



Date: 13th July, 2011

To,
The Manager
Department of Corporate Services
The Bombay Stock Exchange Limited.
25th Floor, P.J. Towers
Dalal Street, Fort,
Mumbai 400001

Scrip Code: 531996

Subject: Quarterly report on Corporate Governance for the Quarter ended on 30th June, 2011.

Dear Sir,

Pursuant to Cluase 49 of the Listing Agreement, please find enclosed herewith the report on Corporate Governance for the quarter ended 30th June, 2011 for your perusal.

Kindly acknowledge the same.

Thanking you.

Your's faithfully.

For, Odyssey Corporation Limited

For ODYSSEY CORPORATION LIMITED


Company Secretary & Compliance Officer
COMPANY SECRETARY & COMPLIANCE OFFICER

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

Name of the Company: Odyssey Corporation Limited
Quarter ending on: 30th June, 2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I	Yes	
(A) Composition of Board	49(IA)	Yes	
(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	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee		Yes	
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)	Yes	
(A) Basis of Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

For Odyssey Corporation Limited

Company Secretary.



3, Hemu Castle, Nr. Goklibai School, Dadabhai Road, Vile Parle(W), Mumbai - 400 056.

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