

1. Name of Listed Entity: **Responsive Industries Limited**

2. Quarter ending: **December 31, 2015**

### I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee) <sup>*</sup>	Date of Appointment in the current term / cessation	Tenure <sup>*</sup>	No. of Directorships in listed entities including this entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Atit Agarwal	AAJPA4997K02330412	Chairperson/ Executive	22/08/2014	-	1	1	-
Mrs.	Swati Agarwal	ABRPJ9441J02330442	Non-Executive	22/08/2008	-	1	-	1
Mr.	Rajesh Pandey	ACKPP0690D00092767	Executive	30/10/2006	-	1	3	-
Mr.	Shobhasingh Thakur	AABPT5854A00001466	Independent	09/08/2014	3 Years	3	3	4
Mr.	Jagannadham Thunuguntla	ADQPT1704R02254282	Independent	22/09/2015	3 Years	1	1	-
Ms.	Jyoti Rai	ADOPR9763Q07091343	Independent	22/09/2015	3 Years	1	1	-

<sup>s</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>\*</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

<sup>\*</sup> to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

### II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive /Non-Executive /Independent /Nominee) <sup>s</sup>
1. Audit Committee	Mr. Shobhasingh Thakur	Independent
	Mr. Jagannadham Thunuguntla	Independent
	Ms. Jyoti Rai	Independent
	Mr. Rajesh Pandey	Executive
2. Nomination & Remuneration Committee	Mr. Shobhasingh Thakur	Independent
	Mr. Jagannadham Thunuguntla	Independent
	Ms. Jyoti Rai	Independent
	Ms. Swati Agarwal	Non-Executive
3. Risk Management Committee (if applicable)	N.A.	N.A.



4. Stakeholders Relationship Committee	Ms. Swati Agarwal	Non-Executive
	Mr. Rajesh Pandey	Executive
	Mr. Atit Agarwal	Executive

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

### III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting(if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
14.08.2015	06.11.2015	84 days

### IV. Meeting of Committees

<i>Date(s) of meeting of the Committee in the relevant quarter</i>	<i>Whether the requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
06.11.2015 (Audit Committee)	Yes	14.08.2015	84 days
06.11.2015 (Nomination & Remuneration Committee)	Yes	14.08.2015	--
14.10.2015 (Stakeholders Relationship Committee)	Yes	22.07.2015	--

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

### V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee- Yes
  - Nomination & remuneration committee - Yes
  - Stakeholders relationship committee - Yes
  - Risk management committee (applicable to the top 100 listed entities) – N.A.
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes
- The meetings of the board of directors and the above committees have been conducted in the manner as specified





in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here- No comments made by the Board of Directors.

**Name & Designation:**

**For RESPONSIVE INDUSTRIES LIMITED**

**Ms. Alpa Ramani**

  
**Company Secretary**

**Company Secretary & Compliance Officer**

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.