TRANSCORP

Date: 29.05.2025

To

The Secretary,
Corporate Relationship Department
Bombay Stock Exchange
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Kala Ghoda, Fort,
Mumbai, Maharashtra-400001

Sub: Submission of Annual Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the year ended 31st March 2025.

Ref: Transcorp International Limited (CIN: L51909DL1994PLC235697)
(Scrip No.532410)

Dear Sir,

Pursuant to Regulation 24A of the SEBI (LODR) Regulations read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2025 issued by M/s R Jat & Associates Practicing Company Secretaries.

You are requested to please take on record the above said document for your reference & further needful.

Thanking you

Yours faithfully

For Transcorp International Limited

JAYESH KUMAR POONIYA
Digitally signed by JAYESH KUMAR POONIYA
Date: 2025.05.29 14:53:48 +05'30'

Jayesh Kumar Pooniya
Compliance Officer & Company Secretary

Encl: As above

Transcorp International Limited
Web-Site: www.transcorpint.com E-mail: corp@transcorpint.com Telephone: 011-30418901-05
Regd. & Corporate office: Plot No. 3, HAF Pocket, Sector 18A, Phase-II Dwarka, New Delhi-110075 (India)
H.O.: 5th Floor, Transcorp Towers, Moti Doongri Road, Jaipur-302004 (Rajasthan)
Telephone:0141- 2363888, 23639999 Fax: 91-141-237 2066
CIN: L51909DL1994PLC235697

SECRETARIAL COMPLIANCE REPORT OF
"TRANSCORP INTERNATIONAL LIMITED"
(CIN: L51909DL1994PLC235697)
FOR THE FINANCIAL YEAR ENDED 31/03/2024

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To,
Members/the Board of Directors
TRANSCORP INTERNATIONAL LIMITED
(CIN: L51909DL1994PLC235697)
Plot No.3, HAF Pocket, Sector 18A, Near Veer Awas,
Dwarka, Phase-II, NEW DELHI -110075

1. I, Ramswaroop Jat, Proprietor of R Jat & Associates. company secretary in practice (M. No:11297, CP:15983) have examined

   (a) All the documents and records made available to us and explanation provided by ["TRANSCORP INTERNATIONAL LIMITED" (CIN: L51909DL1994PLC235697)"] ("the company/ the Listed entity"),

   (b) The filings/submissions made by the listed entity to the stock exchanges,

   (c) Website of the listed entity,

   (d) Other document/filing, which were relevant and relied upon to make this certification, for the year ended **31/03/2025** ("Review Period") in respect of compliance with the provisions of:

   (e) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

   (f) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI").

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M. No. 11297
C. P. No. 15983
Practicing Company Secretary

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include: -

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(d) Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021.

(e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015.

(f) SEBI (Investor Protection and Education Fund) Regulations, 2009 and circulars/ guidelines issued there under; As explained to us, there are no other SEBI regulations that are specifically applicable to the company particularly for the financial year ended 31st March 2025, and

2. Based on my examination and verification of documents and records produced to me and according to information and explanation given to me by the company, and the representations made by the management and I hereby report that, during the Review Period: The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued there under, during the year ended 31.03.2025. Details of penalties and actions initiated in the company are as given below: -

Sr. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Securities and Exchange Board of India (Listing	Regulation 23(9) of SEBI	-	Bombay Stock Exchange	Penalty Impos	Because of Late submission of	fine of Rs. 5,000/-	Because of Late submission of related	Reported in Board meeting.	-

	Obligations and Disclosure Requirements) Regulations,2015	(LODR) Regulations, 2015			e	related party transactions for the half year ended September 2024		party transactions for the half year ended September 2024		

Except above None of the actions has been taken against the listed entity/ its promoters/directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.

(a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.

(b) The reporting of actions by the listed entity to comply with the observations made in previous reports: -does not arise during the Review Period,

3. I further report that during the review period, the company has duly complied with the conditions while appointing/ re-appointing an auditor: We the undersigned confirm, the duly compliance with the following applicable conditions while appointing/ re-appointing an auditor and ensure that: -.

Sr.No.	Particulars	Compliance Status (Yes/No/NA)	Remarks
1 **Compliances with the conditions while appointing/ re-appointing an auditor**	(i). If the auditor has Resigned within 45 Days from the end of a quarter of a financial year, the Auditor before such resignation, has	NA	NIL

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Practicing Company Secretary

	issued the limited review/audit report For such quarter; or		
	ii. If the auditor has resigned after 45 Days from the end of A quarter of a Financial year, the Auditor before such resignation, has Issued the limited	NA	NIL
	review/audit report for such quarter as well as the next quarter; or		
	iii. If the auditor has signed the limited review/audit report for the first three quarters of a financial year, the auditor, before such resignation, has issued the limited review/audit report for the last quarter of such a financial year as well as the audit report for such a financial year.	NA	NIL
2. Other conditions relating to resignation of statutory auditor	i). Reporting concerns by the Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	NA	NIL

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C. P. No. 15983
Practicing Company Secretary

	ii). In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / noncooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit.	NA	NIL

4. I Further report that, in terms of the circulars issued by BSE Limited and National Stock Exchange of India Limited on March 16, 2023, respectively, during the Review Period, the compliance status of the Company is appended as below:

Sr. No.	Particulars	Compliance status (YES/NO/NA)	Observations/remarks by PCS
1.	**SECRETARIAL STANDARD:** The compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1to CSAS-3.	Yes	None
2	**ADOPTION AND TIMELY UPDATION OF THE POLICIES:** i) All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities ii) All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by	Yes	None

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	SEBI		
3.	**Maintenance and disclosures on Website:** i) The Listed entity is maintaining a functional website ii) Timely dissemination of the documents/ information under a separate section on the website iii) Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the Relevant document(s)/section of the website	Yes	None
4.	**Disqualification of Director:** None of the Director of the Company are disqualified under various provision of Companies Act, 2013	Yes	None
5.	**To examine details related to Subsidiaries of listed entities:** (a)Identification of material subsidiary companies (b)Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None
6.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	None
7.	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of	Yes	None

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Practicing Company Secretary

	every Financial year as prescribed in SEBI Regulations		
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes	None
9.	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	Yes	None
10	**Prohibition of Insider Trading:** The listed entity is incompliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11	**Actions taken by SEBI or Stock Exchange(s), if any:** No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/	Yes	Disclosed above

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	guidelines issued thereunder except as mentioned above		
12	**Additional non-compliances, if any:** No additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	Yes	None

Place: Jaipur

Date: 27/05/2025

UDIN: F011297G000460669

For R Jat & Associates

Ramswaroop Jat

R Jat & Associates M. No. 11297 C. P. No. 15983 Practicing Company Secretary

Ram

Company Secretary in Practice

M. No.: 11297, CP No.: 15983

Encl.: Annexure to Secretarial Compliance Report

ANNEXURE TO SECRETARIAL COMPLIANCE REPORT

THE MEMBERS/THE BOARD OF DIRECTORS
TRANSCORP INTERNATIONAL LIMITED (CIN: L51909DL1994PLC235697)
Plot No.3, HAF Pocket, Dwarka, Sector 18A, Near Veer Awas, Phase-II, New Delhi -110075

I have conducted the examination in respect of the compliance with the provisions of: -

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI"); by "TRANSCORP INTERNATIONAL LIMITED" (CIN:L51909DL1994PLC235697)" (the Company)The examination was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Further my secretarial compliance report of even date is to be read along with this letter.

1. Maintenance of records is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit/examination.
2. I have followed the best practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the records. The verification was done on a test basis to ensure that correct facts are reflected in records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. Wherever required, I have obtained the management representation about the compliance of relevant laws, rules and regulations and events etc.
4. Compliance of the provisions of applicable laws, rules, regulations, and standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.

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Practicing Company Secretary

5. The Secretarial Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Jaipur

Date: 27/05/2025

UDIN: F011297G000460669

R Jat & Associates M. No. 11297 C. P. No. 15983 Practicing Company Secretary

For R Jat & Associates

Ramswaroop Jat

Company Secretary in Practice

M. No.: 11297, CP No.: 15983