

# **TRANSCORP INTERNATIONAL LTD.**

5<sup>th</sup> Floor, Transcorp Towers,  
Moti Doongri Road,  
Jaipur-302004 (Rajasthan)  
Telephone: 2363888, 23639999  
Fax: 91-141-237 2066  
CIN:L51909DL1994PLC235697

Web-Site: [www.transcorpint.com](http://www.transcorpint.com)

E-mail: [corp@transcorpint.com](mailto:corp@transcorpint.com)

**Date:** 04.01.2018

To,  
Corporate Relations Department  
BSE LTD.,  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001, Maharashtra

**SUB: OUTCOME OF BOARD MEETING- INTIMATION UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LODR Regulations”)**

**SCRIP CODE: 532410**  
**Transcorp International Limited**

**TIME OF COMMENCEMENT: 11.00 A.M.**

**TIME OF CONCLUSION : 5:10 P.M.**

Dear Sir,

Pursuant to Regulation 30 read with Para No. 1 of Para A of Part A of Schedule III of SEBI LODR Regulations, we would like to inform your good office that the Board of Directors of the Company, amongst others, have considered and approved the following today:

1. Subject to approval of the shareholders of Company, statutory and other approvals, slump sale of the company's MTSS Business in India (MTSS Business means business of acting as Principal Agent for the Licensed International inward Money Transfer Operators (“Overseas Principals”) to facilitate International inward Money Transfer transactions in India under the MTSS licenses issued by Reserve Bank of India) as a going concern in terms of Business Transfer Agreement to M/s You First Money Express Private Limited (“YMEPL”) , a company incorporated under the companies Act, 1956 and having its registered office at Top 14<sup>th</sup> Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai-400013, India. This sale is for a lump sum consideration, without values being assigned to the individual assets and liabilities. Please refer Annexure A for the information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

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Kindly take the above on your records.

Thanking You,  
Yours faithfully,  
**For Transcorp International Limited**



**Dilip Kumar Morwal**  
**Company Secretary**  
**ACS: 17572**

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ENCLOSURE: Disclosures as per Part A of Schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in Annexure A

S. No	Particulars	Disclosure
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division (MTSS) OF Transcorp International Limited during the last financial year	Income from MTSS Business is Rs. 33.41 Crores, which contributed 77.14% of Income from operations of the Company and Net Worth contributed by MTSS Business is Rs. 2.79 Crores which contributes 6.34% of Total Net Worth as per the Audited Figures relating to Financial Year ending 31-03-2017.
2.	Date on which agreement for Sale has been entered into	4 <sup>th</sup> January 2018
3.	The expected date of completion of sale/disposal	5 <sup>th</sup> March 2018 (with effective date as 1 <sup>st</sup> February 2018), which can be extended mutually by the concerned parties , if need be, subject to approval of the Transaction by Members through postal ballot process and subject to other required Statutory/Regulatory approvals
4.	Consideration received from such sale/ disposal	The Business Transfer Consideration shall be INR 47,15,00,000/- (Rupees Forty Seven Crores Fifteen Lacs Only) subject to adjustments (if any) on closing as detailed under the Business Transfer Agreement.
5.	Brief details of buyers and whether any of the buyers and whether any of the buyers belong to the promoter/promoter group / group companies. If yes, details thereof	You First Money Express Private limited("YMEPL"), a company incorporated under the Companies Act, 1956 and having its registered office at Top 14th Floor, Times Tower, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai-400013 India. YMEPL is currently engaged in the MTSS business. None of the buyers belong to any promoter/promoter group/ group companies.
6.	Whether the transaction would fall within related party transaction ? If yes, whether the same is done at "arms length"	The proposed transaction would not fall within related party transaction.
7.	Additionally, in case of Slump Sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by	No Amalgamation/ Merger of the Company is taking place by virtue of proposed transaction. YMEPL will acquire MTSS business of the Company as a going

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	the listed entity with respect to such slump sale.	concern in terms of the Business Transfer Agreement, on Slump Sale.
7(a)	Area of Business of the entity(ies)	Company is engaged in business of international inward remittance, foreign exchange and setting-up and operating semi closed loop payment systems (PPI). YMEPL is engaged in the MTSS Business.
7(b)	Rationale	Slump sale of MTSS business of the company shall allow the Management of the Company to focus on other businesses of the Company. It shall also provide means to the management to expand its existing businesses or invest in other opportunities/ businesses for better growth of the company. In the opinion of the Board of Directors this transaction is a value adding transaction for the members of the company.
7(c)	In case of cash consideration- Amount or otherwise share exchange ratio	The consideration amount has been mentioned at 4 above. No shares are to be issued/received pursuant to the slump sale transaction.
7(d)	Brief details of change in shareholding pattern (if any) of listed entity	No change in shareholding pattern pursuant to slump sale transaction.

**For Transcorp International Limited**



**Dilip Kumar Morwal**  
**Company Secretary**  
**ACS: 17572**