

**Compliance Report on Corporate Governance**  
**RPSG VENTURES LIMITED**

1. Name of Listed Entity : RPSG VENTURES LIMITED

2. Quarter ended : 30 JUNE, 2021

**I. Composition of Board of Directors**

Title Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of appointment	Date of re-appointment	Date of cessation	Tenure (months)	Date of Birth	No of Directorship in listed entities including this listed entity [Regulation 17(A)]	No of Independent Directorship in listed entities including this listed entity [Regulation 17(A)(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity [(Regulation 26(1))]	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [(Regulation 26(1))]
DR	SANJIV GOENKA	AEFPG4689G & 00074796	CHAIRPERSON RELATED TO PROMOTER/NON EXECUTIVE/NON-INDEPENDENT	14.11.2018	03-08-2020	NA	NA	29.01.1961	6	0	6	4
MR	SHASHWAT GOENKA	AOUPG0553L & 03486121	NON-INDEPENDENT/ NON EXECUTIVE	14.11.2018		NA	NA	12.04.1990	5	0	3	0
MR	RAJEEV RAMESH CHAND KHANDELWAL	AFYPK8963P & 08763979	EXECUTIVE	26.06.2020		25.06.2023	NA	22.10.1968	1	0	0	0
MS	GRACE ELIZABETH KOSHIE	AALPK4535B & 06765216	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	31	14.12.1952	3	2	2	1
MR	ARJUN KUMAR	AGGPK0888C & 00139736	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	31	01.12.1970	1	1	2	1
MR	KALAIKURUCHI JAIRAJ	AAMPJ2613A & 01875126	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	31	25.05.1952	3	3	6	2

Whether Regular chairperson appointed

Yes

Whether Chairperson is related to Managing Director or CEO

No

RPSG VENTURES LIMITED

  
Company Secretary

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	ARJUN KUMAR	CHAIRPERSON/INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		SANJIV GOENKA	NON EXECUTIVE/NON INDEPENDENT	14.11.2018	--
		GRACE ELIZABETH KOSHIE	INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		KALAIKURUCHI JAIRAJ	INDEPENDENT/ NON EXECUTIVE	14.08.2019	13.08.2024
2. Nomination & Remuneration Committee	Yes	ARJUN KUMAR	CHAIRPERSON/INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		SANJIV GOENKA	NON EXECUTIVE	14.11.2018	--
		GRACE ELIZABETH KOSHIE	INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
3. Stakeholders Relationship Committee	Yes	SANJIV GOENKA	CHAIRPERSON/NON EXECUTIVE	14.11.2018	--
		SHASHWAT GOENKA	NON-INDEPENDENT/ NON EXECUTIVE	14.11.2018	--
		ARJUN KUMAR	INDEPENDENT/ NON EXECUTIVE	11.02.2019	13.11.2023
4. Risk Management Committee	Yes	SHASHWAT GOENKA	CHAIRMAN/NON-INDEPENDENT/ NON EXECUTIVE	16.06.2021	
		ARJUN KUMAR	INDEPENDENT/ NON EXECUTIVE	16.06.2021	13.11.2023
		RAJEEV RAMESH CHAND KHANDELWAL	EXECUTIVE	16.06.2021	
5. Corporate Social Responsibility Committee	Yes	SHASHWAT GOENKA	CHAIRMAN/NON-INDEPENDENT/ NON EXECUTIVE	14.11.2018	--
		ARJUN KUMAR	INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		RAJEEV RAMESH CHAND KHANDELWAL	EXECUTIVE	26.06.2020	--


III. Meeting of Board of Directors					
Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Whether requirement of Quorum met	No of Directors Present	No of Independent Director Present	Maximum gap between any two consecutive meetings (in number of days)
12-02-2021		Yes	6	3	
30-03-2021		Yes	5	3	45
	16-06-2021	Yes	6	3	77

IV. Meeting of Committees					
Date of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	No of Directors Present	No of Independent Director Present	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
<b>Audit Committee</b>					
16-06-2021	Yes	4	3		
	Yes	4	3	12-02-2021	45
	Yes	4	3	30-03-2021	77
<b>Stakeholders Relationship Committee</b>					
16-06-2021	Yes	3	1		
	Yes	3	1	12-02-2021	
<b>Corporate Social Responsibility Committee</b>					
16-06-2021	Yes	3	1		
		2	1	30-03-2021	
<b>Nomination &amp; Remuneration Committee</b>					
16-06-2021	Yes	3	2		

RPSG VENTURES LIMITED

Company Secretary



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of Audit Committee obtained	Yes *
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
* Omnibus prior approval of Audit Committee is duly taken on Related Party Transactions where appropriate.	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; Remuneration committee</p> <p>c. Stakeholders Relationship committee</p> <p>d. Risk Management Committee (applicable to the top 1000 listed entities)</p> <p>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</p> <p>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</p> <p>5. The report submitted in the previous quarter has been placed and was noted by the Board of Directors .</p>	
 <p>(Sudip Kumar Ghosh) Company Secretary</p>	