

**Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**

Name of the Company: **TRANSCORP INTERNATIONAL LIMITED**

Script Code: **532410**

Quarter ending on: **30<sup>th</sup> SEPTEMBER 2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	49 II		
(A) Composition of Board	49 (IIA)	Yes	NIL
(B) Independent Directors	49 (IIB)	Yes	NIL
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	NIL
(D) Other Provisions as to Board and Committees	49 (IID)	Yes	NIL
(E) Code of Conduct	49 (IIE)	Yes	NIL
(F) Whistle Blower Mechanism	49 (IIF)	Yes	NIL
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	NIL
(B) Meeting of Audit Committee	49 (IIIB)	Yes	NIL
(C) Powers of Audit Committee	49 (IIIC)	Yes	NIL
(D) Role of Audit Committee	49 III(D)	Yes	NIL
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	NIL
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	NIL
<b>V. Subsidiary Companies</b>	49 (V)	Yes	NIL
<b>VI. Risk Management</b>	49 (VI)	Yes	NIL
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	NIL
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	Yes	NIL
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A.	N.A.
(C) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (VIII D)	N.A.	N.A.
(D) Remuneration of Directors	49 (VIII E)	Yes	NIL
(E) Management	49 (VIII F)	Yes	NIL
(F) Shareholders	49 (VIII G)	Yes	NIL
<b>IX.CEO/CFO Certification</b>	49 (IX)	Yes	NIL
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	NIL
<b>XI. Compliance</b>	49 (XI)	Yes	NIL

For Transcorp International Limited



**Dilip Kumar Morwal**  
**Company Secretary and Principal Officer (AMLC)**