

Royal Cushion Vinyl Products Limited

Registered office

60 CD, Shlok, Government Industrial Estate,
Charkop, Kandivali West, Mumbai 400067, INDIA

+91 22 28603516 +9122 28603565

CIN: L24110MH1983PLC031395

www.rcvp.in

January 11, 2016

Fax: 22723121

Bombay Stock Exchange Limited
Corporate Relation Department
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Mumbai 400 001.

Kind Attn: Mr. Rakesh Parekh

Dear Sir,

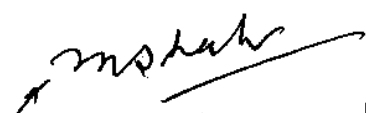
Sub: Regulations 27 (2) of the Listing Agreement for the quarter ended 31.12.2015

We are enclosing the Quarterly Compliance Report on Corporate Governance as required under Regulation 27(2) of the Listing Agreement for the quarter ended 31st December, 2015.

Please take the same on your records.

Thanking you,

Yours faithfully,
For **Royal Cushion Vinyl Products Limited**

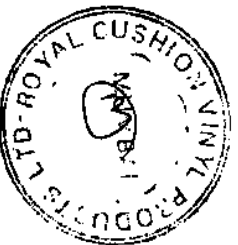

Mahesh Shah
Managing Director
00054351



ROYAL CUSHION VINYL PRODUCTS LIMITED
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
QUARTER ENDING 31st December, 2015

I. Composition of Board of Directors									
Sr. No	Title (Mr./Ms)	Name of the Director	PAN & DIN	Category/(Chairperson/Executive/NonExecutive/Independent/Nominee)&	Date of Appointment in the current term /cessation	Tenu re**	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)
1.	Mr.	Mahesh Kantilal Shah	AIWPS1737L & 00054351	Chairperson & Executive Director	01/04/2005	-	1	--	--
2.	Mr.	Vinod Kantilal Shah	AAGPS4899H & 00054667	Executive Director	28/09/2005	-	1	--	--
3.	Mr.	Deepak Amritlal Motasha	AACPM6040 Q & 00060092	Non - Executive Director	21/09/2004	-	1	Audit Committee:- 1 Stakeholder Committee:- 1	Audit Committee:- 1 Stakeholder Committee:- 1
4.	Mr.	Jayesh Amritlal Motasha	AADPM6897 Q & 00054236	Executive Director	28/09/2005	-	1	--	--
5.	Mr.	Mukesh Amritlal Motasha	AACPM3116 H & 00059929	Non - Executive Director	25/09/2006	-	1	Audit Committee:- 1 Stakeholder Committee:- 1	--
6.	Mr.	Arvind Vadilal Motasha	AABPM7935 R & 00228368	Non - Executive Director	25/09/2006	-	1	Audit Committee:- 1 Stakeholder Committee:- 1	--
7.	Ms.	Kavita Bachwani	ABOPB8993Q & 07239417	Executive Director	30/06/2015	-	1	--	--

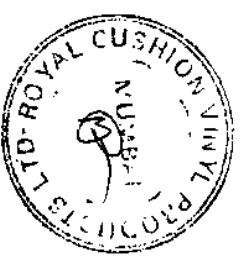
NOTE: - **Since our Company is BIFR and we are trying to appoint Independent Director but none of the outsiders are responding for appointment of Independent Director.



II. Composition of Committees			
Sr.No	Name of Committee	Name of Committee members	Category/(Chairperson /Executive/NonExecutive/Independent/Nominee)s
1.	** Audit Committee	Deepak Amritlal Motasha Mukesh Amritlal Motasha Arvind Amritlal Motasha	Chairperson Non Executive Non Executive
2.	**Nomination & Remuneration Committee	Arvind Amritlal Motasha Deepak Amritlal Motasha Mukesh Amritlal Motasha	Chairperson Non Executive Non Executive
3.	Risk Management Committee(if applicable)	Not applicable	Not applicable
4.	**Stakeholders Relationship Committee	Deepak Amritlal Motasha Mukesh Amritlal Motasha Arvind Amritlal Motasha	Chairperson Non Executive Non Executive

NOTE: - ** Since our Company is BIFR and we are trying to appoint Independent Director but none of the outsiders are responding for appointment of Independent Director.

III. Meeting of Board of Directors			
Sr.No	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
1.	14/08/2015	07/11/2015	86 days
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether 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*
07/11/2015	Yes – three members present	14/08/2015	86 days



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

a. Audit Committee

b. Nomination & remuneration committee

c. Stakeholders relationship committee

d. Risk management committee (applicable to the top 100 listed entities):- **The provisions of risk management committee is not applicable to the Company.**

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements), 2015.

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.

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **As this is first report under new listing agreement, so it is not placed in the Board of Directors meeting and same will be placed under upcoming Board of Directors meeting.**

MRS M

Mahesh Shah
 Managing Director
 (00054351)

