Email:rsdfinance.ltd@gmail.com Web: www.rsdfinancelimited.com

RSD Finance Limited

CIN: L17222WB1963PLC025749

Date: January 13, 2015

To

The Calcutta Stock Exchange Association Limited 7, Lyons Range Kolkata - 700 001

Dear Sir,

(Sub - Submission of Corporate Governance Report for the Quarter ended 31.12.2015)

Pursuant to the Listing Agreement entered into with the Stock Exchange, please find enclosed herewith the Corporate Governance Report for the quarter ended 31.12.2015 as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the note of the same for your record.

Thanking You Yours Faithfully

For RSD Finance Limited

Managing Director

ADMN. OFF.: C/o Alcor Hotel, Holding No. 4, Opp. Indian Petrol Pump, Ramdas Bhatta, Bistupur, Jamshedpur - 831 001. Phone: 0657-6515324, 6620001 Extn. 60 / 47

REGD. OFF.: 224, A.J.C. Bose Road, Krishna Building, 9th Floor, Room No. 902, Kolkata - 700 017, Ph.: 033-6900 0200

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

Name of Listed Entity: RSD Finance Limited
 Quarter ending: 31stDecember 2015

		Category	Date of		No of	Number of	No of post of
Name of the Director	& DIN	(Chairperson , /Executive/N on- Executive/in	Appoint ment in the current term	Tenure*	Directorship in listed entities	memberships in Audit/ Stakeholder	Chairperson in Audit/ Stakeholder
Arra - Anuti-of Kaur	geren, server	dependent/Nominee)*	/cessation		this listed entity	including this listed entity	Committee held in listed entities including this listed entity
number of any directed would but I	AND MARKED	n se silv, se Stysel, Exchin no de constriant il arc	Step sector lits mis-	sore than d	(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)
Rajeev Singh Dugal	ADQPD6038A & 00052037	Managing Director	04/07/2015 (Original Appointment 10/04/1998)	5 Years	1	2	Nil Kanadhartanakaa
Sushil Kumar Khowala	ACKPK4733G	Independent Director	21/06/2013	5 Years	demise Instante Aurabar	3	Director 2
	Name of the Director Rajeev Singh Dugal	Name of the Director PANS & DIN ADQPD6038A & 00052037 Sushil Kumar Khowala ACKPK4733G	Name of the Director PANS (Category (Chairperson /Executive/N on- Executive/in dependent/Nominee) ADQPD6038A 00052037 Managing Director ACKPK4733G Independent Director	Name of the Director PANS (Category (Chairperson /Executive/N on-Executive/in dependent/Nominee) ADQPD6038A 8 00052037 ADQPD6038A 8 00052037 Managing Director O4/07/2015 (Original Appointment 10/04/1998) Sushil Kumar Khowala ACKPK4733G Independent Director 21/06/2013	Name of the Director PAN	Name of the Director Response of the Director Response of the Director Response of the Director Response of the Director of Appoint ment in the current term of the entities of the entiti	Rajeev Singh Dugal ADQPD6038A 00052037 Appoint ment in the current term /cessation Appoint ment in the current in the curre

For RSD FINANCE LTD. Managing Director.

Mr	Mr. Malkeet Singh Saini	AELPS0151H	Independent Director	29/05/2014	5 Years	Jakman Santin	3	Director Oregics 1
4, 850	England Relationals Consumer	02592649	Ades Dec	Inpues Sorgii I. Sudtol Menas f Isolicae Smoo	agill), Proposition of Radini	dember Suirman Kombos	Braneging Di Indopendent Cottoskrotost	op# Diactor
Mr	Mr. Roop Narayan Choudhary	AATPC8671L & 00583184	Independent Director	04/07/2015	5 Years	re citi g ory	ne in Allegod	Nil
Mr	Mrs. Anureet Kaur	BPYPK4471H & 07136456	Women & Independent Director	26/03/2015	5 Years	1	Nil	Nil

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees Name of Committee	Name of Committee members	Category (Chairperson/Executive/NonExecutive e/independent/Nominee) \$
1. Audit Committee	Mr.Rajeev Singh Dugal, - Member Mr. Sushil Kumar Khowala - Chairman Mr. Malkeet Singh Saini - Member	Managing Director Independent Director Independent Director
2. Nomination & Remuneration Committee	Mr.Malkeet Singh Saini - Chairman Mr.Sushil Kumar khowala - Member Mr. Roop Narayan Choudhary - Member	Independent Director Independent Director Independent Director

For RSD FINANCE LTD.

Managing Director

^{\$}PAN number of any director would not be displayed on the website of Stock Exchange
⁸Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

3. Risk Management Committee (if applicable)				Managing Director Independent Director Independent Director	
4. Stakeholders Relationship Committee'			owala -Chairman nini - Member	Managing Director Independent Director Independent Director	
cutive/non-executi	ive/independent/Nomine	e. if a director fits into m	nore than one category	write all categories separating them with	
III. Meeting of Board of Directors Date(s) of Meeting (if any) in the previous quarter Date(s) of Meeting (if any) in the			ter	Maximum gap between any two consecutive (in number of days)	
of Quorum me	in the pre		Maximum gap between	any two consecutive meetings in number of days*	
Yes	13.08.20	015		91 Days	
Yes	Commit 3. Nomina	tee – 04.08.2015 tion &	LARCEOTS, SHY COMME	93 Days	
Yes		Management of the control of the con		93 Days	
1	cutive/non-execution Directors Directors	Directors Directors Directors Directors Directors Directors Directors Date(s) of Meeting (if a 2015, 13/08/2015, 20/11/2015 Whether requirement of Quorum met (details) Pes 13.08.2 Yes 2. Stakeho Commit 3. Nomina Remunic	mittee' Mr. Rajeev Singh Dug Mr. Sushil Kumar Kho Mr. Malkeet Singh Sa cutive/non-executive/independent/Nominee. if a director fits into m Directors Date(s) of Meeting (if any) in the relevant quar 15, 13/08/2015, 15/10/2015, 15/10/2015, 05/11/2015, 12/11/2015 Whether requirement of Quorum met (details) 1. Audit Committee — 13.08.2015 2. Stakeholder Relationship Committee — 04.08.2015 3. Nomination & Committee	mittee' Mr. Malkeet Singh Saini Mr. Rajeev Singh Dugal, Mr. Sushil Kumar Khowala Mr. Malkeet Singh Saini Mr. Malkeet Singh Dugal, Mr. Sushil Kumar Khowala Mr. Malkeet Singh Saini Mr. Malkeet Singh Saini Member Chairman Mr. Malkeet Singh Saini Member Chairman Ant Defended of the committee in the previous quarter In Judic Co	

For RSD FINANCE LTD.

Managing Director.

· Subject	Compliance status (Yes/No/NA) ^{reter note below}	Y
Whether prior approval of audit committee obtained	NA	
Whether shareholder approval obtained for material RPT	Diver Impary 13, 2015 NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

- 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements)
 Regulations, 2015.
- 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.
- 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

FOR RSD FINANCE LTD:

Managing Director.

Name : RAJEEV SINGH DUGAL Designation : Managing Director