

General information about company		
Scrip code	539875	
NSE Symbol		
MSEI Symbol		
ISIN	INE616F01022	
Name of the entity	RSD FINANCE LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	The company has neither acquired any shares or voting rights in the unlisted Companies during the quarter under reveiw
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	No Fine and Penalty has been levied on the Company during this quarter
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	There is no such ongoing Tax Litigations or Disputes for this Company.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	There is no such outstanding loan/guarantee balance exists at the end of six months.
Risk management committee	Not Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	r00378	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

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							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
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	RAJEEV SINGH DUGAL	ADQPD6038A	00052037	Executive Director	Not Applicable	MD	06-12-1957
2	Ms	UPNEET DUGAL	ALQPD5263R	07680726	Executive Director	Not Applicable		26-09-1992
3	Mrs	KAWALJEET KAUR DUGAL	ACTPD7965J	00052100	Non-Executive - Non Independent Director	Not Applicable		26-07-1964
4	Mr	MALKEET SING SAINI	AELPS0151H	02592649	Non-Executive - Independent Director	Not Applicable		25-05-1951
5	Mr	PRADEEP KUMAR KHOSLA	ADFPK2967E	06823537	Non-Executive - Independent Director	Not Applicable		10-04-1958
6	Mr	RAJIV SHUKLA	AFWPS5601N	10888285	Non-Executive - Independent Director	Not Applicable		03-11-1962

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) & reg. 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)	Reason for Cessation	Notes for not providing PAN	Notes not provided
1	NA		10-04-1998	22-07-2020			1	0	2	0			
2	NA		28-12-2016	30-09-2022			1	0	0	0			
3	NA		13-08-2020	30-09-2023			1	0	1	0			
4	NA		30-09-2023			18	1	1	2	2			
5	NA		30-09-2023			18	1	1	0	0			
6	NA		27-12-2024			3	1	1	0	0			

Text Block	
Textual Information(1)	No Director has been appointed as a Chairperson.

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	00052037	RAJEEV SINGH DUGAL	Executive Director	Member	06-09-2014		
2	02592649	MALKEET SING SAINI	Non-Executive - Independent Director	Chairperson	01-10-2023		
3	06823537	PRADEEP KUMAR KHOSLA	Non-Executive - Independent Director	Member	04-10-2024		

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	02592649	MALKEET SING SAINI	Non-Executive - Independent Director	Member	04-10-2024		
2	06823537	PRADEEP KUMAR KHOSLA	Non-Executive - Independent Director	Chairperson	04-10-2024		
3	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	22-03-2024		

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	02592649	MALKEET SING SAINI	Non-Executive - Independent Director	Chairperson	01-10-2023		
2	00052037	RAJEEV SINGH DUGAL	Executive Director	Member	06-09-2014		
3	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	04-10-2024		



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
1	02592649	MALKEET SING SAINI	Non-Executive - Independent Director	Member	01-10-2023		
2	00052037	RAJEEV SINGH DUGAL	Executive Director	Chairperson	15-09-2020		
3	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	04-10-2024		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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
1	00052037	RAJEEV SINGH DUGAL	Executive Director	Chairperson	14-08-2017		
2	02592649	MALKEET SING SAINI	Non-Executive - Independent Director	Member	01-10-2023		
3	00052100	KAWALJEET KAUR DUGAL	Non-Executive - Non Independent Director	Member	13-11-2021		
4	07680726	UPNEET DUGAL	Executive Director	Member	14-08-2017		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	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	04-10-2024				Yes	5	5	2
2	14-11-2024		40		Yes	5	5	2
3	03-12-2024		18		Yes	5	5	2
4	27-12-2024		23		Yes	5	5	2
5		18-01-2025	21		Yes	6	6	3
6		14-02-2025	26		Yes	6	6	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	13-11-2024				Yes	3	3	2	0
2	Audit Committee	03-12-2024	19			Yes	3	3	2	0
3	Nomination and remuneration committee	23-12-2024	19			Yes	3	3	2	0
4	Audit Committee	14-02-2025				Yes	3	3	2	0
5	Corporate Social Responsibility Committee	04-03-2025	17			Yes	4	4	1	0
6	Stakeholders Relationship Committee	04-03-2025				Yes	3	3	1	0

**Annexure 1****V. 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	RAJEEV SINGH DUGAL
2	Designation	Managing Director

**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 LODR Regulation**

Sr				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
As per regulation 46(2) of the LODR:				
1.1	Details of business	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
1.2	Memorandum of Association and Articles of Association	Yes		RSD Finance Limited
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
12	Financial results	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
13	Shareholding pattern	Yes		<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		



**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 LODR Regulation**

<b>Sr</b>			
	As per regulation 46(2) of the LODR:		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA	
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA	
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
18	Credit rating or revision in credit rating obtained	NA	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
20	Secretarial Compliance Report	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
21	Materiality Policy as per Regulation 30 (4)	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
23	Disclosures under regulation 30(8)	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	NA	
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA	
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	<a href="https://www.rsdfinancelimited.com/">https://www.rsdfinancelimited.com/</a>

**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'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

## 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.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

## 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.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

## 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.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	RAJEEV SINGH DUGAL
2	Designation	Managing Director

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	Yes
	Any other information to be provided	



Annexure II		
1	Name of signatory	RAJEEV SINGH DUGAL
2	Designation	Managing Director

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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	RAJEEV SINGH DUGAL
Designation of person	Managing Director
Place	JAMSHEDPUR
Date	22-04-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

