

<b>General information about company</b>	
Scrip code	541700
NSE Symbol	TCNSBRANDS
MSEI Symbol	NOTLISTED
ISIN	INE778U01029
Name of the entity	TCNS CLOTHING CO. LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
A	AAAPP1386N	00032290	Executive Director	Chairperson		21-09-1950	NA		03-12-1997			273	1	0	0	0
	ADPPD3358J	07604184	Executive Director	Not Applicable	MD	28-04-1977	NA		07-09-2016			48	1	0	1	0
	BKJPP8377H	03319397	Non-Executive - Non Independent Director	Not Applicable		25-04-1978	NA		18-08-2016			49	2	0	1	0
R IK	ACAPP6936A	00316650	Non-Executive - Independent Director	Not Applicable		20-03-1951	NA		14-12-2017			33	2	2	2	0

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	
5	Ms	NEERU ABROL	AAAPA0048G	01279485	Non-Executive - Independent Director	Not Applicable		07-02-1955	NA		14-12-2017			33	4	4	7
6	Ms	SANGEETA TALWAR	ACFPT1415R	00062478	Non-Executive - Independent Director	Not Applicable		05-05-1956	NA		14-12-2017			33	4	4	8

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01279485	NEERU ABROL	Non-Executive - Independent Director	Chairperson	14-12-2017		
2	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	14-12-2017		
3	00316650	BHASKAR PRAMANIK	Non-Executive - Independent Director	Member	14-12-2017		
4	03319397	NARESH PATWARI	Non-Executive - Non Independent Director	Member	14-12-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00316650	BHASKAR PRAMANIK	Non-Executive - Independent Director	Chairperson	14-12-2017		
2	01279485	NEERU ABROL	Non-Executive - Independent Director	Member	14-12-2017		
3	00032290	ONKAR SINGH PASRICHA	Executive Director	Member	14-12-2017		
4	03319397	NARESH PATWARI	Non-Executive - Non Independent Director	Member	14-12-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Chairperson	14-12-2017		
2	07604184	ANANT KUMAR DAGA	Executive Director	Member	14-12-2017		
3	01279485	NEERU ABROL	Non-Executive - Independent Director	Member	14-12-2017		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07604184	ANANT KUMAR DAGA	Executive Director	Chairperson	02-02-2018		
2	00032290	ONKAR SINGH PASRICHA	Executive Director	Member	02-02-2018		
3	99999999	VENKATESH LAKSHMINARAYANAN TARAkkAD	Member	Member	02-02-2018		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	14-12-2017		
2	01279485	NEERU ABROL	Non-Executive - Independent Director	Member	14-12-2017		
3	00316650	BHASKAR PRAMANIK	Non-Executive - Independent Director	Member	14-12-2017		
4	00032290	ONKAR SINGH PASRICHA	Executive Director	Member	14-12-2017		



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00032290	ONKAR SINGH PASRICHA	Operations Committee	Executive Director	Chairperson	
2	07604184	ANANT KUMAR DAGA	Operations Committee	Executive Director	Member	
3	03319397	NARESH PATWARI	Operations Committee	Non-Executive - Non Independent Director	Member	

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	20-06-2020				Yes		
2		18-08-2020	58		Yes	6	3

Annexure 1									
IV. Meeting of Committees									
Disclosure of notes on meeting of committees explanatory									
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*	
1	Audit Committee	20-06-2020				Yes			
2	Audit Committee	18-08-2020	58			Yes	4	3	
3	Nomination and remuneration committee	20-06-2020				Yes			
4	Nomination and remuneration committee	18-08-2020				Yes	4	2	
5	Stakeholders Relationship Committee	20-06-2020				Yes			
6	Stakeholders Relationship Committee	18-08-2020				Yes	3	2	

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

<b>Text Block</b>	
Textual Information(1)	Transactions are related to Job Work, Purchase and Rent at arms' length price. However there were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.
Textual Information(2)	Transactions are related to Job Work, Purchase and Rent at arms' length price. However there were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	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
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	PIYUSH ASIJA
2	Designation	Company Secretary and Compliance Officer

**Text Block**



Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	PIYUSH ASIJA
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	PIYUSH ASIJA
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	06-10-2020

