

<b>General information about company</b>	
Scrip code	526193
NSE Symbol	NIL
MSEI Symbol	NIL
ISIN	INE618A01011
Name of the entity	ROYAL CUSHION VINYL PRODUCTS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
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												Textual Information(1)			
Wether the listed entity has a Regular Chairperson												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	ARVIND MOTASHA	AABPM7935R	00228368	Non-Executive - Non Independent Director	Not Applicable		21-11-1983	16-02-2019		0	0	0		
2	Mr	MAHESH SHAH	AIWPS7924H	00054351	Executive Director	Chairperson	MD	21-11-1983			1	0	0		
3	Mr	JAYESH MOTASHA	AADPM6897Q	00054236	Non-Executive - Non Independent Director	Not Applicable		21-11-1983			1	2	1		
4	Mr	VINOD SHAH	AAGPS4899H	00054667	Non-Executive - Non Independent Director	Not Applicable		21-11-1983	14-03-2019		0	0	0		

**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**

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	Mr	DEEPAK MOTASHA	AACPM6040Q	00060092	Non-Executive - Non Independent Director	Not Applicable		21-11-1983	14-03-2019		0	0	0		
6	Mr	MUKESH MOTASHA	AACPM3116H	00059929	Non-Executive - Non Independent Director	Not Applicable		21-11-1983	14-03-2019		0	0	0		
7	Ms	KAVITA BACHWANI	ABOPB8993Q	07239417	Executive Director	Not Applicable		30-06-2015	14-03-2019		0	0	0		
8	Mrs	HARSHA SHAH	AQMPS2453F	08386011	Non-Executive - Independent Director	Not Applicable		11-03-2019		1	1	2	0		

**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**

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
9	Mrs	AVANI PANDIT	AMIPP1596Q	08386003	Non-Executive - Independent Director	Not Applicable		11-03-2019		1	1	2	1		

<b>Text Block</b>	
Textual Information(1)	1)Mr. Vinod Shah was Whole Time Director and due to personal reason his designation was change from Executive Director to Non Executive Director on 16/02/2019 and thereafter he resigned on 14/03/2019. 2)Mr. Jayesh Motasha was Executive Director and due to personal commitment his designation was change from Executive to Non Executive Director on 14/03/2019.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes	Date of Cessation	Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment		
1	00060092	DEEPAK MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
2	00059929	MUKESH MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
3	07239417	KAVITA BACHWANI	Executive Director	Member	30-06-2015	14-03-2019	
4	00054236	JAYESH MOTASHA	Non-Executive - Non Independent Director	Member	14-03-2019		
5	08386011	HARSHA SHAH	Non-Executive - Independent Director	Member	14-03-2019		
6	08386003	AVANI PANDIT	Non-Executive - Independent Director	Chairperson	14-03-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes	Date of Cessation	Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment		
1	00059929	MUKESH MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
2	00060092	DEEPAK MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
3	00228368	ARVIND MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	16-02-2019	
4	00054236	JAYESH MOTASHA	Non-Executive - Non Independent Director	Member	14-03-2019		
5	08386011	HARSHA SHAH	Non-Executive - Independent Director	Member	14-03-2019		
6	08386003	AVANI PANDIT	Non-Executive - Independent Director	Chairperson	14-03-2019		
7	00054667	VINOD SHAH	Non-Executive - Non Independent Director	Member	16-02-2019	14-03-2019	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00059929	MUKESH MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
2	00060092	DEEPAK MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	14-03-2019	
3	00228368	ARVIND MOTASHA	Non-Executive - Non Independent Director	Member	21-11-1983	16-02-2019	
4	00054236	JAYESH MOTASHA	Non-Executive - Non Independent Director	Chairperson	14-03-2019		
5	08386011	HARSHA SHAH	Non-Executive - Independent Director	Member	14-03-2019		
6	08386003	AVANI PANDIT	Non-Executive - Independent Director	Member	14-03-2019		
7	00054667	VINOD SHAH	Non-Executive - Non Independent Director	Member	16-02-2019	14-03-2019	



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

<b>Annexure 1</b>				
<b>Annexure 1</b>				
<b>III. Meeting of Board of Directors</b>				
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)	Notes for not providing Date
1	14-11-2018			
2		12-02-2019	89	
3		16-02-2019	3	
4		11-03-2019	22	
5		14-03-2019	2	

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	Reason for not providing date
1	Audit Committee	12-02-2019	Yes	3	14-11-2018	89		
2	Audit Committee	14-03-2019	Yes	3		29		Reconstitution of the Committee
3	Nomination and remuneration committee	16-02-2019	Yes	3				Reconstitution of the committee
4	Nomination and remuneration committee	11-03-2019	Yes	3		22		Recommendation of the Appointment of Independent Directors
5	Nomination and remuneration committee	14-03-2019	Yes	3		2		Meeting for Appointment of CFO and Reconstitution of Committee
6	Stakeholders Relationship Committee	16-02-2019	Yes	3	31-12-2018	46		

**Annexure 1**

**IV. Meeting of Committees**

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	Reason for not providing date
7	Stakeholders Relationship Committee	14-03-2019	Yes	3		25		Reconstitution of Committee

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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



<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Mahesh Shah
2	Designation	Managing Director

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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.rcvp.in
2	Terms and conditions of appointment of independent directors	Yes		www.rcvp.in
3	Composition of various committees of board of directors	Yes		www.rcvp.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.rcvp.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.rcvp.in
6	Criteria of making payments to non-executive directors	Yes		www.rcvp.in
7	Policy on dealing with related party transactions	Yes		www.rcvp.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.rcvp.in

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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.rcvp.in
11	email address for grievance redressal and other relevant details	Yes		www.rcvp.in
12	Financial results	Yes		www.rcvp.in
13	Shareholding pattern	Yes		www.rcvp.in
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		

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
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)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
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			

<b>Annexure II</b>		
1	Name of signatory	MAHESH SHAH
2	Designation	Managing Director

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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	



<b>Annexure II</b>		
1	Name of signatory	MAHESH SHAH
2	Designation	Managing Director

<b>Signatory Details</b>	
Name of signatory	MAHESH SHAH
Designation of person	Managing Director
Place	MUMBAI
Date	15-04-2019

