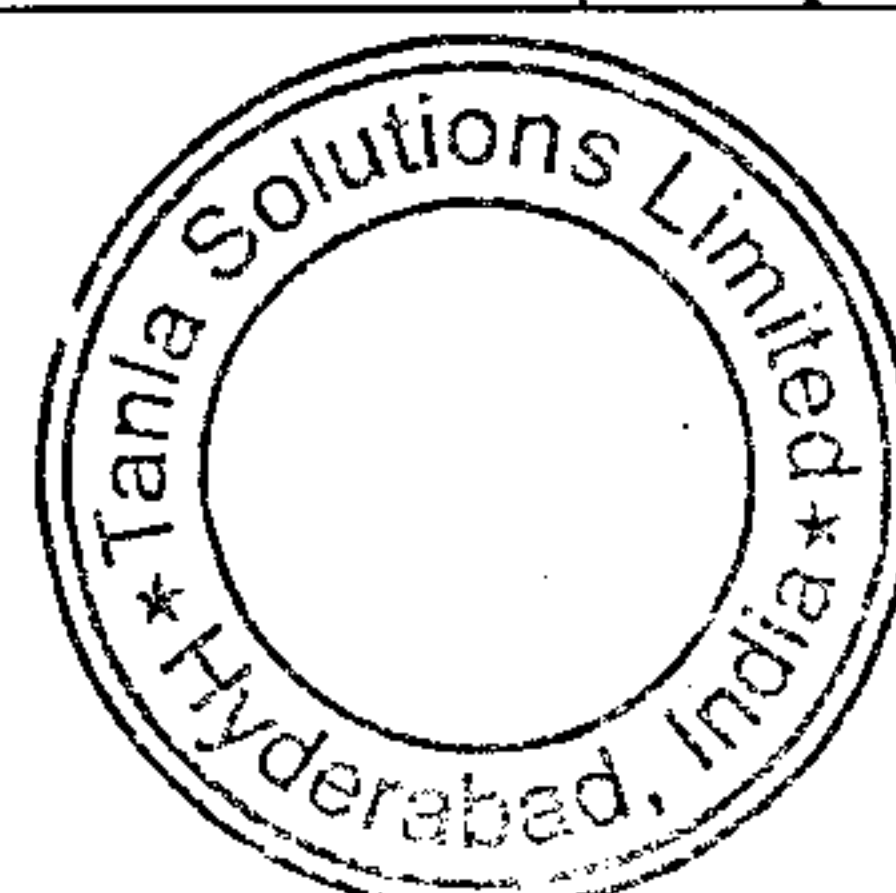
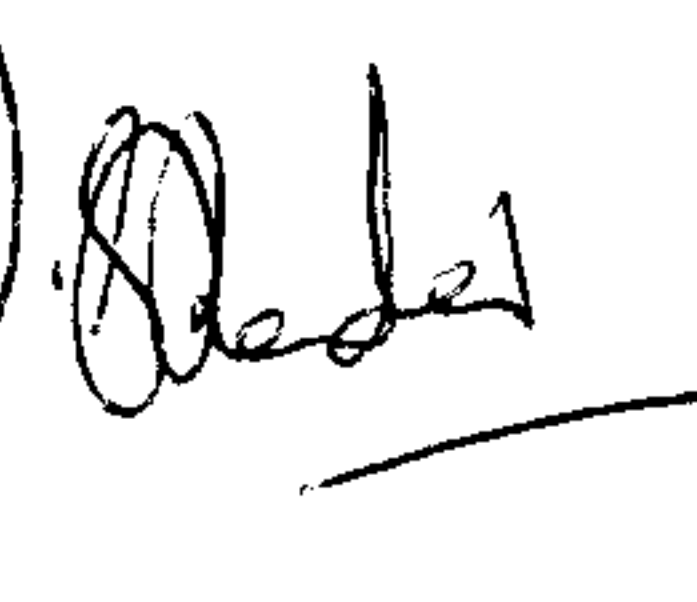


**Quarterly Compliance Report on Corporate Governance as per Clause 49 of the Listing Agreement**

**Name of the Company: TANLA SOLUTIONS LIMITED**  
**Quarter ended on: March 31, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	NO	Prof S.S.Jamuar resigned as Independent Director in January, 2014 and Dr. A.G.Ravindranath Reddy was appointed as Independent Director(Additional Director) w.e.f. January 29, 2014.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	....
(C) Other provisions as to Board and Committees	49 (IC)	YES	....
(D) Code of Conduct	49 (ID)	YES	....
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	....
(B) Meeting of Audit Committee	49 (IIB)	YES	....
(C) Powers of Audit Committee	49 (IIC)	YES	....
(D) Role of Audit Committee	49 II(D)	YES	....
(E) Review of Information by Audit Committee	49 (IIE)	YES	....
<b>III. Subsidiary Companies</b>	49 (III)	N.A	....
<b>IV. Disclosures</b>	49 (IV)		....
(A) Basis of related party transactions	49 (IV A)	YES	Will be disclosed in the next Annual Report
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	Going Concern Basis. No change in the Accounting Policy
(C) Board Disclosures	49 (IV C)	YES	....
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	....
(E) Remuneration of Directors	49 (IV E)	NA	Will be disclosed in the next Annual Report
(F) Management	49 (IV F)	NA	Will be disclosed in next Annual Report
(G) Shareholders	49 (IV G)	YES	


Tanla Solutions Limited

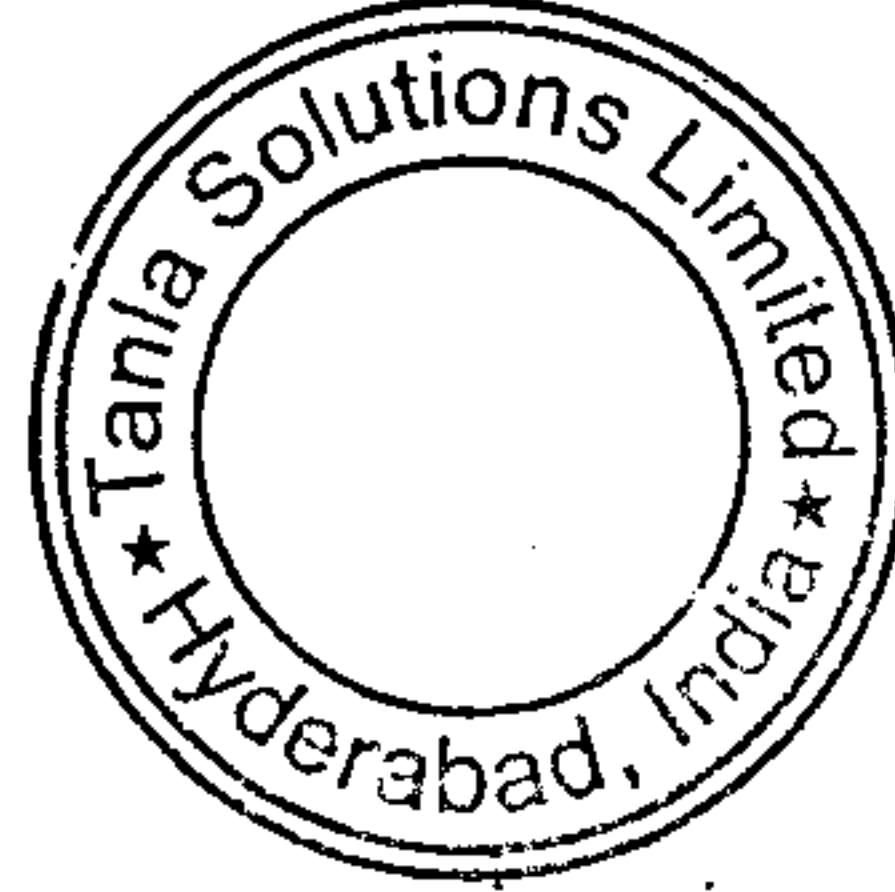
Tanla Technology Centre, Hitech City Road, Madhapur, Hyderabad - 500 081, Andhra Pradesh, India.

☎ + 91 - 40 - 4009 9999 – ☎ + 91 - 40 - 2312 2888 E-mail: contact@tanla.com

<b>V. CEO/CFO Certification</b>	49 (V)	YES	<b>TANLA</b>
<b>VI. Report on Corporate Governance</b>	49 (VI)	YES	Will be disclosed in the next Annual Report
<b>VII. Compliance</b>	49 (VII)	YES	Will be disclosed in the next Annual Report

For Tanla Solutions Limited

  
 Seshanuradha Chava  
 AVP – Legal & Secretarial



**Tanla Solutions Limited**

Tanla Technology Centre, Hitech City Road, Madhapur, Hyderabad - 500 081, Andhra Pradesh, India.

☎: + 91 - 40 - 4009 9999 📠: + 91 - 40 - 2312 2888 E-mail: [contact@tanla.com](mailto:contact@tanla.com)