

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

Quarter ended on: June 30, 2020

I. Composition of Board of Directors

Title	Name of the Director	DIN	Category	Date of Birth	Whether special resolution passed (Regulation 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of re-appointment	Date of Cessation	Tenure (in years)	No. of Directorship in listed entities including this listed entity	No of Independent Directors in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sharad Upasani*	01739334	Chairperson - Independent-Non-Executive	01/10/1938	Yes	31/07/2018	21/12/2007	23/07/2019	-	71 months	2	2	4	3
Mr.	Balfour Manuel**	08416666	Executive	10/03/1961	N.A.		16/05/2019		-	-	1	0	1	0
Ms.	Tulsi N. Mirchandaney***	01842520	Non Independent - Non Executive	24/07/1950	N.A.		17/10/2017		-	-	1	0	0	0
Mr.	Narendra Sarda****	03480129	Independent-Non-Executive	08/11/1945	N.A.		28/03/2015	28/03/2017	-	63 months	2	2	2	0
Mr.	Air Marshal M. McMahon (Retd.)*****	00234293	Independent-Non-Executive	27/09/1944	Yes	31/07/2019	10/02/2017		-	40 months	1	1	1	0
Ms.	Kavita Nair*****	07771200	Independent-Non-Executive	03/05/1973	N.A.		26/03/2019		-	15 months	1	1	0	0
Mr.	Kenneth Allen*****	08376337	Non Independent - Non Executive	02/08/1955	N.A.		11/03/2019		-	-	1	0	0	0
Mr.	R.S.Subramanian*****	02946608	Non Independent - Non Executive	25/05/1965	N.A.		27/03/2019		-	-	1	0	1	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.

II. 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. Narendra Sarda	Member - Independent - Non Executive	25/05/2016	-
		3. Mr. R.S.Subramanian	Member - Non Independent - Non Executive	17/01/2020	-
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. Ms. Kavita Nair	Member - Independent - Non - Executive	17/01/2020	-
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. Air Marshal M. McMahon (Retd.)	Member - Independent - Non - Executive	30/01/2019	-
		4. Mr. Balfour Manuel	Member (Managing Director)	30/01/2019	-
		5. Mr. Aneel Gambhir	Member (CFO)	28/03/2015	-
		6. Mr. Tushar Gunderia	Member (Company Secretary & Head – Legal & Compliance)	28/03/2015	-
		7. Mr. Savio Mendonca	Member (Vice President – Internal Audit)	31/10/2019	-
		8. Mr. R.S.Subramanian	Member - Non Independent - Non – Executive	17/01/2020	-



4. Stakeholders Relationship Committee	Yes	1. Mr. Sharad Upasani	Member - Independent- Non – Executive	30/01/2019	-
		2. Air Marshal M. McMahon (Retd.)	Member - Independent- Non – Executive	28/03/2019	-
		3. Mr. Balfour Manuel	Member – Managing Director	17/01/2020	-
5. Corporate Social Responsibility Committee	Yes	1. Sharad Upasani	Chairperson - Independent - Non – Executive	05/02/2014	-
		2. Ms. Tulsi Mirchandaney	Member- Non Independent - Non – Executive	30/01/2019	-
		3. Mr. Balfour Manuel	Member – Managing Director	17/01/2020	-

III. 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)
January 17, 2020	May 26, 2020	Yes	8	4	129

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum (details)	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 – May 26, 2020	Yes	3	2	January 17, 2020	129
Audit Committee with the Members of the Senior Management – Nil	Yes	-	-	January 17, 2020	-
Nomination & Remuneration Committee – May 26, 2020	Yes	3	3	Nil	-
Risk Management Committee – May 26, 2020	Yes	5	3	Nil	-
CSR Committee- May 26, 2020	Yes	3	2	January 17, 2020	-
Stakeholders Relationship Committee – May 26, 2020	Yes	3	2	January 17, 2020	-
Business Responsibility Reporting Committee – May 26, 2020	Yes	3	2	Nil	-



V. 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
VI. 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

For Blue Dart Express Limited

Tushar Gunderia
Company Secretary &
Head – Legal & Compliance

