

**Quarterly Report on Compliance under Clause 49 of Listing Agreement**

Name of the Company: Transcorp International Limited  
 Script Code: 532410  
 Quarter ended on 30th September 2008

S.No.	Particulars	Clause of Listing Agreement	Compliance status Yes/No	Remarks
I.	<b>BOARD Of Directors</b>	49 I		NIL
	(A) Composition of Board	49(IA)	YES	NIL
	(B) Non-Executive Directors' compensation disclosures	49(IB)	YES	NIL
	(C) Other provision as to Board and Committees	49(IC)	YES	NIL
	(D) Code Of Conduct	49(ID)	YES	NIL
II	<b>Audit Committee</b>	49 (II)	YES	NIL
	(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(IID)	YES	NIL
	(E) Review of information by Audit Committee	49(IIE)	YES	NIL
III	<b>Subsidiary Companies</b>	49(III)	Not Applicable	NIL
IV	<b>Disclosures</b>	49(IV)		NIL
	(A) Basis Of related party transactions	49(IVA)	YES	See Working Note 1
	(B) Disclosure of Accounting Treatment	49(IVB)	NIL	NIL
	(C) Board disclosure	49(IVC)	YES	See Working Note 1
	(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	Not Applicable	NIL
	(E) Remuneration of Directors	49(IVE)	YES	See Working Note 1
	(F) Management	49(IVF)	YES	See Working Note 1
	(G) Shareholders	49(IVG)	YES	See Working Note 1
V	<b>CEO/CFO Certification</b>	49(V)	YES	See Working Note 1
VI	<b>Report on Corporate Governance</b>	49(VI)	YES	See Working Note 1
VII	<b>Compliance</b>	49(VII)	YES	See Working Note 1

**Working Notes**

- 1 On 30th July 2008 the Annual General Meeting of the Company for the financial year 2007-2008 was held and accordingly all the compliances related to disclosures etc. which are to be complied at the time of AGM was fully complied. Compliances related to disclosures in Annual Report had been done accordingly.

Date : 04.10.2008  
 Place : Jaipur

For Transcorp International Limited

  
 Dilip Kumar Morwal  
 Company Secretary & Compliance Officer