

RSD FINANCE LIMITED

CIN: L17222WB1963PLC025749

Date: 12.01.2013

Compliance Report on Corporate Governance

Name of the Company – RSD Finance Limited

Quarter Ending on: 31st December, 2012

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Particulars	Clause Of Listing Agreement	Compliance Status- Yes/No/N.A	Remark
I. Board of Directors	49I	YES	
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors compensation & disclosures	49(IB)	YES	
(C) Other Provisions as to Board & Committees	49(IC)	YES	
(D) Code of Conduct	49(ID)	YES	
II. Audit Committee	49II	YES	
(A) Qualified & Independent audit Committee	49(IIA)	YES	
(B) Meeting of Audit Committee	49(IIB)	YES	
(C) Powers of Audit Committee	49(IIC)	YES	
(D) Role of Audit Committee	49(IID)	YES	
(E) Review of Information by Audit Committee	49(IIE)	YES	
III. Subsidiary Companies	49III	N.A	
IV. Disclosures	49IV	YES	
(A) Basis of related party transactions	49(IVA)	N.A	
(B) Disclosure of Accounting Treatment	49(IVB)	YES	
(C) Board Disclosures	49(IVC)	YES	
(D) Proceeds from Public Issue, Rights Issues, Preferential Issues etc.	49(IVD)	YES	
(E) Remuneration of Directors	49(IVE)	YES	
(F) Management	49(IVF)	YES	
(G) Shareholders	49(IVG)	YES	
V. CEO/CFO Certification	49V	YES	
VI. Report on Corporate Governance	49VI	YES	
VII. Compliance	49VII	YES	