

Compliance on Corporate Governance

Name of the Company: R S C International Limited

Quarter ending on: 30.09.2008

Particulars	Clause of Listing Agree.	Compliance Status YES/NO	Remarks
I Board of Directors	49I	NO	
a) Composition of Board	49(1A)	NO	
b) Non-executive Directors compensation & disclosures	49(1B)	N.A.	
c) Other provisions as to board and committees	49(IC)	NO	
d) Code of Conduct	49(ID)	YES	
II Audit Committee	49(II)	NO	
a) Qualified and Independent Audit Committee	49(IIA)	NO	
b) Meeting of audit committee		YES	
c) Powers of audit committee 49 (IIC)	49(IIB)	YES	
d) Role of audit committee	49II(D)	YES	
e) Review of information by audit committee	49(IIE)	YES	
III Subsidiary Companies	49(III)	N.A.	
IV Disclosures	49(IV)	N.A.	
a) Basis of related party transactions	49(IV A)	N.A.	
b) Disclosure of accounting treatment	49(IV B)	N.A.	
c) Board disclosure	49(IV C)	YES	
d) Proceeds from public issues			
right issues, preferential issues etc.	49(IV D)	N.A.	
e) Remuneration of Directors	49(IV E)	N.A.	
f) Management	49(IV F)	YES	
g) Shareholders	49(IVG)	N.A.	
V CEO/CFO Certification		YES	
VI Report on Corporate Governance	49(V)	YES	
VII Compliance	49(VIII)	YES	

Date: 11.10.2008

For R S C International Limited

For RSC INTERNATIONAL LTD

Place: Jaipur

G C Jain *Director*

Managing Director cum Compliance Officer