0	0
Ms.	Bettina Staffa	06963668	Non Independent -Non Executive	March 28, 2015	October 17, 2017	-	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
Mrs.	Tulsi N. Mirchandaney	01842520	Additional Director	October 17, 2017*****	-	-	1	0	0



	<p>* 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.</p> <p>** 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.</p> <p>***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.</p> <p>**** 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.</p> <p>***** Mr. Charles Brewer has been appointed as an Additional Director with effect from July 28, 2017.</p> <p>***** Mrs. Tulsi N. Mirchandaney has been appointed as an Additional Director with effect from October 17, 2017.</p>
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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	Chairperson - Independent - Non - Executive Member - Independent- Non - Executive Member (Managing Director)



	4. Mr. Malcolm Monteiro  5. Mr. Yogesh Dhingra  6. Mr. Aneel Gambhir  7. Mr. Tushar Gunderia	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)	
July 27, 2017	October 17, 2017 November 29, 2017 December 06, 2017	81	
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 – October 17, 2017 November 29, 2017 December 06, 2017	Yes (All the members were present)	July 27, 2017	81
Audit Committee with the Members of the Senior Management – December 06, 2017	Yes (All the members were present)	Nil	-
Nomination & Remuneration Committee – October 17, 2017 November 29, 2017	Yes (All the members were present)	July 27, 2017	-



Risk Management Committee – Nil	Yes (All the members were present)	Nil	-
CSR Committee- October 17, 2017	Yes (All the members were present)	Nil	-
Stakeholders Relationship Committee October 04, 2017 October 18, 2017 October 25, 2017 November 01, 2017 November 15, 2017 November 22, 2017 December 06, 2017 December 13, 2017 December 27, 2017	Yes (All the members were present for all the Meetings)	July 05, 2017 July 19, 2017 July 26, 2017 August 09, 2017 August 23, 2017 September 06, 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	
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 <ul style="list-style-type: none"><li>a. Audit Committee</li><li>b. Nomination &amp; Remuneration committee</li><li>c. Stakeholders Relationship Committee</li><li>d. Risk Management Committee</li></ul>	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

For Blue Dart Express Limited

Tushar Gunderia  
Company Secretary &  
Head – Legal & Compliance

