

### General information about company

Scrip code	517447
NSE Symbol	RSSOFTWARE
MSEI Symbol	NOTLISTED
ISIN	INE165B01029
Name of the entity	R.S.SOFTWARE (INDIA) LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
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

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Rajnit Rai Jain	ACLPJ1483B	00122942	Executive Director	Chairperson related to Promoter	CEO-MD	10-09-1956
2	Mr	Rajasekhar Ramaraj	AAFPR5454C	00090279	Non-Executive - Independent Director	Not Applicable	Shareholder Director	16-02-1950
3	Mrs	Sarita Jain	ANFPJ0990A	00206743	Non-Executive - Non Independent Director	Not Applicable		07-09-1957
4	Mr	Richard Nicholas Launder	AMTPL8709N	03375772	Non-Executive - Independent Director	Not Applicable	Shareholder Director	22-12-1949
5	Mr	Cedarampattu S Mohan	DOEPM1515P	01308472	Non-Executive - Independent Director	Not Applicable		01-12-1968
6	Mr	Peter Sweers	ZZZZZ9999Z	10366047	Non-Executive - Independent Director	Not Applicable		29-06-1963

**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

### I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-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 [with reference to proviso to 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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		02-12-1987	02-12-1987			1	0	2	0		
2	No		01-05-2009	01-04-2019		173	1	1	2	2		
3	No		20-01-1988	20-01-1988			1	0	0	0		
4	No		28-07-2009	01-04-2019		170	1	1	2	0		
5	No		01-02-2023	26-03-2023		10	1	1	0	0		
6	No		21-10-2023	21-10-2023		2	1	1	0	0	Textual Information(1)	

**Text Block**

Textual Information(1)

Mr. Peter Sweers is a Foreign Director from Canada, he doesn't have PAN.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00122942	Rajnit Rai Jain	Executive Director	Member	04-10-2008		
2	00090279	Rajasekhar Ramaraj	Non-Executive - Independent Director	Chairperson	01-04-2019		
3	03375772	Richard Nicholas Launder	Non-Executive - Independent Director	Member	01-04-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00122942	Rajnit Rai Jain	Executive Director	Member	23-01-2004		Textual Information(1)
2	00090279	Rajasekhar Ramaraj	Non-Executive - Independent Director	Member	22-04-2016		
3	03375772	Richard Nicholas Launder	Non-Executive - Independent Director	Chairperson	01-04-2019		
4	01308472	Cedarampattu S Mohan	Non-Executive - Independent Director	Member	10-11-2023		

**Sr Text Block**

Textual Information(1)

Invitee Member



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00122942	Rajnit Rai Jain	Executive Director	Member	22-08-1994		
2	00090279	Rajasekhar Ramaraj	Non-Executive - Independent Director	Chairperson	01-04-2019		
3	03375772	Richard Nicholas Launder	Non-Executive - Independent Director	Member	25-04-2023		

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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00122942	Rajnit Rai Jain	Executive Director	Chairperson	10-06-2010		
2	00090279	Rajasekhar Ramaraj	Non-Executive - Independent Director	Member	10-06-2010		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00122942	Rajnit Rai Jain	Executive Committee	Executive Director	Chairperson	
2	00090279	Rajasekhar Ramaraj	Executive Committee	Non-Executive - Independent Director	Member	
3	03375772	Richard Nicholas Launder	Executive Committee	Non-Executive - Independent Director	Member	
4	01308472	Cedarampattu S Mohan	Executive Committee	Non-Executive - Independent Director	Member	
5	10366047	Peter Sweers	Executive Committee	Non-Executive - Independent Director	Member	

## Annexure 1

### Annexure 1

#### 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 (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	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	25-07-2023				Yes	5	3	2
2		10-11-2023	107		Yes	6	5	3

## Annexure 1

### 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 (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	25-07-2023				Yes	3	3	2	2
2	Audit Committee	10-11-2023	107			Yes	3	3	2	2
3	Nomination and remuneration committee	25-07-2023				Yes	3	3	2	2
4	Nomination and remuneration committee	09-11-2023	106			Yes	3	3	2	2
5	Stakeholders Relationship Committee	25-07-2023				Yes	3	3	2	1
6	Stakeholders Relationship Committee	09-11-2023	106			Yes	3	3	2	1

## Annexure 1

### IV. Meeting of Committees

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 (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)
7	Other Committee	25-07-2023		Executive Committee		Yes	4	3	2	2
8	Other Committee	09-11-2023	106	Executive Committee		Yes	5	4	3	2

## Annexure 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	NA	



## Annexure 1

### 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)	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

### Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Vijendra Kumar Surana
2	Designation	Company Secretary and Compliance Officer

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

### Signatory Details

Name of signatory	Vijendra Kumar Surana
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	03-01-2024

