

| XBRL Excel Utility | |
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| 5. | Steps for Filing Corporate Governance Report |
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1. Overview

The excel utility can be used for creating the XBRL/XML file for filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com).

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index

| | | |
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| 4 | Meeting of BOD | Annexure I - Meeting of BOD |
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4. Import XBRL file

1. Now you can import and view previously generated XBRL files by clicking Import XBRL button on General information sheet.

5. Steps for Filing Corporate Governance Report

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

II. Validating Sheets: Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on "Generate XML" to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.



V. Generate Report : Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes



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| | |
|---------------------------------|------------------------|
| Scrip code | 530179 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE015F01019 |
| Name of the entity | RSC INTERNATIONAL LTD. |
| Date of start of financial year | 01-04-2018 |
| Date of end of financial year | 31-03-2019 |
| Reporting Quarter | Yearly |
| Date of Report | 31-03-2019 |
| Risk management committee | Not Applicable |

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ended date only[Prev](#)[Next](#)

| Annexure 1 | | | | | | | | | | | | | | | |
|----------------------------------------------------------------------|-----------------|----------------------|------------|----------|------------------------------------------|-------------------------|-------------------------|-----------------------------------------|-------------------|--------------------------------|--------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|-----------------------------|
| Annexure 1 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 | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIR | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 23(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 DIR |
| 1 | Mr | (JYAMCHAND) JAIN | ARPZ0166B | 00469094 | Executive Director | Chairperson | | 30-09-2015 | | | 1 | 0 | 0 | | |
| 2 | Mr | ANKUR JAIN | AHDF15281H | 01179847 | Non-Executive - Non Independent Director | Not Applicable | | 30-09-2016 | | | 1 | 0 | 0 | | |
| 3 | Ms | ALKA JAIN | 48JPR5279 | 00469124 | Non-Executive - Non Independent Director | Not Applicable | | 28-09-2017 | | | 1 | 0 | 0 | | |
| 4 | Mr | Kailash Chand Dubai | ACDP03679 | 02641949 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | | 72 | 1 | 1 | 0 | | |
| 5 | Mr | Ram Prakash Agarwal | AAHCS2854L | 00213109 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | | 72 | 1 | 1 | 1 | | |
| 6 | Mr | Bhishu Bansal | AGPR7884D | 02202667 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | | 72 | 1 | 2 | 0 | | |



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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto March 31, 2019.
3. Date of Cessation must be for the current quarter only, i.e. January 1,2019 to March 31,2019.

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 | 00213186 | Ram Prakash Agarwal | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | 147 |
| 2 | 02641949 | Kailash Chand Dusad | Non-Executive - Independent Director | Member | 30-09-2014 | | 148 |
| 3 | 02292667 | Jitendra Bansal | Non-Executive - Independent Director | Member | 30-09-2014 | | 149 |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

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 | 00213186 | Ram Prakash Agarwal | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | 150 |
| 2 | 02641949 | Kailash Chand Dusad | Non-Executive - Independent Director | Member | 30-09-2014 | | 151 |
| 3 | 02292667 | Jitendra Bansal | Non-Executive - Independent Director | Member | 30-09-2014 | | 152 |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

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 | 00213186 | Ram Prakash Agarwal | Non-Executive - Independent Director | Chairperson | 30-09-2014 | | 153 |
| 2 | 02641949 | Kailash Chand Dusat | Non-Executive - Independent Director | Member | 30-09-2014 | | 154 |
| 3 | 02292667 | Jitendra Bansal | Non-Executive - Independent Director | Member | 30-09-2014 | | 155 |
| 4 | | | | | | | |
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| 6 | | | | | | | |
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| 8 | | | | | | | |
| 9 | | | | | | | |
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| Risk Management Committee | | | | | | | |
|-----------------------------------------------------------------|------------|---------------------------|------------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management 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 | 00498094 | Gyan Chand Jain | Executive Director | Chairperson | 29-09-2018 | | 145 |
| 2 | 01129847 | Ankur Jain | Non-Executive - Non Independent Director | Member | 30-09-2016 | | 146 |
| 3 | | | | | | | |
| 4 | | | | | | | |
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| 7 | | | | | | | |
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| Corporate Social Responsibility Committee | | | | | | | |
|---------------------------------------------------------------------------------|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | | | | | | | |
| 2 | | | | | | | |
| 3 | | | | | | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |



| Other Committee | | | | | | |
|-----------------|------------|---------------------------|--------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committees | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | | | | | | |
| 2 | | | | | | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
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Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | Add Notes | |
|------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------|
| Sr | 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) | Notes for not providing Date |
| Add Delete | | | |
| 1 | 10-11-2018 | | |
| 2 | 12-02-2019 | 93 | |

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Disclosure of notes on meeting of committees explanatory

Add Notes

| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee | Reason for not providing date |
|----|-------------------------------------|-------------------------------------------------------------|--------------------------------------------|---------------------------|-------------------------------------------------------------|----------------------------------------------------------------------|-------------------------|-------------------------------|
| 1 | Audit Committee | 12-02-2019 | Yes | | 10-11-2018 | 93 | | |
| 2 | Stakeholders Relationship Committee | 14-01-2019 | Yes | | 13-10-2018 | 92 | | |

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| 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 | NA | |
| 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 | |
| Disclosure of notes on related party transactions | | | Add Notes |
| Disclosure of notes of material transaction with related party | | | Add Notes |

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

| Sr | Item | Compliance status | If status is "No" details of non-compliance may be given here. | Web address |
|----|-----------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------------------------------------------------------|---------------|
| 1 | Details of business | Yes | | www.rscltd.in |
| 2 | Terms and conditions of appointment of independent directors | Yes | | www.rscltd.in |
| 3 | Composition of various committees of board of directors | Yes | | www.rscltd.in |
| 4 | Code of conduct of board of directors and senior management personnel | Yes | | www.rscltd.in |
| 5 | Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | | www.rscltd.in |
| 6 | Criteria of making payments to non-executive directors | NA | | |
| 7 | Policy on dealing with related party transactions | Yes | | www.rscltd.in |
| 8 | Policy for determining "material" subsidiaries | NA | | |
| 9 | Details of familiarization programmes imparted to independent directors | Yes | | www.rscltd.in |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | | www.rscltd.in |
| 11 | email address for grievance redressal and other relevant details | Yes | | www.rscltd.in |
| 12 | Financial results | Yes | | www.rscltd.in |
| 13 | Shareholding pattern | Yes | | www.rscltd.in |
| 14 | Details of agreements entered into with the media companies and/or their associates | NA | | |
| 15 | New name and the old name of the listed entity | NA | | |
| 16 | Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block] | | Add Notes | |

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| Annexure 1 | | |
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| 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 100 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 |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | <input type="button" value="Add Notes"/> |

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| Annexure 1 | | |
|------------|-------------------|-------------------|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | Mr. G.C. Jain |
| 2 | Designation | Director |



| Annexure II | | | | |
|--------------------------------------|-------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------------|----------------------------------------------------------------|
| II. Annual Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 10(1)(b) & 25(6) | Yes | |
| 2 | Board composition | 17(1) | Yes | |
| 3 | Meeting of Board of directors | 17(2) | Yes | |
| 4 | Review of Compliance Reports | 17(3) | Yes | |
| 5 | Plans for orderly succession for appointments | 17(4) | NA | |
| 6 | Code of Conduct | 17(5) | Yes | |
| 7 | Fees/compensation | 17(6) | NA | |
| 8 | Minimum Information | 17(7) | Yes | |
| 9 | Compliance Certificate | 17(8) | Yes | |
| 10 | Risk Assessment & Management | 17(9) | NA | |
| 11 | Performance Evaluation of Independent Directors | 17(10) | Yes | |
| 12 | Composition of Audit Committee | 18(1) | Yes | |
| 13 | Meeting of Audit Committee | 18(2) | Yes | |
| 14 | Composition of nomination & remuneration committee | 19(1) & (2) | Yes | |
| 15 | Composition of Stakeholder Relationship Committee | 20(1) & (2) | Yes | |
| 16 | Composition and role of risk management committee | 21(1),(2),(3),(4) | Yes | |
| 17 | Vigil Mechanism | 22 | Yes | |
| 18 | Policy for related party transaction | 23(1),(5),(6),(7) & (8) | Yes | |
| 19 | Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | NA | |
| 20 | Approval for material related party transactions | 23(4) | NA | |
| 21 | Composition of Board of Directors of unlisted material Subsidiary | 24(1) | NA | |
| 22 | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) & (6) | NA | |
| 23 | Maximum Directorship & Tenure | 25(1) & (2) | Yes | |
| 24 | Meeting of independent directors | 25(3) & (4) | Yes | |
| 25 | Familiarization of independent directors | 25(7) | Yes | |
| 26 | Memberships in Committees | 26(1) | Yes | |
| 27 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes | |
| 28 | Disclosure of Shareholding by Non-Executive Directors | 26(4) | Yes | |
| 29 | Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes | |
| Any other information to be provided | | | | Add Notes |

| Annexure II | |
|---------------------|---------------|
| 1 Name of signatory | Mr. G.C. Jain |
| 2 Designation | Director |



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| Annexure II | | |
|--------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| III. Affirmations | | |
| Sr | Particulars | Compliance status (Yes/No/NA) |
| 1 | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA |
| Any other information to be provided | | Add Notes |

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| Annexure II | | |
|-------------|-------------------|----------------|
| 1 | Name of signatory | Mr. G. C. Jain |
| 2 | Designation | Director |



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Signatory Details

| | |
|-----------------------|----------------|
| Name of signatory | Mr. G. C. Jain |
| Designation of person | Director |
| Place | Jaipur |
| Date | 11-04-2019 |

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