

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **R. S. Software (India) Limited**
 2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Dir ect or	D I N	P A N	Cat ego ry (Ch air per son / Exe cutiv e/ No n- Exec utive/ Inde pend ent/ Nomi nee)	S u b C a t e g o r y	Ini tia l D a t e of A p p oi nt m e nt	Dat e of App oint m e nt	Dat e of ces sati on	T e n ur e	D a t e of Bir th	Wh eth er spe cial res olut ion pas sed ?	D a t e of p a ss in g s p e ci al res olut ion	N o. of Di rec tor s h i p in lis ted en t iti e s in cl u di n g th is lis ted en t ity	No of Inde pend ent Dire ctor ship in lis ted ent itie s incl udi ng this lis ted ent ity	No of me mber ships in Au dit/ Sta keh older Com mit tee(s) incl udi ng this lis ted ent ity	No of po st of Ch air per son in Au dit/ St ak eh older Com mit tee held in lis ted ent itie s incl ud	Me mber ship in Com mit tees of the Com pany	Rem arks
---	---------------------------------------	-------------	-------------	---	---	--	---	-------------------------------------	------------------------	-------------------------------------	---	--	--	--	---	---	--	-------------

															ing thi s list ed en tity		
M r.	Raj nit Rai Jai n	0 0 1 2 2 9 4 4 2	A C L PJ 1 4 8 3 B	C & ED	02- Dec - 19 87	02- Dec- 1987			1 0- S e p- 1 9 5 6			1	0	2	0	AC,SC, NRC	Exec utive Dire ctor- Chai rma n
M r.	Shi tal Ku ma r Jai n	0 0 0 4 7 4 7 4	A A A PJ 4 3 8 8 G	ID	04- Dec - 20 06	01- Apr- 2019		1 5 1	1 2- S e p- 1 9 3 9			2	2	2	1	AC,SC, NRC	Non- Exec utive Inde pend ent Dire ctor
M r.	Raj ase kha r Ra ma raj	0 0 9 0 2 7 9	A A F P R 5 4 5 4 C	ID	01- Ma y- 20 09	01- Apr- 2019		1 2 2	1 6- F e b- 1 9 5 0			2	2	2	1	AC,SC, NRC	Non- Exec utive Inde pend ent Dire ctor
M	Sar	0	A	NED	20-	20-			0			1	0	0	0	NA	Non-

rs	ita	0	N			Jan	Jan-			7-							Exec	
.	Jai	2	F			-	1988			S							utive	
	n	0	PJ			88				e							Non-	
		6	0							p-							Inde	
		7	9							1							pend	
		4	9							9							ent	
		3	0							5							Dir	
		A								7							ector	
M	Ric	0	A	ID		28-	01-		1	2			1	1	1	0	AC,NR	Non-
r.	har	3	M			Jul-	Apr-		1	2-							C	Exec
	d	3	T			20	2019		9	D								utive
	Nic	7	P			09				ec								Inde
	hol	5	L							-								pend
	as	7	8							1								ent
	La	7	7							9								Dir
	un	2	0							4								ector
	der	9	N							9								

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rajasekhar Ramaraj	ID	Chairperson	01-Apr-2019	
2	Richard Nicholas Launder	ID	Member	01-Apr-2019	
3	Shital Kumar Jain	ID	Member	30-Jul-2008	
4	Rajnit Rai Jain	C & ED	Member	04-Oct-2008	

Company Remarks	Audit Committee
-----------------	-----------------

Whether Permanent chairperson appointed	Yes
---	-----

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Shital Kumar Jain	ID	Chairperson	03-Oct-2008	
2	Rajnit Rai Jain	C & ED	Member	22-Aug-1994	
3	Rajasekhar Ramaraj	ID	Member	01-Apr-2019	

Company Remarks	Stakeholders' Relationship Committee
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
----------------	-----------------------------	-----------------	-------------------------------	-------------------------	-----------------------

Company Remarks	
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Richard Nicholas Launder	ID	Chairperson	01-Apr-2019	
2	Rajasekhar Ramaraj	ID	Member	22-Apr-2016	
3	Rajnit Rai Jain	C & ED	Member	23-Jan-2004	
4	Shital Kumar Jain	ID	Member	23-Jan-2004	

Company Remarks	Nomination and Remuneration Committee
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting	Date(s) of Meeting	Whether	Number of	Number of Independent
--------------------	--------------------	---------	-----------	-----------------------

(if any) in the previous quarter	(if any) in the relevant quarter	requirement of Quorum met	Directors present	Directors present
22-Jan-2019	30-Apr-2019	Yes	4	3
29-Jan-2019	30-Apr-2019	Yes	2	1

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	22-Jan-2019	30-Apr-2019	Yes	4	3
Stakeholders Relationship Committee	21-Jan-2019	29-Apr-2019	Yes	2	1
Nomination & Remuneration Committee		30-Apr-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

v. **Related Party Transactions**

Subject	Compliance status	Remark
----------------	--------------------------	---------------

	(Yes/No/NA)	
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
---	--

VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

Name : **Vijendra Surana**
Designation : **Company Secretary & Compliance Officer**