

## **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> June 2013**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>I Board of Directors</b>	49 I		
(A) Composition of Board	49(IA)	Yes	NIL
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	NIL
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	NIL
D) Code of Conduct	(49 (ID)	Yes	NIL
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	NIL
(B) Meeting of Audit Committee	49 (IIB)	Yes	NIL
(C) Powers of Audit Committee	49 (IIC)	Yes	NIL
(D) Role of Audit Committee	49 II(D)	Yes	NIL
(E) Review of Information by Audit Committee	49 (IIE)	Yes	<b>NIL</b>
<b>III. Subsidiary Companies</b>	49 (III)	Yes	Due to resignation from the Board of the Company by independent director Mr. Soumya Dutta who is a director of Wholly Owned Subsidiary named Transcorp Estates Pvt. Ltd., requirement of subsidiary having one independent director by Company on its Board is temporary not met.
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	NIL
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	NIL
(C) Board Disclosures	49 (IV C)	Yes	NIL
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A.	NIL
(E) Remuneration of Directors	49 (IV E)	Yes	NIL
(F) Management	49 (IV F)	Yes	NIL
(G) Shareholders	49 (IV G)	<b>Yes</b>	<b>NIL</b>
<b>V.CEO/CFO Certification</b>	49 (V)	<b>Yes</b>	<b>NIL</b>
<b>VI. Report on Corporate Governance</b>	49 (VI)	<b>Yes</b>	<b>NIL</b>
<b>VII. Compliance</b>	49 (VII)	<b>Yes</b>	<b>NIL</b>