

### 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	30-06-2023
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**

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																			
		Disqualification of Directors under section 164 of the Companies Act, 2013																			
DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (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)	Notes for not providing PAN	Notes for not providing DIN
33B	00122942	Executive Director	Chairperson related to Promoter	CEO-MD	10-09-1956	No				Active	NA		02-12-1987	02-12-1987		1	0	2	0		
54C	00090279	Non-Executive - Independent Director	Not Applicable	Shareholder Director	16-02-1950	No				Active	No		01-05-2009	01-04-2019	167	1	1	2	2		
00A	00206743	Non-Executive - Non Independent Director	Not Applicable		07-09-1957	No				Active	No		20-01-1988	20-01-1988		1	0	0	0		
009N	03375772	Non-Executive - Independent Director	Not Applicable	Shareholder Director	22-12-1949	No				Active	No		28-07-2009	01-04-2019	164	1	1	2	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

AN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (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)	Notes for not providing PAN	Notes for not providing DIN
41515P	01308472	Non-Executive - Independent Director	Not Applicable		01-12-1968	No				Active	No		01-02-2023	01-02-2023		4	1	1	0	0		

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		
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		

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	

**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	01-02-2023				Yes	6	3	2
2		25-04-2023	82		Yes	5	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	01-02-2023				Yes	4	3	2	2
2	Audit Committee	25-04-2023	82			Yes	3	3	2	2
3	Nomination and remuneration committee	31-01-2023				Yes	4	3	2	2
4	Nomination and remuneration committee	24-04-2023	82			Yes	3	3	2	2
5	Stakeholders Relationship Committee	31-01-2023				Yes	3	2	1	1
6	Stakeholders Relationship Committee	24-04-2023	82			Yes	2	2	1	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	31-01-2023		Executive Committee		Yes	5	3	2	2
8	Other Committee	24-04-2023	82	Executive Committee		Yes	4	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

<b>Signatory Details</b>	
Name of signatory	Vijendra Kumar Surana
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	08-07-2023



