

June 14, 2023

<b>BSE Limited</b> Corporate Relationship Manager, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 <b>Scrip Code: 505509</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C - 1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 <b>Stock Symbol: RESPONIND</b>
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**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Notice of Postal Ballot**

Dear Sir/ Madam,

Further to our letter dated May 05, 2023 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"); please find enclosed herewith a copy of the Postal Ballot Notice dated May 31, 2023, together with the Explanatory Statement thereto, seeking approval of the Members of the Company, on the Ordinary Resolution forming part of the Postal Ballot Notice, pertaining to the re-classification of Promoter/ Promoter Group of the Company from 'Promoter/Promoter Group' category to 'Public' category in accordance with Regulation 31A of SEBI (LODR) Regulations, 2015

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, the Postal Ballot Notice is being sent by electronic mode on Wednesday, June 14, 2023 only to those Members whose names appear in the Register of Members / List of Beneficial Owners and whose e-mail addresses are registered with the Company/Company's Registrar and Transfer Agent/Depositories as on the "Cut-off Date" i.e. **Friday, June 09, 2023.**

The Company has appointed M/s. Link Intime India Private Limited ("Link Intime") for facilitating remote e-voting and is pleased to offer remote e-voting facility as an alternate, to its Shareholders to enable them to cast their votes electronically instead of exercising their votes by physical postal ballot forms. The detailed procedure for remote e-voting is given in the Notice of Postal Ballot.

The remote e-voting facility would be available during the following period:

<b>Commencement of remote e-voting</b>	<b>Saturday, June 17, 2023 (09:00 A.M. IST)</b>
<b>Conclusion of remote e-voting</b>	<b>Sunday, July 16, 2023 (05:00 P.M. IST)</b>

The said Notice is uploaded on the website of the Company at <https://www.responsiveindustries.com/news-announcements/>.

Kindly take the same on your record and acknowledge receipt.

Thanking you,  
Yours sincerely,

For **Responsive Industries Limited**



**Mohini Sharma**  
**Company Secretary & Compliance Officer**

*Encl: as above*

**RESPONSIVE INDUSTRIES LIMITED**

Mahagaon Road, Betegaon Village,  
Boisar (East), Tal. Palghar, Dist.  
Thane 401 501, Maharashtra, India.

[www.responsiveindustries.com](http://www.responsiveindustries.com)

T: +91 22 6656 2727 / 2704

F: +91 22 6656 2799

E: [enquiry@responsiveindustries.com](mailto:enquiry@responsiveindustries.com)

CIN NO. L65100MH1982PLC027797



**RESPONSIVE INDUSTRIES LIMITED**

**CIN:** L65100MH1982PLC027797

**Registered Office:** Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar,  
Dist. Thane – 401501, Maharashtra

**Telephone No.:** 022-66562821; **Fax:** 022-66562798

**Website:** [www.responsiveindustries.com](http://www.responsiveindustries.com) **E-mail Id:** [investor@responsiveindustries.com](mailto:investor@responsiveindustries.com);

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**NOTICE OF POSTAL BALLOT**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

**To**

**The Members of Responsive Industries Limited,**

**NOTICE** is hereby given that pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (“**Rules**”); guidelines prescribed by the Ministry of Corporate Affairs (the “**MCA**”), Government of India, for holding general meetings / conducting postal ballot process through voting by electronic means (“remote e-voting”) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, and 11/2022 dated December 28, 2022 (collectively, the “**MCA Circulars**”), (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force, and as amended, from time to time); Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**SEBI LODR Regulations**”) the resolution set out below is proposed to be passed by the Members of **Responsive Industries Limited (“the Company”)** by way of Postal Ballot, only by way of remote e-voting (“e-voting”) process.

**SPECIAL BUSINESS:**

**Item No. 1:** Reclassification of Promoter/ Promoter Group of the Company from "Promoter" and "Promoter Group" Category to "Public" Category.

To consider and if thought fit, to assent/ dissent to the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to Regulation 31A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) (including any statutory amendments made thereto) and other applicable laws and subject to necessary approvals from the stock exchanges where the equity shares of the Company are listed namely, BSE Limited and National Stock Exchange of India Limited (collectively

“Stock Exchanges”), and other appropriate statutory authorities as may be required, approval of the members of the Company be and is hereby accorded for re-classification of the following persons from the ‘Promoter’ and ‘Promoter Group’ category to the ‘Public’ Category shareholder:

Sr. No.	Name	Promoter/ Promoter Group category	No. of shares held	Percentage (%)
1.	Mr. Atit Agarwal	Promoter	7,73,330	0.29
2.	Mrs. Swati Agarwal	Promoter	13,00,010	0.49
3.	Efficient Builders LLP	Promoter Group	15,92,000	0.60
4.	Mavi Business Ventures LLP	Promoter Group	7,78,687	0.29
<b>Total</b>			<b>44,44,027</b>	<b>1.67</b>

**RESOLVED FURTHER THAT** each of the above persons have separately confirmed that all the conditions specified in Regulation 31A(3) (b) of the SEBI LODR Regulations have been complied with.

**RESOLVED FURTHER THAT** upon receipt of the necessary approval(s) from the Stock Exchange(s) for reclassification of the above promoter/ promoter group, the Company shall effect such re-classification in the statement of shareholding pattern from the immediate succeeding quarter under Regulation 31 of the SEBI LODR Regulations, and shall ensure necessary compliance under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other laws, as may be applicable.

**RESOLVED FURTHER THAT** Mr. Mehul Vala, Whole-Time Director & CEO and / or Ms. Mohini Sharma, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient and make all necessary filings including but not limited to making applications to the Stock Exchanges to seek their approval for the re-classification in accordance with the SEBI LODR Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf and to represent before such authorities as may be required and to do and perform all such acts, deeds and things as may be required to give effect to the above resolution.”

**By Order of the Board of Directors**  
*For Responsive Industries Limited*

Sd/-  
**Mohini Sharma**  
**Company Secretary & Compliance Officer**  
**Membership No.: A57068**

**Place: Mumbai**

**Date: May 31, 2023**

**Registered Office:**

Betegaon, Mahagaon Road,  
Boisar (East), Taluka Palghar,  
Dist. Thane – 401501, Maharashtra

CIN: L65100MH1982PLC027797

Website: [www.responsiveindustries.com](http://www.responsiveindustries.com)

E-mail: [investor@responsiveindustries.com](mailto:investor@responsiveindustries.com)

## **NOTES:**

1. The Explanatory Statement pursuant to Section 102 read with Section 110 and other applicable provisions, if any of the Act read with the rules framed thereunder concerning the special business in respect of Item No. 1 to as set out above is annexed hereto and forms part of this Notice.
2. In compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Rules framed thereunder and the relevant circulars issued by the MCA from time to time, the manner of voting on the proposed resolution is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting Postal Ballot Form physically. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Notice. The communication of the assent or dissent of the members would take place through the process of remote e-voting only.
3. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear on the Register of Members/list of beneficial owners as on **Friday, June 09, 2023 (“Cut-Off date”)** as received from M/s. Link Intime India Private Limited (“LIPL”) being the Registrar and Share Transfer Agent of the Company.
4. A copy of this Postal Ballot Notice shall also be available on the website of the Company i.e., [www.responsiveindustries.com](http://www.responsiveindustries.com), the websites of the Stock Exchange where the Equity Shares of the Company are listed i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of M/s. Link Intime India Private Limited at <https://instavote.linkintime.co.in>.
5. The voting for this Notice cannot be exercised through proxy.
6. Members holding equity shares as on the Cut-off date can cast their vote using remote e-voting facility only. A person who is not a Member as on the Cut-off date should treat this Notice for information purpose only.
7. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as at the Cut-off date i.e. Friday, June 09, 2023.
8. The Resolution, if passed by the requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Sunday, July 16, 2023**. Further, resolution passed by the Members through Postal Ballot is deemed to have been passed as if they are passed at a General Meeting of the Members.
9. The Company is sending Postal Ballot Notice in electronic form only as permitted under the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time.
10. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
11. To facilitate such Members to receive this notice electronically and cast their vote electronically, the Company has made arrangement with M/s. Link Intime India Private Limited, Registrar and Share Transfer Agent (“RTA”) of the Company for registration of email addresses in terms of the General Circulars.

12. In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), the Company is also offering remote e-voting facility to all the shareholders. For this purpose, the Company has appointed M/s. Link Intime India Private Limited (hereinafter referred to as “Link Intime” or “Service Provider”) for facilitating remote e-voting and is pleased to offer remote e-voting facility as an alternate, to its Shareholders to enable them to cast their votes electronically instead of exercising their votes by physical postal ballot forms.
13. The voting period begins on **Saturday, June 17, 2023 at 09:00 A.M. (IST)** and ends on **Sunday, July 16, 2023 at 05:00 P.M. (IST)**. During this period, shareholders of the Company, holding shares as on the Cut-off date i.e. on Friday, June 09, 2023, may cast their vote electronically. The e-voting module shall be disabled by Link Intime upon expiry of the aforesaid period. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
14. Members holding shares as on the Cut-off date i.e. Friday, June 09, 2023, (including those members who may not receive this postal ballot notice due to non-registration of their email address with Link Intime or the Depositories Participants (DPs), as aforesaid) may cast their votes electronically, in respect of the resolution as set out in this postal ballot notice through the remote e-voting.
15. To support the ‘Green Initiative’, the Members who have not yet registered their e-mail addresses are requested to register the same with their DPs and with the Company’s Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited.
16. Members seeking any information with regard to any matter to be placed at the Notice of Postal Ballot are requested to write to the Company through an email on [investor@responsiveindustries.com](mailto:investor@responsiveindustries.com).
17. The Company has appointed M/s. P. P. Shah & Co., Practising Company Secretaries having address at 218, Veena Chambers, 21, Dalal Street, Fort, Mumbai - 400023 as the scrutinizer for conducting the postal ballot and remote e-voting process in accordance with the applicable laws in a fair and transparent manner.
18. The results declared along with the Scrutinizer’s Report, will be intimated to the Stock Exchanges where the Company’s shares are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), and shall also be placed on the website of the Company at [www.responsiveindustries.com](http://www.responsiveindustries.com) and on the website of M/s. Link Intime India Private Limited at <https://instavote.linkintime.co.in> within two (2) working days from the end of the e-voting period, and shall be displayed at the Registered Office of the Company.
19. **INSTRUCTION FOR MEMBERS FOR REMOTE E-VOTING:**  
  
As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**Login method for Individual shareholders holding securities in demat mode is given below:**

1. Individual Shareholders holding securities in demat mode with NSDL:
  1. Existing IDEAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
  2. If you are not registered for IDEAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select "Register Online for IDEAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
  3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL:
  1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL's for users to login to Easi/ Easiest are <https://web.cdslindia.com/myeasinew/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
  2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
  3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>.
  4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

- Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**Cast your vote electronically:**

- After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
- E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour /Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
- After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘**No**’ and accordingly modify your vote.

**GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

**HELPPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN INSTITUTIONAL SHAREHOLDERS:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**HELPPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: 1800 22 55 33 or call at 022- 23058738 or 022- 23058542-43.

**INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL/ CDSL WHO HAS FORGOTTEN THE PASSWORD:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**By Order of the Board of Directors  
For Responsive Industries Limited**

**Sd/-  
Mohini Sharma  
Company Secretary & Compliance Officer  
Membership No.: A57068**

**Place: Mumbai**

**Date: May 31, 2023**

**Registered Office:**

Betegaon, Mahagaon Road,  
Boisar (East), Taluka Palghar,  
Dist. Thane – 401501, Maharashtra

CIN: L65100MH1982PLC027797

Website: [www.responsiveindustries.com](http://www.responsiveindustries.com)

E-mail: [investor@responsiveindustries.com](mailto:investor@responsiveindustries.com)



## EXPLANATORY STATEMENT

(Pursuant to Section 102 and 110 of the Companies Act, 2013)

### **ITEM NO. 1:**

The Company had received applications dated May 04, 2023 from the following persons belonging to the Promoter and Promoter Group of the Company requesting for reclassification of their status from "Promoter" and "Promoter Group" Category to "Public" Category shareholders in accordance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"):

Sr. No.	Name	Promoter/ Promoter Group category	No. of shares held	Percentage (%)
1.	Mr. Atit Agarwal	Promoter	7,73,330	0.29
2.	Mrs. Swati Agarwal	Promoter	13,00,010	0.49
3.	Efficient Builders LLP	Promoter Group	15,92,000	0.60
4.	Mavi Business Ventures LLP	Promoter Group	7,78,687	0.29
<b>Total</b>			<b>44,44,027</b>	<b>1.67</b>

The Board of Directors of the Company, in its meeting held on May 04, 2023, have analyzed the requests for reclassification and approved the applications for reclassification of the abovementioned Promoter/ Promoter Group, from "Promoter" and "Promoter Group" category to "Public" category shareholders of the Company. The Board of Directors expressed their view that all the aforesaid members are not, directly or indirectly, associated with the business of the Company, and do not have any influence over the business and policy decisions made by the Company, and also do not have any right either to appoint any Director of the Company or an ability to control the management of the Company in any manner whatsoever including by virtue of his shareholding and that none of their act would influence the decision taken by the Company and they are not involved in the day to day activities of the Company, nor are they exercising any control over the affairs of the Company; hence it would be fair and equitable to reclassify them in "Public" category of shareholders.

The aforesaid Promoter/ Promoter Group of the Company have confirmed that they comply and will continue to comply with the provisions of Regulation 31A(3) (b) of the SEBI LODR Regulations. Further they have also confirmed that they:

- (a) do not hold more than ten percent of the total voting rights in the Company;
- (b) do not exercise control over the affairs of the Company, directly or indirectly;
- (c) do not have any special rights with respect to the company through formal or informal arrangements including through any shareholder agreements;
- (d) are not being represented on the Board of Directors (including not having a nominee director) of the Company;
- (e) do not act as a Key Managerial Person of the Company;
- (f) are not 'wilful defaulter(s)' as per the Reserve Bank of India Guidelines; and
- (g) are not fugitive economic offender(s).

They have further undertaken that:

- i) they shall continue to comply with conditions mentioned at sub-clauses (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at all times from the date of such re-classification failing which, they shall automatically be reclassified as promoter/ persons belonging to promoter group;
- ii) they shall comply with conditions mentioned at sub-clauses (iv) and (v) of clause (b) of regulation 31A(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a period of not less than three years from the date of such re-classification failing which, they shall automatically be reclassified as promoters/ persons belonging to promoter group.

The above re-classification has the following impact on shareholding pattern of the Promoters/ and Promoter Group of the Company:

**Pre-Reclassification Equity Shareholding:**

<b>Particulars</b>	<b>No. of Equity Shares</b>	<b>% of Shareholding</b>
Promoters	15,73,25,527	58.94
Public	10,95,87,173	41.06
<b>Total</b>	<b>26,69,12,700</b>	<b>100</b>

**Post Reclassification Equity Shareholding:**

<b>Particulars</b>	<b>No. of Equity Shares</b>	<b>% of Shareholding</b>
Promoters	15,28,81,500	57.27
Public	11,40,31,200	42.73
<b>Total</b>	<b>26,69,12,700</b>	<b>100</b>

With respect to the pre-requisites in relation to the Company, the Board also noted that as at the date of the approval:

- a) The Company is in compliance with requirements of minimum public shareholding as required under Regulation 38 of the SEBI LODR Regulations;
- b) The trading in equity shares of the Company have not been suspended by the stock exchanges where equity shares of the Company are listed;
- c) The Company does not have outstanding dues to the SEBI, Stock Exchanges or the Depositories.

The Board of Directors of the Company recommends the resolution as set out in Item No. 1 of the Notice for the approval of the Members of the Company as an **Ordinary Resolution**.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in this resolution set out at this Notice.

In accordance with the requirements of Regulation 31A(3) (a) (iii) of SEBI LODR Regulations, 2015, the members of Promoter/ Promoter Group seeking re-classification as aforesaid and persons related to them shall not vote to approve such re-classification request.

**By order of the Board of Directors  
For Responsive Industries Limited**

**Sd/-  
Mohini Sharma  
Company Secretary & Compliance Officer  
Membership No.: A57068**

**Place: Mumbai  
Date: May 31, 2023**

**Registered Office:**  
Betegaon, Mahagaon Road,  
Boisar (East), Taluka Palghar,  
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