

CORPORATE GOVERNANCE REPORT AS ON 30.09.2019

General information about company	
Scrip code	533470
NSE Symbol	RUSHIL
MSEI Symbol	
ISIN	INE573K01017
Name of the entity	RUSHIL DÉCOR LIMITED
Date of start of financial year	01/04/2019
Date of end of financial year	31/03/2020
Reporting Quarter	Half Yearly
Date of Report	30/09/2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities



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

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

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 Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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	Ghanshyam Ambalal Thakkar	AAJPT5528R	00208843	Executive Director	Chairperson related to Promoter		18/11/1943	08/03/2007	01/09/2017			1	0	1	0		
2	Mr	Krupesh Ghanshyambhai Thakkar	AAJPT5527A	01059666	Executive Director	Not Applicable	MD	21/10/1970	24/05/1993	01/09/2017			1	0	1	0		
3	Mr	Ramanikbhai Tejabhai Kansagara	AJLPK1786D	08341541	Executive Director	Not Applicable		15/09/1963	02/02/2019				1	0	1	0		
4	Mrs	Jingle Thakkar	AIWPT5110G	06941497	Non-Executive - Independent Director	Not Applicable		09/04/1991	07/08/2014	07/08/2019		1	1	1	1	0		
5	Mr	Rohitbhai Bhalalbhair Thakkar	ADCPT5055H	06538323	Non-Executive - Independent Director	Not Applicable		11/04/1955	30/03/2013	27/09/2016		36	1	1	1	0		
6	Mr	Shankar Prasad Bhagat	ACWPB7495G	01359807	Non-Executive - Independent Director	Not Applicable		10/06/1951	01/10/2009	21/09/2019		0	3	3	3	2		

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Audit Committee Details							
Whether the Audit 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	01359807	Shankar Prasad Bhagat	Non-Executive - Independent Director	Chairperson	05/10/2009		
2	06941497	Jingle Thakkar	Non-Executive - Independent Director	Member	08/11/2014		
3	06538323	Rohitbhai Bhailalbai Thakkar	Non-Executive - Independent Director	Member	07/11/2015		
4	08341541	Ramanikbhai Tejabhai Kansagara	Executive Director	Member	02/02/2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	01359807	Shankar Prasad Bhagat	Non-Executive - Independent Director	Chairperson	05/10/2009		
2	06941497	Jingle Thakkar	Non-Executive - Independent Director	Member	08/11/2014		
3	06538323	Rohitbhai Bhailalbai Thakkar	Non-Executive - Independent Director	Member	30/03/2013		
4	00208843	Ghanshyam Ambalal Thakkar	Executive Director	Member	08/11/2014		

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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	01359807	Shankar Prasad Bhagat	Non-Executive - Independent Director	Chairperson	05/10/2009		
2	00208843	Ghanshyam Ambalal Thakkar	Executive Director	Member	05/10/2009		
3	01059666	Krupesh Ghanshyambhai Thakkar	Executive Director	Member	05/10/2009		

Risk Management Committee (Not Applicable)							
Whether the Risk Management Committee has a Regular Chairperson							
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					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00208843	Ghanshyam Ambalal Thakkar	Executive Director	Chairperson	27/05/2014		
2	01059666	Krupesh Ghanshyambhai Thakkar	Executive Director	Member	27/05/2014		
3	01359807	Shankar Prasad Bhagat	Non-Executive - Independent Director	Member	27/05/2014		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	



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 on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	Company had made Material related party transaction with M/s Rushil International , a Partnership firm in which Mr. Krupesh G. Thakkar and Mr. Ghanshyambhai A. Thakkar, Directors of the Company are partners. Approval of shareholders for the said material related party transaction was taken pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 in the 25th Annual General Meeting of the Company held on 21.09.2019.

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 500 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



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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	18/05/2019				Yes	6	3
2		23/07/2019	65		Yes	5	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	18/05/2019				Yes	4	3
2	Audit Committee	23/07/2019	65			Yes	4	3
3	Nomination and remuneration committee	18/05/2019			Last Meeting of Nomination and Remuneration Committee was held on 18.05.2019	Yes	4	3



ANNEXURE-1		
Sr	Subject	Compliance status
1	Name of signatory	Mr. Hasmukh K. Modi
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	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	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	Business Reponsibility Report is not applicable to our Company

Annexure I		
1	Name of signatory	Mr. Hasmukh K. Modi
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Mr. Hasmukh K. Modi
Designation of person	Company Secretary and Compliance Officer
Place	Mr. Hasmukh K. Modi
Date	09-10-2019

