

Corporate Governance

General information about company	
Scrip Code	533470
NSE Symbol	RUSHIL
MSEI Symbol	NOTLISTED
ISIN	INE573K01025
Name of the entity	Rushil Decor Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Half Yearly
Date of Report	30-Sep-2024
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

		Whether the listed entity has a Regular Chairperson		Whether Chairperson is related to MD or CEO		Disqualification of Directors under section 164 of t					
		Yes		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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification
1	Mr.	KRUPESH GHANSHYAMBHAI THAKKAR	AAJPT5527A	01059666	Executive Director	Chairperson related to Promoter		21-Oct-1970	No		
2	Mr.	RUSHIL KRUPESH THAKKAR	ALPPT6806M	06432117	Executive Director	Not Applicable	MD	29-Sep-1992	No		
3	Mr.	RAMANIKBHAI TEJABHAI KANSAGARA	AJLPK1786D	08341541	Executive Director	Not Applicable		15-Sep-1963	No		
4	Mr.	HIREN S. MAHADEVIA	AEQPM6649R	00156429	Non-Executive - Independent Director	Not Applicable		24-Jun-1963	No		
5	Mr.	KANTILAL AMBALAL PUJ	ADGPP6425R	09273355	Non-Executive - Independent Director	Not Applicable		02-May-1949	No		
6	Ms.	SHREYABEN MILANKUMAR SHAH	DXFPS2057J	09726000	Non-Executive - Independent Director	Not Applicable		18-Dec-1993	No		
7	Mr.	SHANKAR PRASAD BHAGAT	ACWPB7495G	01359807	Non-Executive - Independent Director	Not Applicable		10-Jun-1951	No		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

.The Board of Directors of the company at their meeting held on 01.08.2024 have re-constituted Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and CSR Committee w.e.f. 09.08.2024. Mr. Kantilal Ambalal Puj was designated as Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee w.e.f. 09.08.2024. Earlier, he was as Member of the Audit Committee and Nomination and Remuneration Committee. Similarly, Mr. Hiren S Mahadevia was entered as member of the Audit Committee and Nomination and Remuneration Committee w.e.f. 09.08.2024 and Mr. Shankar Prasad Bhagat was ceased as Chairman and member of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and CSR Committee w.e.f. 09.08.2024.

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	Ren
1	09273355	KANTILAL AMBALAL PUJ	Non-Executive - Independent Director	Chairperson	13-Aug-2021		
2	09726000	SHREYABEN MILANKUMAR SHAH	Non-Executive - Independent Director	Member	08-Nov-2022		
3	08341541	RAMANIKBHAI TEJABHAI KANSAGARA	Executive Director	Member	02-Feb-2019		
4	00156429	HIREN S. MAHADEVIA	Non-Executive - Independent Director	Member	09-Aug-2024		
5	01359807	SHANKAR PRASAD BHAGAT	Non-Executive - Independent Director	Chairperson	05-Oct-2009	09-Aug-2024	

Nomination and remuneration committee

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	Ren
1	09273355	KANTILAL AMBALAL PUJ	Non-Executive - Independent Director	Chairperson	13-Aug-2021		
2	09726000	SHREYABEN MILANKUMAR SHAH	Non-Executive - Independent Director	Member	08-Nov-2022		
3	01059666	KRUPESH GHANSHYAMBHAI THAKKAR	Executive Director	Member	13-Aug-2021		
4	00156429	HIREN S. MAHADEVIA	Non-Executive - Independent Director	Member	09-Aug-2024		
5	01359807	SHANKAR PRASAD BHAGAT	Non-Executive - Independent Director	Chairperson	05-Oct-2009	09-Aug-2024	

Stakeholders Relationship Committee

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	Ren
1	09273355	KANTILAL AMBALAL PUJ	Non-Executive - Independent Director	Chairperson	13-Aug-2021		
2	01059666	KRUPESH GHANSHYAMBHAI THAKKAR	Executive Director	Member	05-Oct-2009		
3	06432117	RUSHIL KRUPESH THAKKAR	Executive Director	Member	13-Aug-2021		
4	08341541	RAMANIKBHAI TEJABHAI KANSAGARA	Executive Director	Member	09-Aug-2024		
5	01359807	SHANKAR PRASAD BHAGAT	Non-Executive - Independent Director	Chairperson	05-Oct-2009	09-Aug-2024	

Risk Management Committee

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	Ren
1	01059666	KRUPESH GHANSHYAMBHAI THAKKAR	Executive Director	Chairperson	14-May-2021		
2	08341541	RAMANIKBHAI TEJABHAI KANSAGARA	Executive Director	Member	14-May-2021		
3	09726000	SHREYABEN MILANKUMAR SHAH	Non-Executive - Independent Director	Member	08-Nov-2022		

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	25-Apr-2024			true	6	5	2
2	09-May-2024	13		true	6	6	3
3	24-May-2024	14		true	6	6	3
4	06-Jul-2024	42		true	6	6	3
5	01-Aug-2024	25		true	6	6	3
6	20-Sep-2024	49		true	7	7	4

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending meeting (more than Board Directors)
1	Audit Committee	25-Apr-2024				true	4	3	2	0
2	Audit Committee	09-May-2024				true	4	4	3	0
3	Audit Committee	06-Jul-2024				true	4	4	3	0
4	Audit Committee	01-Aug-2024				true	4	4	3	0
5	Stakeholders Relationship Committee	31-Jul-2024				true	3	3	1	0
6	Nomination and remuneration committee	06-Jul-2024				true	4	4	3	0
7	Nomination and remuneration committee	31-Jul-2024				true	4	4	3	0
8	Nomination and remuneration committee	20-Sep-2024				true	4	4	3	0
9	Risk Management Committee	31-Jul-2024				true	3	3	1	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may 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	
Disclosure of notes of material transaction with related party	

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Other details of cyber security incidence or breaches or loss of data event

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr	Date of the event	Brief details of the event
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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 1000 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

Sr	Subject	Compliance status
1	Name of signatory	Hasmukh 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)	0	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	0	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	0	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	0	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	0	
6	Submission of Annual Secretarial Compliance Report	24A(2)	0	
7	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	0	
Any other information to be provided				

Annexure III

1	Name of signatory	Hasmukh Modi
2	Designation	CFO

Additional Half yearly Disclosure

Applicability of disclosure	Applicable
Reason for Non Applicability	

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	5203930	

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information Textual Information(1)

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	
Name	Hiren Padhya	
Designation	CFO	
Place	Ahmedabad	
Date	15-Oct-2024	

Text Block

Textual Information(2)

Rs. 50,00,000 Advanced/loan given to KMP in August 2022, and Rs. 2,03,930 interest amount outstanding till date.

