

MSEI Symbol	
Scrip code	531215
NSE Symbol	
MSEI Symbol	
ISIN	INE005C01017
Name of the entity	RTS POWER CORPORATION LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
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 for not providing PAN	Notes for not providing DIN
1	Mr	SARDUL SINGH JAIN	ACWPJ3922A	00013732	Non-Executive - Independent Director	Chairperson		29-09-2014		42	6	10	5		
2	Mr	RAJENDRA BHUTORIA	ADPPB9324C	00013637	Executive Director	Not Applicable		01-04-2017			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		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 for not providing PAN	Notes for not providing DIN
5	Mrs	RACHNA BHUTORIA	ADOPB0852E	00977628	Non-Executive - Non Independent Director	Not Applicable		29-09-2014			1	0	0		
6	Mr	ALOK KUMAR BANTHIA	ADFPB4063L	00528159	Non-Executive - Independent Director	Not Applicable	Shareholder Director	29-09-2014		42	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

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00013732	Sardul Singh Jain	Non-Executive - Independent Director	Chairperson	
2	00013637	Rajendra Bhutoria	Executive Director	Member	
3	00528159	Alok Kumar Banthia	Non-Executive - Independent Director	Member	

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00528159	Alok Kumar Banthia	Non-Executive - Independent Director	Chairperson	
2	00013732	Sardul Singh Jain	Non-Executive - Independent Director	Member	
3	00977628	Rachna Bhutoria	Non-Executive - Non Independent Director	Member	

Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00013732	Sardul Singh Jain	Non-Executive - Independent Director	Chairperson	
2	00013637	Rajendra Bhutoria	Executive Director	Member	
3	00528159	Alok Kumar Banthia	Non-Executive - Independent Director	Member	

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

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	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	09-10-2017		
2	20-11-2017		41
3	28-11-2017		7
4	14-12-2017		15
5		25-01-2018	41
6		13-02-2018	18
7		31-03-2018	45

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	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	13-02-2018	Yes	3	14-12-2017	60	
2	Stakeholders Relationship Committee	12-02-2018	Yes	3			

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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Related Party Transactions during the quarter ended 31/03/2018 (i.e. from 01/01/2018 to 31/03/2018)	Related Parties	Loan taken	Annual Interest on Loan	Export Sales	Rent	Purchases	Appointment of related parties in the office or place of profit in the Company	Total
	Bhutoria Agrotech Private Limited		3,630					3630
	Bhutoria Investments Private Limited		85,579					85,579
	BLB Cables & Conductors Private Limited	7,00,000	3,59,338					10,59,338
	Rajasthan Transformers & Switchgears Private Limited	11,00,000	21,75,828					32,75,828
	Ladnun Agricultural Farms Private Limited		31,998					31,998
	ABAY Energy Private Limited Company, Ethiopia			Nil				Nil
	Bhutoria Brothers Private Limited				1,03,656			1,03,656
	Bhutoria Brothers Private Limited				27,960			27,960
	Bhutoria Transformers & Rectifiers Private Limited				1,29,086	Nil		1,29,086
		Salary	Perquisites	Consultancy Fees				
	Abhay Bhutoria Managing Director	7,25,000	1,37,804			8,62,804		
	Rajendra Bhutoria	5,25,000	63,000			5,88,000		

Textual Information(1)

	,Whole-time							
	Director Sharad Bhutoria	3,75,000	45,000			4,20,000		
	R L Saini, Director			3,00,000		3,00,000	21,70,804	21,70,804

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)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SANDIP GUPTA
2	Designation	Company Secretary and Compliance Office

Text Block

Textual Information(1)

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

Annexure II**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 Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.rtspower.com
2	Terms and conditions of appointment of independent directors	Yes		www.rtspower.com
3	Composition of various committees of board of directors	Yes		www.rtspower.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.rtspower.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.rtspower.com
6	Criteria of making payments to non-executive directors	Yes		www.rtspower.com
7	Policy on dealing with related party transactions	Yes		www.rtspower.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.rtspower.com

Annexure II**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 Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.rtspower.com
11	email address for grievance redressal and other relevant details	Yes		www.rtspower.com
12	Financial results	Yes		www.rtspower.com
13	Shareholding pattern	Yes		www.rtspower.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> No <input type="checkbox"/> details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of <input type="checkbox"/> independence <input type="checkbox"/> and/or <input type="checkbox"/> eligibility <input type="checkbox"/>	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	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	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

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	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided - Add Notes				

Annexure II

1	Name of signatory	
2	Designation	

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	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	SANDIP GUPTA
2	Designation	Company Secretary and Compliance Office

Signatory Details

Name of signatory	SANDIP GUPTA
Designation of person	Company Secretary and Compliance Office
Place	KOLKATA
Date	10-04-2018

