

RCC CEMENTS LIMITED

CIN:L26942DL1991PLC043776

Regd. Off: 807, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001
Tel.: 91-11-43571042; Fax : 91-11-43571047
Email: rccementlimited@gmail.com ; Website: www.rccements.com

Dated : 08/04/2017

The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai – 400001

Subject : Submission of Corporate Governance Report for the quarter and year ended 31st March 2017

Ref : BSE - Scrip Code – 531825 (RCCEMEN)

Dear Sir,

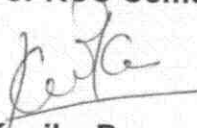
Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter and year ended 31st March, 2017 in the prescribed format as per the requirements of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your kind perusal.

We hope that you will find the above in order.

This is for your information and records please.

Thanking You.

Yours Truly,
For RCC Cements Limited


Kanika Dua
Company Secretary



Encl: As Above

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 0704201712583027	Date & Time : 07/04/2017 12:58:36 PM
Scrip Code	: 531825	
Entity Name	: RCC Cements Limited	
Compliance Type	: Regulation 27(2)- Corporate Governance	
Quarter / Period	: 31/03/2017	
Mode	: E-Filing	

General information about company	
Scrip code	531825
Name of the entity	RCC Cements Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
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	
H. 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	12-11-2016		
2		13-02-2017	92



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 (details)	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
1	Audit Committee		Yes	Members present at the meeting: 1. Mr. Mukesh Sharma (Chairman) 2. Mr. Sunil Kumar (Member) 3. Mr. Kishore Bhatia (Member)	12-11-2016		
2	Audit Committee	13-02-2017	Yes	Members present at the meeting: 1. Mr. Mukesh Sharma (Chairman) 2. Mr. Sunil Kumar (Member) 3. Mr. Kishore Bhatia (Member)		92	
3	Audit Committee	31-03-2017	Yes	Members present at the meeting: 1. Mr. Mukesh Sharma (Chairman) 2. Mr. Sunil Kumar (Member) 3. Mr. Kishore Bhatia (Member)		45	
4	Nomination and remuneration committee	31-03-2017	Yes	Members present at the meeting: 1. Mr. Mukesh Sharma (Chairman) 2. Mr. Kishore Bhatia (Member) 3. Ms. Madhu Sharma (Member)			
5	Stakeholders Relationship Committee	31-03-2017	Yes	Members present at the meeting: 1. Mr. Mukesh Sharma (Chairman) 2. Mr. Sunil Kumar (Member) 3. Mr. Kishore Bhatia (Member)			



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	NA	
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	NA	



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



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



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



Annexure II			
II. Annual Affirmations			
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)	NA
8	Minimum Information	17(7)	Yes
9	Compliance Certificate	17(8)	Yes
10	Risk Assessment & Management	17(9)	Yes



Annexure II				
II. Annual Affirmations				
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)	NA	
20	Approval for material related party transactions	23(4)	NA	



Annexure II				
II. Annual Affirmations				
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		Textual Information(1)	



Text Block	
Textual Information(1)	<ol style="list-style-type: none">1. At present the Company is not paying any Fees/compensation to its Non Executive Directors. The company will take the prior approval of shareholders before paying any such Fees/compensation to its Non Executive Directors.2. Constitution of Risk Management Committee is not applicable to the company. However, the Company has constituted the Risk Management Committee voluntarily.



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



Signatory Details	
Name of signatory	Kanika Dua
Designation of person	Company Secretary
Place	Delhi
Date	07-04-2017



