

RSC INTERNATIONAL LTD.
CIN: L17124RJ1993PLC007136

Date: May 30, 2025

To,
BSE Limited,
Dept. of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Company Scrip Code: 530179

Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 for the Financial ended March 31, 2025.

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the year ended March 31, 2025.

We request you to kindly take the above on your records.

Thanking You.

For, RSC International Limited



Gyan Chand Jain
Whole Time Director
DIN: 00498094



Encl: as above

Reg. Office: Plot No. 30, Sangam Colony, Opposite VKI Road No. 14, Sikar Road, Jaipur,
Rajasthan -302013
Email: gyanrl@hotmail.com Phone No.: +91 93245 41587 Website: www.rscltd.in



R B Tanna & Associates

(Practising Company Secretaries)

A-1901, Manibhadra Tower, Silver Park, Sarvodaya Nagar, Jain Mandir Road, Mulund West, Mumbai-400080.

Email: Riddhi.b.tanna@gmail.com

Mob: +91 99207 61795

Secretarial Compliance Report of R S C INTERNATIONAL LIMITED for the financial year ended 31st March 2025.

I, Riddhishree Bhavin Tanna, Proprietor of R B Tanna and Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by R S C INTERNATIONAL LIMITED CIN: L17124RJ1993PLC007136 ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report for the financial year ended 31st March 2025 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, guidelines issued thereunder by the SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (LODR) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; - **(to the extent applicable);**
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **Not Applicable to the Company during the Financial Year**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the Financial Year**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **Not Applicable to the Company during the Financial Year**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;(h) other regulations as applicable.

and circulars/ guidelines issued thereunder;



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(A) (**) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.	Details of violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
NA										

(B) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/Remarks of the Practising Company Secretary (PCS) in the previous reports)	Observations made in The Secretarial Compliance report for the year ended .. (The years are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / Deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
As per Annexure A						

Note:

1. Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.
2. Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.



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- I. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2	Adoption and timely updation of the Policies: - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. - All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/guidelines issued by SEBI.	Yes	
3	Maintenance and disclosures on Website: - The listed entity is maintaining a functional website. - Timely dissemination of the documents/ information under a separate section on the website. - Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/section of the website.	Yes	Website is under maintenance.



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4	Disqualification of Director(s): None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5	Details related to subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes	The Company have no subsidiaries.
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7	Performance Evaluation: The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8	Related Party Transactions: (a) The listed entity has obtained prior approval of audit committee for all related party transactions; (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with Confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.	Yes	
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under	Yes	



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	Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under The Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	No	
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Yes 1. Appointment of Statutory Auditor M/s D G M S & Co , Chartered Accountants, (Firm Registration No. 112187W) be and is hereby appointed as the Statutory Auditors of the company, in place of retiring auditors, M/s DBS & Associates , Chartered Accountants, (Firm Registration	



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		No. 018627N) to hold the office from the conclusion of 31st Annual General Meeting (AGM) until the conclusion of 35th Annual General Meeting, subject to rectification by members every year as applicable. 2. Appointment of Internal Auditor 14/02/2025 M/s. Jain V. & Co., Chartered Accountants appointed as Internal Auditor of the Company	
13	Additional non-compliances, if any: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	



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Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Thanking You,
Yours Faithfully,
For R B Tanna and Associates
Practicing Company Secretaries**

**CS Riddhishree Tanna
Proprietor
Mem. No. 35873
C.P. No. 14434
Peer Review No. 5710/2024
UDIN: A035873G000471715**

**Date: 28.05.2025
Place: Mumbai**



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Annexure A: : (Previous year observation)

Compliance Requirement (Regulations /circulars /guidelines including specific clause)	Freezing of Beneficial owner (BO) account under circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 due to nonpayment of various penalties levied
Regulation/ Circular No.	<u>Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015</u>
Deviations -	-
Action Taken by	Bombay Stock Exchange
Fine Amount -	Non-compliance with relevant regulation
Details of violation	Company has not paid penalties under various regulations i.e Reg 13(3), 23(9), 31, 33, 34, 6(1), 17(1), 18(1), 19(1), 19(2), 29(2), 29(3) hence exchange has freezed BO account and asked to pay Rs. 8,61,458 (exclusive of taxes) after waiving off Rs. 60,67,000 (exclusive of taxes)
Observations/Remarks of the previous Practicing Company Secretary	Company has made non-compliance under various regulations however company has deposited penalty amount of Rs. 9,83,480 (inclusive of taxes)
Management Response	Company in order to unfreeze BO account deposited penalty amount of 9,83,480 and simultaneously applied for waiver of 9,83,480 because as per company no such penalty should be levied on company and exchange also did not communicated penalties which were due from 2015 and suddenly exchange charged such huge penalty for unfreezing of BO account. Exchange waived off 60,67,000 (exclusive of taxes) and asked to pay remaining penalty, we have paid and simultaneously applied for waiver of amount paid.
Remarks	Company has paid the demanded penalty by exchange on 05/02/2024