

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

"Shlok" 60 – CD,

Govt. Industrial Estate, Charkop,
Kandivali (W), Mumbai – 400 067

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October 12, 2017

Bombay Stock Exchange Limited

Corporate Relation Department

1st Floor, New Trading Ring,

Rotunda Building, Phiroze Jeebhoy Towers,

Mumbai 400 001.

Kind Attn: Mr. Rakesh Parekh

Dear Sir,

Sub: Regulations 27 (2) of the Listing Agreement for the quarter ended 30.09.2017

We are enclosing the quarter Compliance Report on Corporate Governance as required under Regulation 27(2) of the Listing Agreement for the quarter ended 30th September, 2017.

Please take the same on your records.

Thanking you,

Yours faithfully,

For **Royal Cushion Vinyl Products Limited**


Mukesh Motash

Director

00059929



General information about company	
Scrip code	526193
Name of the entity	ROYAL CUSHION VINYL PRODUCTS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
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	No

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	No

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	30-05-2017		
2		22-08-2017	83
3		11-09-2017	19

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory						Textual Information(1)	Name of other committee
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)	
1	Audit Committee	22-08-2017	Yes	TO APPROVE DIRECTORS REPORT, NOTICE ETC AND INTIMATION FOR CONDUCTING ANNUAL GENERAL MEETING	30-05-2017	83	
2	Audit Committee	11-09-2017	Yes	TO APPROVE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30-06-2017		19	
3	Stakeholders Relationship Committee	30-09-2017	Yes	TRANSFER OF SHARES FROM PHYSICAL TO DEMAT	30-06-2017	91	

Text Block	
Textual Information(1)	<p>The Company was registered as a sick company under the provisions of the Sick Industrial Companies (Special Provisions) Act, 1985. The Government of India notified certain provisions of the Insolvency and Bankruptcy Code, 2016 (IBC) w.e.f. December 1, 2016 which had the effect of abatement of the pending proceedings of the Company before the Honble BIFR. Now, the said proceedings will be governed by the provisions of the newly notified IBC laws. The Company has filed an application before NCLT, Mumbai under IBC law on 29.05.2017. However, the management was unable to attract and induct Professional and Independent Directors to meet the requirements of Regulation 36 (3) of the SEBI, LODR.</p>

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	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block	
Textual Information(1)	<p>The Company was registered as a sick company under the provisions of the Sick Industrial Companies (Special Provisions) Act, 1985. The Government of India notified certain provisions of the Insolvency and Bankruptcy Code, 2016 (IBC) w.e.f. December 1, 2016 which had the effect of abatement of the pending proceedings of the Company before the Honble BIFR. Now, the said proceedings will be governed by the provisions of the newly notified IBC laws. The Company has filed an application before NCLT, Mumbai under IBC law on 29.05.2017. However, the management was unable to attract and induct Professional and Independent Directors to meet the requirements of Regulation 36 (3) of the SEBI, LODR.</p>

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)	<p>The Company was registered as a sick company under the provisions of the Sick Industrial Companies (Special Provisions) Act, 1985. The Government of India notified certain provisions of the Insolvency and Bankruptcy Code, 2016 (IBC) w.e.f. December 1, 2016 which had the effect of abatement of the pending proceedings of the Company before the Honble BIFR. Now, the said proceedings will be governed by the provisions of the newly notified IBC laws. The Company has filed an application before NCLT, Mumbai under IBC law on 29.05.2017. However, the management was unable to attract and induct Professional and Independent Directors to meet the requirements of Regulation 36 (3) of the SEBI, LODR.</p>

Annexure III				
Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year				
I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Signatory Details	
Name of signatory	MUKESH MOTASHA
Designation of person	Director
Place	MUMBAI
Date	12-10-2017

