

General information about company

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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																
							Disqualification of Directors under section 164 of the Companies Act, 2013																
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Notes for not providing PAN	Notes for providing PAN
ONKAR SINGH PASRICHA	AAAPP1386N	00032290	Executive Director	Chairperson related to Promoter		21-09-1950	No				Active	NA		03-12-1997	14-12-2022		300.28	1	0	0	0		
ARVINDER SINGH PASRICHA	AAAPP1385R	00032420	Non-Executive - Non Independent Director	Not Applicable		30-09-1952	No				Active	NA		30-12-2021			12.01	1	0	0	0		
ANANT KUMAR DAGA	ADPPD3358J	07604184	Executive Director	Not Applicable	MD	28-04-1977	No				Active	NA		07-09-2016	07-09-2021		75.24	1	0	1	0		
BHASKAR PRAMANIK	ACAPP6936A	00316650	Non-Executive - Independent Director	Not Applicable		20-03-1951	No				Active	Yes	20-09-2022	14-12-2017	14-12-2022		60.17	3	3	6	3		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Notes for not providing PAN	No
NEERU ABROL	AAAPA0048G	01279485	Non-Executive - Independent Director	Not Applicable		07-02-1955	No				Active	NA		14-12-2017	14-12-2022		60.17	3	3	5	2		
SANGEETA TALWAR	ACFPT1415R	00062478	Non-Executive - Independent Director	Not Applicable		05-05-1956	No				Active	NA		14-12-2017	14-12-2022		60.17	4	4	9	2		
SURESH JAYARAMAN	AEPPJ7802Q	03033110	Non-Executive - Independent Director	Not Applicable		06-01-1957	No				Active	NA		30-12-2021	30-12-2021		12.01	2	1	0	0		
NAVEEN WADHERA	ABMPW4351P	02503164	Non-Executive - Non Independent Director	Not Applicable		26-04-1977	No				Active	NA		11-02-2022			10.2	1	0	0	0		

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		

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	00032290	ONKAR SINGH PASRICHA	Executive Director	Member	14-12-2017		
3	01279485	NEERU ABROL	Non-Executive - Independent Director	Member	14-12-2017		
4	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	30-12-2021		
5	03033110	SURESH JAYARAMAN	Non-Executive - Independent Director	Member	30-12-2021		

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	00032290	ONKAR SINGH PASRICHA	Executive Director	Chairperson	02-02-2018		
2	07604184	ANANT KUMAR DAGA	Executive Director	Member	02-02-2018		
3	99999999	AMIT CHAND	Chief Financial Officer	Member	20-11-2020		Textual Information(1)
4	01279485	NEERU ABROL	Non-Executive - Independent Director	Member	21-06-2021		
5	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	21-06-2021		
6	00316650	BHASKAR PRAMANIK	Non-Executive - Independent Director	Member	21-06-2021		

Sr Text Block

Textual Information(1)

Mr. Amit Chand is Chief Financial Officer of the Company hence does not have DIN

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	Chairperson	14-12-2017		Textual Information(1)	
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			

Sr Text Block

Textual Information(1)

Ms. Sangeeta Talwar is not a regular chairperson of CSR Committee but presided the meeting as Chairperson in previous CSR meeting dated 27-05-2022

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-08-2022				Yes	8	7	4
2		11-11-2022	90		Yes	8	7	4

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	12-08-2022				Yes	3	3	3	0
2	Audit Committee	11-11-2022	90			Yes	3	3	3	0
3	Nomination and remuneration committee	12-08-2022				Yes	5	5	4	0
4	Nomination and remuneration committee	11-11-2022	90			Yes	5	5	4	0
5	Stakeholders Relationship Committee	12-08-2022				Yes	3	3	2	0
6	Stakeholders Relationship Committee	11-11-2022	90			Yes	3	3	2	0

Annexure 1

V. Related Party Transactions

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	

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 1000 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

Signatory Details

Name of signatory	Piyush Asija
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-01-2023

