

# 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.transcorpintl.com](http://www.transcorpintl.com)  
E-mail: [corp@transcorpintl.com](mailto:corp@transcorpintl.com)

June 28, 2022

BSE Limited  
P.J. Towers  
Dalal Street  
Mumbai – 400 001

Trading Symbol: TRANSCOR  
Scrip Code: 532410

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Composite Scheme of Arrangement (Scheme) between Transcorp International Limited ("Amalgamated Company" / "Demerged Company") and Transcorp Estates Private Limited ("Amalgamating Company") and Transwire Forex Limited ("Resulting Company 1") and Transcorp Payments Limited ("Resulting Company 2") and their respective shareholders and creditors, pursuant to the provisions of Sections 230 to 232 read with Sections 52 and 66 and other applicable provisions of the Companies Act, 2013 ("Scheme")

It is hereby certified that the draft composite scheme of arrangement involving Transcorp International Limited ("Demerged Company / Amalgamated Company") and Transcorp Estates Private Limited ("Amalgamating Company") and Transwire Forex Limited ("Resulting Company 1") and Transcorp Payments Limited ("Resulting Company 2") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 on schemes of arrangement involving listed companies ("SEBI Circular"), including the following:

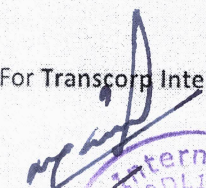
Sl.	Reference	Particulars	Status
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied with
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied with
Requirements of SEBI Circular			
	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied with
	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied with
	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied with
	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied with
	Para (I)(A)(10)	The conditions specified in Para(I)(A)(10) for approval of public shareholders through e-voting, in relation to the Scheme is not applicable.	Complied with

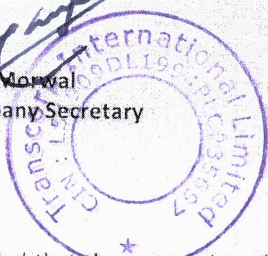
Regd Office: Plot No. 3, HAF Pocket, Sector 18A, Dwarka, New Delhi-110075

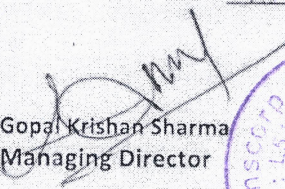
## **TRANSCORP INTERNATIONAL LTD.**

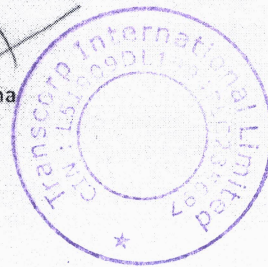
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For Transcorp International Limited

  
Dilip Morwal  
Company Secretary



  
Gopal Krishan Sharma  
Managing Director

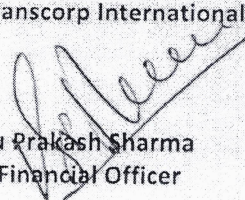


Certified that the transactions / accounting treatment provided in the draft Composite Scheme of Arrangement involving Transcorp International Limited ("Demerged Company / Amalgamated Company") And Transcorp Estates Private Limited ("Amalgamating Company") and Transwire Forex Limited ("Resulting Company 1") and Transcorp Payments Limited ("Resulting Company 2") are in compliance with all the Accounting Standards applicable to a listed entity.

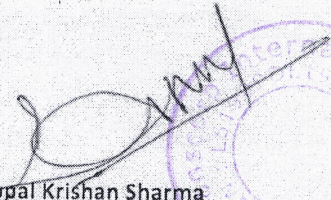
Thanking you,

Yours faithfully,

For Transcorp International Limited

  
Bhanu Prakash Sharma  
Chief Financial Officer



  
Gopal Krishan Sharma  
Managing Director

