

Corporate Governance Report

1.Name of Listed Entity:

RSD Finance Limited

2.Quarter and Year ending:

30.06.2023

3.Whether the Listed entity has Regular Chairperson:

No

4.Whether the Chairperson is related to CEO:

No

Title (Mr / Ms)	Name of the Director	PAN & DIN	Category of directors	Date of Birth	Whether the director is disqualified?	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	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) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	RAJEEV SINGH DUGAL	ADQPD6038A & 00052037	Executive Director - MD	06-12-1957	No	NA	10-04-1998	22-07-2020		1	0	2	0
Mr	SUSHIL KUMAR KHOWALA	ACKPK4733G & 00224539	Non-Executive - Independent Director	06-07-1964	No	NA	21-06-2013	26-09-2018	120.10	1	1	2	2
Mr	HARSH KUMAR PANDEY	AVYPP3991Q & 08877286	Non-Executive - Independent Director	09-01-1985	No	NA	15-09-2020	15-09-2020	33.16	1	1	2	0
Mr	SUKANT BARI	AQQPB4805N & 08967991	Non-Executive - Independent Director	15-10-1984	No	NA	21-11-2020	21-11-2020	31.10	1	1	0	0
Mrs	KAWALJEET KAUR DUGAL	ACTPD7965J & 00052100	Non-Executive - Non Independent Director	26-07-1964	No	NA	13-08-2020	28-09-2021		1	0	0	0
Ms	UPNEET DUGAL	ALQPD5263R & 07680726	Executive Director	26-09-1992	No	NA	28-12-2016	30-09-2022		1	0	0	0

II. Composition of Committees					
Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	Category	Date of Appointment	Date of Cessation
Audit Committee	Yes	SUSHIL KUMAR KHOWALA	Chairperson	06-09-2014	-
		RAJEEV SINGH DUGAL	Member	06-09-2014	-
		HARSH KUMAR PANDEY	Member	21-11-2020	
Nomination and Remuneration Committee	Yes	HARSH KUMAR PANDEY	Chairperson	15-09-2020	
		SUSHIL KUMAR KHOWALA	Member	06-09-2014	
		SUKANT BARI	Member	21-11-2020	
Stakeholders Relation Committee	Yes	SUSHIL KUMAR KHOWALA	Chairperson	06-09-2014	
		RAJEEV SINGH DUGAL	Member	06-09-2014	
		HARSH KUMAR PANDEY	Member	15-09-2020	
Risk Management Committee	Yes	RAJEEV SINGH DUGAL	Chairperson	15-09-2020	
		SUSHIL KUMAR KHOWALA	Member	06-09-2014	
		HARSH KUMAR PANDEY	Member	21-11-2020	
Corporate Social Responsibility Committee	Yes	RAJEEV SINGH DUGAL	Chairperson	14-08-2017	
		SUSHIL KUMAR KHOWALA	Member	14-08-2017	
		UPNEET DUGAL	Member	14-08-2017	
		KAWALJEET KAUR DUGAL	Member	13-11-2021	

III.Meeting of Board

Date(s) of meeting (Enter dates of Previous quarter i.e. 01.01.2023 to 31.03.2023 and 01.04.2023 to 30.06.2023 Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
14-02-2023		Yes	6	3
28-02-2023	13	Yes	6	3
29-05-2023	89	Yes	6	3

IV. Committee Meetings

Audit Committee

Date(s) of meeting (Enter dates of Previous quarter i.e. 01.01.2023 to 31.03.2023 and 01.04.2023 to 30.06.2023 Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
14-02-2023		Yes	3	2
29-05-2023	103	Yes	3	2

Nomination and Remuneration Committee

Date(s) of meeting (Enter dates of Previous quarter i.e. 01.01.2023 to 31.03.2023 and 01.04.2023 to 30.06.2023 Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
28-02-2023	NA	Yes	3	3

Stakeholder Relationship Committee

Date(s) of meeting (Enter dates of Previous quarter i.e. 01.01.2023 to 31.03.2023 and 01.04.2023 to 30.06.2023 Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
22-03-2023	NA	Yes	2	1

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	

VI.Affirmations			Annexure I
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)	NA	
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	

