

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : RESPONSIVE INDUSTRIES LIMITED

Quarter ending on : 31st December, 2012

BSE CODE:- 505509

NSE CODE:- RESPONIND

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(I A)	Yes	-
B. Non-executive directors' compensation & disclosure	49(I B)	Yes	-
C. Other provisions as to Board and Committees	49(I C)	Yes	-
D. Code of Conduct	49(I D)	Yes	Compliance affirmed for the year 2011-12 and declaration by CFO has been duly incorporated in the Annual Report for the year 2011-12
II Audit Committee	49 II		-
A. Qualified & Independent Audit Committee	49(II A)	Yes	-
B. Meeting of Audit Committee	49(II B)	Yes	-
C. Powers of Audit Committee	49(II C)	Yes	-
D. Role of Audit Committee	49 (II D)	Yes	-
E. Review of information by Audit Committee	49 (II E)	Yes	-
III Subsidiary companies	49 III	Yes	-
IV. Disclosures	49 IV		
A. Basis of Related Party transactions	49 (IV A)	Yes	-
B. Disclosure of Accounting treatment	49 (IV B)	Yes	-
C. Board Disclosures-Risk management	49 (IV C)	Yes	-
D. Proceeds from Public Issues, rights issues, preferential issues etc	49 (IV D)	N.A.	-
E. Remuneration of Directors	49 (IV E)	Yes	Complied in the Annual Report 2011-12.
F. Management	49 (IV F)	Yes	Formed part of the Annual Report 2011-12.

G. Shareholders	49 (IV G)	Yes	Formed part of the Annual Report 2011-12.
V. CEO/CFO Certification	49 V	Yes	Complied in respect of Financial Year 2011-12.
VI. Report on Corporate Governance	49 VI	Yes	Formed part of the Annual Report 2011-12.
VII. Compliance	49 VII	Yes	Formed part of the Annual Report 2011-12.

For Responsive Industries Limited



Compliance Officer