

General information about company	
NSE Symbol	539875
MSEI Symbol	
ISIN	INE616F01022
Name of the entity	RSD FINANCE LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Annexure I							
Annexure I to be submitted by listed entity on quarterly basis							
I. Composition of Board of Directors							
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)
Whether the listed entity has a Regular Chairperson							No
Whether Chairperson is related to MD or CEO							No
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors
1	Mr	RAJEEV SINGH DUGAL	ADQP6038A	00052037	Executive Director	Not Applicable	MD
2	Ms	UPNEET DUGAL	ALQPD5263R	07680726	Executive Director	Not Applicable	
3	Mrs	KAWALJEET KAUR DUGAL	ACFPD7965J	00052100	Non-Executive - Non Independent Director	Not Applicable	
4	Mr	HARSH KUMAR PANDEY	AVYPP931Q	08877286	Non-Executive - Independent Director	Not Applicable	
5	Mr	MALKEET SINGH SAINI	AELPS0151H	02592649	Non-Executive - Independent Director	Not Applicable	
6	Mr	PRADEEP KUMAR KHOSLA	ADFPK2967E	06823537	Non-Executive - Independent Director	Not Applicable	
7	Mr	SUKANT BARI	AQQPB4805N	08967991	Non-Executive - Independent Director	Not Applicable	

I. Composition of Board of Directors							
Disqualification of Directors under section 164 of the Companies Act, 2013							
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status		
1	No				Active		
2	No				Active		
3	No				Active		
4	No				Active		
5	No				Active		
6	No				Active		
7	No				Inactive		

I. Composition of Board of Directors													
Sr	Whether special resolution passed (Refer Reg. 17(1A) of Listing Regulations)	Date of special resolution	Initial Date of appointment	Date of Dis-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of year of Chairperson in Audit/ Stakeholder Committee	Reason for Cessation	Noted for not providing PAN	Noted for not providing DIN
1	NA		10-04-1998	22-07-2020			1	0	2	0			
2	NA		28-12-2016	30-09-2022			1	0	0	0			
3	NA		13-08-2020	30-09-2023			1	0	0	0			
4	NA		15-09-2020			42.16	1	1	2	0			
5	NA		30-09-2023			6	1	1	2	2			
6	NA		30-09-2023			6	1	1	0	0			
7	NA		21-11-2020	20-03-2024	39.29	1	1	0	0	0	Others		Textual information(2)

Text Block	
Textual Information(1)	No Director has been appointed as a Regular Chairperson.
Textual Information(2)	Resignation due to personal cause

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02592649	MALKEET SINGH SAINI	Non-Executive - Independent Director	Chairperson	01-10-2023		
2	00052037	RAJEEV SINGH DUGAL	Executive Director	Member	06-09-2014		
3	08877286	HARSH KUMAR PANDEY	Non-Executive - Independent Director	Member	21-11-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08877286	HARSH KUMAR PANDEY	Non-Executive - Independent Director	Chairperson	15-09-2020		
2	08967991	SUKANT BARI	Non-Executive - Independent Director	Member	21-11-2020	20-03-2024	
3	06823537	PRADEEP KUMAR KHOSLA	Non-Executive - Independent Director	Member	01-10-2023		
4	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	22-03-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02592649	MALKEET SINGH SAINI	Non-Executive - Independent Director	Chairperson	01-10-2023		
2	00052037	RAJEEV SINGH DUGAL	Executive Director	Member	06-09-2014		
3	08877286	HARSH KUMAR PANDEY	Non-Executive - Independent Director	Member	15-09-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00052037	RAJEEV SINGH DUGAL	Executive Director	Chairperson	15-09-2020		
2	08877286	HARSH KUMAR PANDEY	Non-Executive - Independent Director	Member	21-11-2020		
3	02592649	MALKEET SINGH SAINI	Non-Executive - Independent Director	Member	01-10-2023		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00052037	RAJEEV SINGH DUGAL	Executive Director	Chairperson	14-08-2017		
2	07680726	UPNEET DUGAL	Executive Director	Member	14-08-2017		
3	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	13-11-2021		
4	02592649	MALKEET SINGH SAINI	Non-Executive - Independent Director	Member	01-10-2023		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure I								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive meetings (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-10-2023				Yes	7	7	4
2	10-11-2023		39		Yes	7	7	4
3		02-01-2024	52		Yes	7	4	1
4		12-02-2024	40		Yes	7	7	4
5		22-03-2024	38		Yes	6	6	3

Annexure I										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2023				Yes	3	3	2	0
2	Audit Committee	12-02-2024	93			Yes	3	3	2	0
3	Nomination and remuneration committee	02-01-2024				Yes	3	3	3	0
4	Corporate Social Responsibility Committee	22-03-2024				Yes	4	4	1	0
5	Stakeholders Relationship Committee	22-03-2024				Yes	3	3	2	0

Annexure I							
V. Related Party Transactions							
Sr	Subject	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.				
1	Whether prior approval of audit committee obtained	Yes					
2	Whether shareholder approval obtained for material RPT	NA					
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes					

Annexure I							
VI. Affirmations							
Sr	Subject	Compliance status (Yes/No)					
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes					
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: a. Audit Committee	Yes					
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: b. Nomination & remuneration committee	Yes					
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: c. Stakeholders relationship committee	Yes					
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: d. Risk management committee (applicable to the top 1000 listed entities)	Yes					
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes					
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes					
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes					

Annexure I							
Sr	Subject	Compliance status					
1	Name of signatory	RAJEEV SINGH DUGAL					
2	Designation	Managing Director					

Annexure II							
I. Disclosure on website in terms of Listing Regulations							
Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address			
1	Details of business	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
3	Composition of various committees of board of directors	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
7	Policy on dealing with related party transactions	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
8	Policy for determining materiality/subsidiaries	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
12	Financial results	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
13	Shareholding pattern	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
14	Details of agreements entered into with the media companies and/or their associates	NA					

Annexure II							
I. Disclosure on website in terms of Listing Regulations							
Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address			
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA					
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA					
16	New name and the old name of the listed entity	Yes					
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
18	Credit rating or revision in credit rating obtained	NA					
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
20	Secretarial Compliance Report	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
23	Disclosures under regulation 30(8)	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA					
25	Dividend Distribution policy as per Regulation 43A(1)	NA					
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://www.rsdfinance.com/">https://www.rsdfinance.com/</a>			

Annexure II							
II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.			
1	Independent director(s) have been appointed in terms of specified criteria of Independent Director(s) Regulation	16(1)(b) & 25(6)	Yes				
2	Board composition	17(1), 17(1A) & 17(1E)	Yes				
3	Meeting of Board of directors	17(2)	Yes				
4	Quorum of Board meeting	17(2A)	Yes				
5	Review of Compliance Reports	17(3)	Yes				
6	Plans for orderly succession for appointments	17(4)	Yes				
7	Code of Conduct	17(5)	Yes				
8	Fees/compensation	17(6)	Yes				
9	Minimum Information	17(7)	Yes				
10	Compliance Certificate	17(8)	Yes				

Annexure II							
II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.			
11	Risk Assessment & Management	17(9)	Yes				
12	Performance Evaluation of Independent Directors	17(10)	Yes				
13	Recommendation of Board	17(11)	Yes				
14	Maximum number of Directorships	17A	Yes				
15	Composition of Audit Committee	18(1)	Yes				
16	Meeting of Audit Committee	18(2)	Yes				
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes				
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes				
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes				
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes				

Annexure II							
II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.			
21	Role of Nomination and Remuneration Committee	19(4)	Yes				
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes				
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes				
24	Role of Stakeholders Relationship Committee	20(4)	Yes				
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA				
26	Meeting of Risk Management Committee	21(3A)	NA				
27	Quorum of Risk Management Committee meeting	21(3B)	NA				
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA				
29	Vigil Mechanism	22	Yes				
30	Policy for related party Transaction	23(1), 1(A), (5), (6), & (8)	Yes				

Annexure II							
II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)				