

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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

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
1	Mr	ANANT KUMAR DAGA	ADPPD3358J	07604184	Executive Director	Not Applicable	MD	28-04-1977
2	Mr	ASHISH DIKSHIT	ADXPA0013B	01842066	Non-Executive - Non Independent Director	Chairperson		15-07-1969
3	Mr	JAGDISH BAJAJ	AAJPB4352K	08498055	Non-Executive - Non Independent Director	Not Applicable		12-12-1965
4	Mr	NAVEEN WADHERA	ABMPW4351P	02503164	Non-Executive - Non Independent Director	Not Applicable		26-04-1977
5	Ms	PREETI VYAS	AAAPV4921B	02352395	Non-Executive - Independent Director	Not Applicable		26-11-1956
6	Ms	SANGEETA TALWAR	ACFPT1415R	00062478	Non-Executive - Independent Director	Not Applicable		05-05-1956
7	Mr	VIKRAM DHONDU RAO	AANPR3719C	00017423	Non-Executive - Independent Director	Not Applicable		10-09-1950
8	Mr	YOGESH CHAUDHARY	AFKPC1923P	01040036	Non-Executive - Independent Director	Not Applicable		09-10-1986

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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 not providing DIN
1	NA		07-09-2016	07-09-2021		87.24	1	0	1	0		
2	NA		26-09-2023			3.05	2	0	2	1		
3	NA		26-09-2023			3.05	1	0	1	0		
4	NA		11-02-2022			22.2	1	0	0	0		
5	NA		26-09-2023	26-09-2023		3.05	3	3	2	0		
6	NA		14-12-2017	14-12-2022		72.17	4	4	9	1		
7	Yes	03-11-2023	26-09-2023	26-09-2023		3.05	2	2	2	2		
8	NA		26-09-2023	26-09-2023		3.05	2	2	1	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	00017423	VIKRAM DHONDU RAO	Non-Executive - Independent Director	Chairperson	26-09-2023		
2	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	14-12-2017		
3	08498055	JAGDISH BAJAJ	Non-Executive - Non Independent Director	Member	26-09-2023		

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	02352395	PREETI VYAS	Non-Executive - Independent Director	Chairperson	26-09-2023		
2	01040036	YOGESH CHAUDHARY	Non-Executive - Independent Director	Member	26-09-2023		
3	01842066	ASHISH DIKSHIT	Non-Executive - Non Independent Director	Member	26-09-2023		

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	01842066	ASHISH DIKSHIT	Non-Executive - Non Independent Director	Chairperson	26-09-2023		
2	07604184	ANANT KUMAR DAGA	Executive Director	Member	14-12-2017		
3	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	14-12-2017		
4	01040036	YOGESH CHAUDHARY	Non-Executive - Independent Director	Member	26-09-2023		

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	00017423	VIKRAM DHONDU RAO	Non-Executive - Independent Director	Chairperson	26-09-2023		
2	01842066	ASHISH DIKSHIT	Non-Executive - Non Independent Director	Member	26-09-2023		
3	07604184	ANANT KUMAR DAGA	Executive Director	Member	02-02-2018		
4	00062478	SANGEETA TALWAR	Non-Executive - Independent Director	Member	21-06-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	01842066	ASHISH DIKSHIT	Non-Executive - Non Independent Director	Chairperson	26-09-2023		
2	07604184	ANANT KUMAR DAGA	Executive Director	Member	26-09-2023		
3	02352395	PREETI VYAS	Non-Executive - Independent Director	Member	26-09-2023		

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	11-08-2023				Yes	8	7	4
2	26-09-2023		45	2 (Two) Board meetings were convened and concluded on 26.09.2023. The details for the first Board meeting held on September 26, 2023 of the company is outlined in utility. Further, the details of the second Board Meeting held on 26.09.2023 (6/2023-24) are delineated below due to XBRL validation issue : 1. Quoram met: Yes 2. Total Number of Directors as on date of the Meeting: 8 3. Number of Directors present (IDs inclusive): 7 4. No. of IDs attending the meeting: 4	Yes	8	7	4
3		28-10-2023	31		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	11-08-2023				Yes	3	3	3	0
2	Audit Committee	26-09-2023	45			Yes	3	3	2	0
3	Audit Committee	28-10-2023	31			Yes	3	3	2	0
4	Stakeholders Relationship Committee	11-08-2023				Yes	3	3	2	0
5	Nomination and remuneration committee	11-08-2023				Yes	5	5	4	0
6	Nomination and remuneration committee	26-09-2023	45			Yes	5	5	4	0

Annexure 1**IV. Meeting of Committees**

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)
7	Risk Management Committee	08-09-2023				Yes	6	5	3	1

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

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details

Name of signatory	Piyush Asija
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	15-01-2024

