



R.S. SOFTWARE (INDIA) LTD.

CIN: L72200WB1987PLC043375

www.rssoftware.com

An ISO 9001:2008, ISO 27001:2005 and SEI-PCMM Level 3 Company

April 21, 2017

The Asst. General Manager

Department of Corporate Services,
Bombay Stock Exchange Ltd.,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: **Secretarial Compliance Report of the Company as per Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the period ending March 31, 2017.**

We are submitting the Secretarial Compliance Report of the Company duly audited and signed by a Company Secretary in whole time practice, in terms of Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the period ending March 31, 2017.

This is for your information and records please.

Thanking you,

Yours faithfully,

For R S Software (India) Limited

Vijendra Surana
CFO & Company Secretary

Encl.: As above

Global Leader in Providing Technology Solutions to the Electronic Payments Industry

- Registered Office:** ▶ R.S. Software (India) Ltd. A-2, FMC Fortuna, 234/3A, A.J.C. Bose Road, Kolkata 700020, India
Tel: 91 33 2287 5746, 91 33 2281 0106 Fax: 91 33 2287 6256
- Computer Centers:** ▶ RS Tower, Block DN - 9, Sector - V, Salt Lake Electronics Complex, Kolkata 700091, India Tel: 91 33 6601 8899 Fax: 91 33 2367 4469
▶ Plot J1 - 11, Block EP, Sector - V, Salt Lake Electronics Complex, Kolkata 700091
▶ Premises No. 20/2, Old No. 5, Boo Begaum Sahib Street, Facing Kalimapuram, Annasalai, Chennai - 600002
▶ Plot No 460, H No 9/105/2/1, Laxmi Nagar Colony, Boduppall Ghatkesar Mandal, Hyderabad, Rangareddy, Telangana – 500092
- US Offices:** ▶ 1900 McCarthy Boulevard, Suite #103, Milpitas CA 95035 Tel: 408 382 1200 Fax: 408 382 0083
▶ 555 North Point Center East, 4th floor, Alpharetta GA 30022 Tel: 678 366 5179 Fax: 678 366 5001
- UK Office:** ▶ Suite 218, Orion House, 104 - 106 Cranbrook Road, Ilford, Essex IG1 4LZ Ph: 02086363996
- Subsidiaries:** ▶ Responsive Solutions Inc., California, US
▶ R.S. Software (Asia) Pte. Limited, Singapore, Asia

MOHAN RAM GOENKA

M.Com,ACS,CFA,PGDFM,PGDPC.

Company Secretaries

46,B.B.Ganguly Street

Kolkata 700 012

Telephone: 2237 9517

Mobile No. 98310 74332

E.Mail: goenkamohan @ hotmail.com

**CERTIFICATE UNDER REGULATION 40(9) OF THE SECURITIES AND
EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

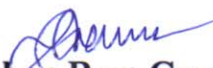
FOR THE HALF YEAR ENDED MARCH 2017

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **M/s. R.S.Software (India) limited** having its registered office at FMC Fortuna, 234/3A, AJC Bose Road, Kolkata 700 020, maintained by **M/s. CB Management Services Private Limited of P-22 Bondel Road, Kolkata 700 020, acting as the Registrar & Share Transfer Agent (RTA)** pertaining to transfer of Equity shares of the Company for the period from **1st October, 2016 to 31st March 2017** for the purpose of issuing a Certificate as per Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as entered into by **M/s. R.S.Software (India) limited** with the Stock Exchanges and based on the information provided by the Company, I hereby certify that the Company has delivered during **half year ended on 31st March 2017** :

A) Share/Debenture Certificate(s) relating to the transfer of Share/Debentures received during the period from **1st October, 2016 to 31st March 2017** as entered in the Memorandum of Transfers have been issued within fifteen/ thirty days (as applicable) of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgement of each excepting those rejected on technical grounds.

Place : Kolkata

Date : 19.04.2017


(Mohan Ram Goenka)
Company Secretary
C.P.No.2551

