TCI FINANCE LTD.
money matters

February 11, 2021

Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051

Scrip Code: TCIFINANCE

Dear Sir/Madam,

Sub:-Board of Directors Comments on Non Compliance of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 at its meeting held on 10th February, 2021.
Ref: Letter from the Exchange dated November 17, 2020 for non-compliance with SEBI (LODR) Regulations, 2015.

This is with reference to the captioned subject above, we wish to inform you that the Company had received a notice from your good office for Non- Compliance with SEBI (LODR), Regulations, 2015 pertaining to the Composition of Board of Directors under Regulation 17 of SEBI (LODR), Regulations, 2015 for having less than six directors on the Board. The said letter stated that the action taken by the Exchange for non- compliance of the above mentioned regulation shall be placed before the Board in its meeting and comments made by the Board shall be informed to the exchange for dissemination.

The Board of Directors of the Company at its meeting held on 10th February, 2021 reviewed the matter and commented that due to Covid 19 outbreak and NCLT case filed against the Company, the Company was not able to identify potential candidates to be appointed as Director of the Company and the Company was searching for the suitable and eligible candidates. However, the Company at its Board Meeting held on 12th November, 2020, appointed three more directors on the Board and the same had been intimated to the Exchange vide outcome of Board Meeting dated 12-11-2020.

Currently the Composition of the Board is as follows:

1. Dr. Dhanpat Ram Agarwal - Chairman & Independent Director
2. Mr. Mahendra Kumar Agarwal - Non Executive Non Independent Director
3. Ms. Meera Madhusudan Singh - Non Executive Non Independent Director
4. Mr. Rajesh Kundra - Independent Director
5. Mr. Rajesh Sharma - Non Executive Non Independent Director
6. Mr. Y S R Rajeev Kumar - Non Executive Non Independent Director

As the Company has already complied with Regulations 17 of SEBI (LODR) Regulations, 2015, we hereby request you to please consider our request for waiver of penalty.

Request you to kindly take the above information on records.

Yours Sincerely,
For **TCI Finance Limited**

Srishti Soni
Company Secretary

TCI Finance Limited Hyderabad

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