Name of the Company : **RESPONSIVE INDUSTRIES LIMITED**Quarter Ending On : **31**st **March 2008**

| Particulars | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks |
|----------------------------|--------------------------------|-------------------------------|----------------------|
| 1 | 2 | 3 | 4 |
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | Yes | |
| (B) Non-Executive | 49(IB) | Yes | |
| Director's Compensation & | | | |
| Disclosures. | | | |
| (C) Code of Conduct | 49(ID) | Yes | |
| II Audit Committee | 49 II | | |
| (A) Qualified & | 49 IIA | Yes | |
| Independent Audit | | | |
| Committee | | | |
| (B) Meeting Audit | 49 IIB | Yes | |
| Committee 49 (IIC) | | | |
| (C) Power of Audit | 49IIIB | Yes | |
| Committee | | | |
| (D) Role of Audit | 49 II (D) | Yes | |
| Committee | , , | | |
| (E) Review of Information | 49(IIE) | Yes | |
| by Audit Committee | | | |
| III Subsidiary Companies | 49 III | Yes | |
| V. Disclosures | 49 IV | | |
| (A) Basic of related party | 49 IVA | Yes | |
| transactions | | | |
| (B) Board Disclosures | 49 IVB | Yes | |
| (C) Proceeds from public | 49 IV C | Yes | |
| issues, right issues, | | | |
| preferential issues etc. | | | |
| (D) Remuneration of | 49 IV D | Yes | |
| Directors | | | |
| (E) Management | 49 IV E | Yes | |
| (F) Shareholders | 49 IV F | Yes | |
| V. CEO/CFO Certification | 49 V | Yes | |
| VI. Report on Corporate | 49 VI | | The Company has |
| Governance | | Yes | prepared Report on |
| | | | Corporate Governance |
| | | | in the Annual Report |
| | | | of 2006–07. |
| VII. Compliance | 49 VII | | |
| | | Yes | |