

BSE Limited

Corporate Relationship Manager,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 505509

National Stock Exchange of India Limited

Exchange Plaza, C - 1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051
Stock Symbol: RESPONIND

Sub: Corrigendum to the Notice dated June 28, 2024 of the 42nd Annual General Meeting of the Shareholders of Responsive Industries Limited to be held on Friday, September 13, 2024

Re: Our earlier intimation dated August 21, 2024 for Notice and Annual Report

Dear Sir/ Madam,

This is further to our letter dated August 21, 2024, wherein we had submitted the Notice dated June 28, 2024 of the 42nd Annual General Meeting ("AGM") of the Company and letter dated September 04, 2024 regarding the Outcome of Board Meeting held on today i.e. September 04, 2024, in view of the same please find attached corrigendum to the Item No.4 of the Notice of the 42nd AGM and Explanatory Statement thereof.

In pursuance to our intimation dated September 04, 2024, we would like to inform that due to letter received from M/s. Hinesh R. Doshi & Co LLP, Chartered Accountants (FRN No. 103677W/ W100056) the proposed Statutory Auditors, the Board of Directors in their meeting held on September 04, 2024 had re-appointed M/s. Shah & Tapaira (Firm Reg. No. 109463W), Chartered Accountants as the Statutory Auditors to hold the office for further consecutive term of 5 (five) years, from the conclusion of the 42nd Annual General Meeting ("AGM") till the conclusion of the 47th Annual General Meeting, subject to approval of the Members at the ensuing Annual General Meeting.

In view of the above, the Company has issued the Corrigendum dated September 04, 2024 to the Notice of the 42nd AGM. All other contents/information mentioned in the Notice of the 42nd AGM save and except as modified or supplemented by the Corrigendum shall remain unchanged. All the concerned are hereby requested to read the AGM notice along with the attached corrigendum.

On and from the date hereof, this Corrigendum to the Notice form an integral part of the Notice of the 42nd AGM of the Company which has already been circulated to shareholders of Company and shall always be read in conjunction with this Corrigendum which is also being uploaded on the website of the Company at www.responsiveindustries.com and on the website of M/s. Link Intime India Private Limited at <https://instavote.linkintime.co.in>.

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.

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CIN NO. L65100MH1982PLC027797

CORRIGENDUM TO THE NOTICE OF THE 42ND ANNUAL GENERAL MEETING

This Corrigendum is being issued by **Responsive Industries Limited** (herein referred as “the Company”) for convening its 42nd Annual General Meeting (“AGM”) of the Members of the Company on Friday, September 13, 2024 at 11:00 A.M. (IST). This Corrigendum is to be read in conjunction with the Notice of the 42nd AGM dated June 28, 2024, as available on the websites of Company, BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) (“stock exchanges”). The Notice of the AGM was dispatched to all the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India from time to time.

This corrigendum is being issued to give notice to amend/ provide additional details as mentioned herein:

A. In the Notice of AGM, Resolution No. 4 at page nos.3-4 to be read as under:

4. RE-APPOINTMENT OF M/S. SHAH & TAPARIA, CHARTERED ACCOUNTANTS (FRN NO. 109463W) AS THE STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION

To consider the re-appointment of M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W) as the Statutory Auditors of the Company for second term of 5 (five) consecutive years and fix their remuneration, and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendation of the Audit Committee, M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W) be and are hereby re-appointed as the Statutory Auditors of the Company to hold the office for the second term of 5 (five) consecutive years, commencing from the conclusion of this 42nd Annual General Meeting till the conclusion of 47th Annual General Meeting to be held in the calendar year 2029 at such remuneration (excluding out of pocket expenses and reimbursement of expenses, if any) as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”

“RESOLVED FURTHER THAT Mr. Mehul Vala, Whole-Time Director & CEO of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution.”

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B. In the Explanatory Statement of the said Notice of AGM, of Resolution No. 4 at page No. 10-11 to be read as under:

ITEM NO.: 4

In accordance with the provisions of Section 139 of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014, M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W) was appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years to hold office from the conclusion of the 37th AGM till the conclusion of the 42nd AGM of the Company to be held in the calendar year 2024. The same was approved by the members of the Company at their 37th AGM held on September 27, 2019.

The first term of M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W), as Statutory Auditors of the Company shall come to an end upon conclusion of the ensuing AGM. The Board of Directors of the Company at its meeting held on June 28, 2024, based on the recommendations of the Audit Committee, have appointed M/s. Hinesh R. Doshi & Co LLP, Chartered Accountants (FRN No. 103677W/ W100056), in terms of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended), as Statutory Auditors of the Company for a period of 5 (five) years from the conclusion of the ensuing 42nd Annual General Meeting till the conclusion of the 47th Annual General Meeting at a remuneration as stated in the Notice of 42nd AGM dated June 28, 2024.

Further to the letter dated September 04, 2024 received from the proposed Statutory Auditors i.e. M/s. Hinesh R. Doshi & Co LLP, Chartered Accountants wherein they had expressed their inability to accept the proposal as Statutory Auditors due to pre-occupation of work, the Board of Directors based on the recommendation of the Audit Committee at their meeting held on September 04, 2024 has re-appointed M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W) as Statutory Auditors of the Company for a second term of 5 (five) consecutive years to hold office from the conclusion of this AGM till the conclusion of 47th AGM (to be held in calendar year 2029) in accordance with the provisions of Section 139 of the Companies Act, 2013 ("Act") and Rules made thereunder.

The Company has received consent cum eligibility certificate from M/s. Shah & Taparia, Chartered Accountants, confirming that the re-appointment, if made, would be within the limits specified under Section 141(3) (g) of the Act and that they are not disqualified to be reappointed as the Statutory Auditors in terms of the provisions of Sections 139 and 141 of the Act and the Rules made thereunder. M/s. Shah & Taparia, Chartered Accountants has also provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India ("ICAI") and hold a valid certificate issued by the 'Peer Review Board' of the ICAI.

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Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by customers, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, concerned or interested, financial or otherwise, in the said Resolution.

Accordingly, the Board of Directors recommends the **Ordinary Resolution** in relation to re-appointment of M/s. Shah & Taparia, Chartered Accountants (FRN: 109463W), as the Statutory Auditors to hold the office for a second term of 5 (five) consecutive years from the conclusion of this 42nd Annual General Meeting of the Company till the conclusion of the 47th Annual General Meeting of the Company and to fix their remuneration as set out Item No.4 of the Notice for approval of the Members.



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