

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 - **31-Dec-2023**

i. Composition Of Board Of Director

| T i t l e (M r . / M s) | N a m e o f t h e D i r e c t o r | D I N | P A N | C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e) | S u b C a t e g o r y | I n i t i a l D a t e o f A p p o i n t m e n t | D a t e o f A p p o i n t m e n t | D a t e o f c e s s a t i o n | T e n u r e | D a t e o f B i r t h | W h e t h e r t h e d i r e c t o r i s d i s q u a l i f i e d ? | S t a r t D a t e o f d i s q u a l i f i c a t i o n | E n d D a t e o f d i s q u a l i f i c a t i o n | D e t a i l s o f d i s q u a l i f i c a t i o n | C u r r e n t s t a t u s | W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ? [R e f e r R e g . 17 (1 A) o f L i s t i n g R e g u l a t i o n s] | D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n | N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y [i n r e f e r e n c e t o R e g u l a t i o n 17 A (1)] | N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y [W i t h r e f e r e n c e t o p r o v i s o | N o o f m e m b e r s h i p i n A u d i t/ S t a k e h o l d e r C o m m i t t e (s) i n c l u d i n g t h i s l i s t e d e n t i t y | N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t | M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y | R e m a r k s |
|---|---|-------------|-------------|--|---|--|---|---|----------------------------|---|---|---|---|---|---|--|--|---|---|---|--|--|---------------------------------|
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|---------------|--|--------------------------------------|--|-------------|--|---|---|--|-------------|---|--------|--|--|--|----------------------------|--------|--|---|---|---|---|-----------------------|
| | Ja in | 4 2 | 4 8 3 B | | | - 1 9 8 7 | 9 8 7 | | | 5 6 | | | | | | | | | | | | |
| M r. | R a j a s e k h a r R a m a r a j | 0 0 0 9 0 2 7 9 | A A F P R 5 4 5 4 C | ID | | 0 1 - M a y - 2 0 0 9 | 0 1- A p r - 2 0 1 9 | | 1 7 3 | 1 6- Fe b- 1 9 5 0 | N o | | | | A c t i v e | N o | | 1 | 1 | 2 | 2 | AC, SC, NR C |
| M r. s. | Sa r i t a J a i n | 0 0 2 0 6 7 4 3 | A N F P J 0 9 9 0 A | N E D | | 2 0 - J a n - 1 9 8 8 | 2 0- J a n- 1 9 8 8 | | | 0 7- Se p- 1 9 5 7 | N o | | | | A c t i v e | N o | | 1 | 0 | 0 | 0 | |
| M r. | Ri c h a r d N i c h o l a s L a u n d e r | 0 3 3 7 5 7 7 2 | A M T P L 8 7 0 9 N | ID | | 2 8 - J u l- 2 0 0 9 | 0 1- A p r - 2 0 1 9 | | 1 7 0 | 2 2- D e c - 1 9 4 9 | N o | | | | A c t i v e | N o | | 1 | 1 | 2 | 0 | AC, SC, NR C |
| M r. | Ce d a r a m p a t t u S M o | 0 1 3 0 8 4 7 2 | D O E P M 1 5 1 5 P | ID | | 0 1 - F e b - 2 0 2 | 2 6- M a r - 2 0 2 3 | | 1 0 | 0 1- D e c - 1 9 6 8 | N o | | | | A c t i v e | N o | | 1 | 1 | 0 | 0 | NR C |

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| | h a n | | | | | 3 | | | | | | | | | | | | | | | | | |
| M r. | P e t e r S w e e r s | 1 0 3 6 6 0 4 7 | Z Z Z Z 9 9 9 9 Z | ID | | 2 1 - 0 c t - 2 0 2 3 | 2 1 - 0 c t - 2 0 2 3 | | 2 | 2 9 - J u n - 1 9 6 3 | N o | | | | A c t i v e | N o | | 1 | 1 | 0 | 0 | | Mr. P e t e r S w e e r s i s a F o r e i g n D i r e c t o r f r o m C a n a d a, h e d o e s n 't h a v e P A N. |

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| Company Remarks | |
| Whether Regular chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | Yes |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of Committee members | Category | Chairperson/Member | Date of Appointment | Date of Cessation |
|---------|---------------------------|----------|--------------------|---------------------|-------------------|
| 1 | Rajnit Rai Jain | C,ED | Member | 04-Oct-2008 | |
| 2 | Rajasekhar Ramaraj | ID | Chairperson | 01-Apr-2019 | |
| 3 | Richard Nicholas Launder | ID | Member | 01-Apr-2019 | |

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|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of Committee members | Category | Chairperson/Member | Date of Appointment | Date of Cessation |
|---------|---------------------------|----------|--------------------|---------------------|-------------------|
| 1 | Rajnit Rai Jain | C,ED | Member | 22-Aug-1994 | |
| 2 | Rajasekhar Ramaraj | ID | Chairperson | 01-Apr-2019 | |
| 3 | Richard Nicholas Launder | ID | Member | 25-Apr-2023 | |

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|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of Committee members | Category | Chairperson/Member | Date of Appointment | Date of Cessation |
|---------|---------------------------|----------|--------------------|---------------------|-------------------|
|---------|---------------------------|----------|--------------------|---------------------|-------------------|

| | |
|---------------------------------------|--|
| Company Remarks | |
| Whether Regular chairperson appointed | |

d. Nomination and Remuneration Committee

| Sr. No. | Name of Committee members | Category | Chairperson/Member | Date of Appointment | Date of Cessation |
|---------|---------------------------|----------|--------------------|---------------------|-------------------|
| 1 | Rajnit Rai Jain | C,ED | Member | 23-Jan-2004 | |
| 2 | Rajasekhar Ramaraj | ID | Member | 22-Apr-2016 | |
| 3 | Richard Nicholas Launder | ID | Chairperson | 01-Apr-2019 | |
| 4 | Cedarampattu S Mohan | ID | Member | 10-Nov-2023 | |

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|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

iii. Meeting of Board of Directors

| Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | 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 |
|---|--|---|--|--|
| 25-Jul-2023 | Yes | 5 | 3 | 2 |
| 10-Nov-2023 | Yes | 6 | 5 | 3 |

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|---|-----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 107 |

iv. Meeting of Committees

| Name of the | Date(s) of meeting (Enter | Whether requirement | Total Number of | Number of Directors | Number of Independen | Number of Members |
|-------------|---------------------------|---------------------|-----------------|---------------------|----------------------|-------------------|
|-------------|---------------------------|---------------------|-----------------|---------------------|----------------------|-------------------|

| Committee | dates of Previous quarter and Current quarter in chronological order) | of Quorum met (Yes/No) | Directors in the Committee as on date of the meeting | present (All directors including Independent Director) | t directors attending the meeting | attending the Meeting (Other than Board of Directors) |
|-------------------------------------|---|------------------------|--|--|-----------------------------------|---|
| Audit Committee | 25-Jul-2023 | Yes | 3 | 3 | 2 | 2 |
| Audit Committee | 10-Nov-2023 | Yes | 3 | 3 | 2 | 2 |
| Nomination & Remuneration Committee | 25-Jul-2023 | Yes | 3 | 3 | 2 | 2 |
| Nomination & Remuneration Committee | 09-Nov-2023 | Yes | 3 | 3 | 2 | 2 |
| Stakeholders Relationship Committee | 25-Jul-2023 | Yes | 3 | 3 | 2 | 1 |
| Stakeholders Relationship Committee | 09-Nov-2023 | Yes | 3 | 3 | 2 | 1 |

| | |
|--|-----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 107 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| 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 | |

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|--------------------------------|--|
| Disclosure of notes on related | |
|--------------------------------|--|

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|---|--|
| party transactions and Disclosure of notes of material related party transactions | |
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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 1000 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:

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Details of cyber security incidence

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| 1.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 |
| 2.Date of the Event | |
| 3.Brief details of the event | |

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

