

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

Name of the Company: TANLA SOLUTIONS LIMITED

Quarter ending on: December 31, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Will be disclosed in the Annual Report
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	Will be disclosed in the Annual Report
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	Will be disclosed in the Annual Report
(D) Role of Audit Committee	49 (IIID)	Yes	Will be disclosed in the Annual Report
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N.A	There is no material non-listed Indian subsidiary
VI. Risk Management	49 (VI)	Yes	Will be disclosed in the Annual Report
VII. Related Party Transactions	49 (VII)	Yes	Will be disclosed in the Annual Report
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	Will be disclosed in the Annual Report
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Going concern basis - no change in accounting policy
(C) Remuneration of Directors	49 (VIIIC)	Yes	Will be disclosed in the Annual Report
(D) Management	49 (VIID)	Yes	A detailed discussion on Management Discussion & Analysis will be disclosed in the Annual Report
(E) Shareholders	49 (VIIE)	Yes	Will be disclosed in the Annual Report
(F) Proceeds from public issues, rights issue,	49 (VIIF)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	Will be disclosed in the Annual Report
XI. Compliance	49 (XI)	Yes	Will be disclosed in the Annual Report

For Tanla Solutions Limited



 Seshanuradha Chava
 AVP - Legal & Secretarial
