

Quarterly Compliance Report on Corporate Governance

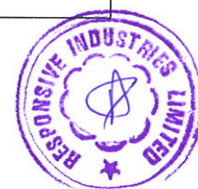
Name of the Company: **Responsive Industries Limited**

Quarter ending on: **31st December, 2014**

BSE CODE: - 505509

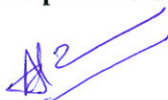
NSE CODE: - RESPONIND

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	No	The Company is in the process of appointing new director. During the quarter, one Independent Director has been appointed.
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Mr. Jagannadham Thunuguntla has been inducted as a member of this Committee.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Mr. Jagannadham Thunuguntla has been inducted as a member of this Committee.
V. Subsidiary Companies	49 (V)	Yes	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	



(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	For the year 2014-15, will be complied in Annual Report 2014-2015.
(E) Shareholders	49 (VIII E)	Yes	For the year 2014-15, will be complied in Annual Report 2014-15.
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A	
IX. CEO/CFO Certification	49 (IX)	Yes	Complied in respect of financial year 2013-14. For the year 2014-15 will be complied in Annual Report 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Complied in respect of financial year 2013-14. For the year 2014-15 will be complied in Annual Report 2014-15.
XI. Compliance	49 (XI)	Yes	Complied in respect of financial year 2013-14. For the year 2014-15 will be complied in Annual Report 2014-15.

For Responsive Industries Limited



Compliance Officer

