

General information about company

| | |
|---------------------------------|-------------------------------|
| Scrip code | 531215 |
| Name of the entity | RTS POWER CORPORATION LIMITED |
| Date of start of financial year | 01-04-2016 |
| Date of end of financial year | 31-03-2017 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2016 |
| Risk management committee | Not Applicable |

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

Is there any change in information of board of directors compare to previous quarter

Yes

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | 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 25(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 |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| 1 | Mr | SARDUL SINGH JAIN | ACWJP3922A | 00013732 | Non-Executive - Independent Director | Chairperson | | 29-09-2014 | | 27 | 6 | 10 | 5 | |
| 2 | Mr | RAJENDRA BHUTORIA | ADPPB9324C | 00013637 | Executive Director | Not Applicable | | 01-04-2012 | | | 1 | 2 | 0 | |
| 3 | Mr | ABHAY BHUTORIA | ADQPB1485K | 00013712 | Executive Director | Not Applicable | MD | 01-12-2015 | | | 1 | 0 | 0 | |
| 4 | Mr | RAM LAL SAINI | ASMPS7371B | 03534117 | Non-Executive - Non Independent Director | Not Applicable | Shareholder Director | 29-09-2015 | | | 1 | 0 | 0 | |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | 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 25(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 |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| 5 | Mrs | RACHNA BHUTORIA | ADOPB0852E | 00977628 | Non-Executive - Non Independent Director | Not Applicable | Shareholder Director | 29-09-2014 | | | 1 | 0 | 0 | |
| 6 | Mr | ALOK KUMAR BANTHIA | ADFPB4063L | 00528159 | Non-Executive - Independent Director | Not Applicable | | 29-09-2014 | | 27 | 1 | 2 | 0 | |

Annexure 1

II. Composition of Committees

| Disclosure of notes on composition of committees explanatory | | | | | |
|--|---------------------------------------|---------------------------|--|-------------------------|-------------------------|
| Is there any change in information of committees compare to previous quarter | | | | | Yes |
| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
| 1 | Audit Committee | Sri Sardul Singh Jain | Non-Executive - Independent Director | Chairperson | |
| 2 | Audit Committee | Sri Rajendra Bhutoria | Executive Director | Member | |
| 3 | Audit Committee | Sri Alok Kumar Banthia | Non-Executive - Independent Director | Member | |
| 4 | Nomination and remuneration committee | Sri Alok Kumar Banthia | Non-Executive - Independent Director | Chairperson | |
| 5 | Nomination and remuneration committee | Sri Sardul Singh Jain | Non-Executive - Independent Director | Member | |
| 6 | Nomination and remuneration committee | Smt Rachna Bhutoria | Non-Executive - Non Independent Director | Member | |
| 7 | Stakeholders Relationship Committee | Sri Sardul Singh Jain | Non-Executive - Independent Director | Chairperson | |
| 8 | Stakeholders Relationship Committee | Sri Rajendra Bhutoria | Executive Director | Member | |
| 9 | Stakeholders Relationship Committee | Sri Alok Kumar Banthia | Non-Executive - Independent Director | Member | |

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

| Sr | 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) |
|----|---|--|---|
| 1 | 12-08-2016 | | |
| 2 | 27-08-2016 | | 14 |
| 3 | 29-09-2016 | | 32 |
| 4 | | 14-11-2016 | 45 |
| 5 | | 20-12-2016 | 35 |

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

| 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 (details) | 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 |
|----|-------------------|---|--|--|---|--|-------------------------|
| 1 | Audit Committee | 14-11-2016 | Yes | All three Members were present including two Independent Directors | 12-08-2016 | 93 | |

Annexure 1

V. Related Party Transactions

| 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 | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | Yes | |
| 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 | | | Textual Information(1) |

Text Block

Related Party Transactions during the quarter ended 31/12/2016 (i.e. from 01/10/2016 to 31/12/2016)

| | Related Parties | Loan taken | Export Sales | Rent | Purchases | Appointment of related parties in the office or place of profit in the Company | Total |
|--|--|------------|--------------|--------|-----------|--|----------|
| | Abhay Transformers Private Limited | 2150000 | | | | | 2150000 |
| | Bhutoria Agrotech Private Limited | 650000 | | | | | 650000 |
| | BLB Cables & Conductors Private Limited | 37650000 | | | | | 37650000 |
| | Rajasthan Transformers & Switchgears Private Limited | 8350000 | | | | | 8350000 |
| | ABAY Energy Private Limited ,Ethiopia | | 27277294 | | | | 27277294 |
| | Bhutoria Transformers & Rectifiers Private Limited | | | 104187 | 13366790 | | 13470977 |
| | Bhutoria Brothers Private Limited | | | 49680 | | | 49680 |
| | Bhutoria Properties | | | 18814 | | | 18814 |
| | | | | | | | |
| | | Salary | Perquisites | Fees | | | |
| | Abhay Bhutoria | 425000 | 127967 | | | 552967 | |

Textual Information(1)

| | | | | | | | |
|--|---------------------------------------|--------|-------|--------|--|--------|---------|
| | Managing Director | | | | | | |
| | Praveen Bhutoria, Whole-time Director | 300000 | 36000 | | | 336000 | |
| | Sharad Bhutoria | 225000 | 27000 | | | 252000 | |
| | R L Saini, Director | | | 150000 | | 150000 | |
| | | | | | | | 1290967 |
| | | | | | | | |

Annexure 1

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: | Textual Information(1) |

Text Block

Textual Information(1)

Full Report submitted in the previous quarter/and draft Annexure 1 of Full Report for this quarter had been placed before the Board of Directors .No adverse comments/observations/advice was given/made by the Board of Directors .

Signatory Details

| | |
|-----------------------|-------------------|
| Name of signatory | JAGABANDHU BISWAS |
| Designation of person | Company Secretary |
| Place | KOLKATA |
| Date | 10-01-2017 |

