

September 14, 2024

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: Submission of Voting Results along with Scrutinizer's Report in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")

Dear Sir/ Madam,

Further to our letter dated August 21, 2024 and September 04, 2024, submitting the Notice dated June 28, 2024 of the 42nd Annual General Meeting (AGM) to the Members of the Company held on Friday, September 13, 2024, at 11:00 A.M. (IST) at Hotel Express Inn, Ostawal Empire, Next to Big Bazar, Boisar (West), Maharashtra – 401501.

In terms of the provisions of the Companies Act, 2013 and Rules made there under and applicable Regulations of SEBI LODR Regulations, the Company has provided remote e-voting facility to the members whose names appear on the Register of Members/list of beneficial owners as on **Friday, September 06, 2024 ("Cut-Off date")** to exercise their voting rights.

The remote e-voting period commenced on Tuesday, September 10, 2024 at 09:00 A.M. (IST) and concluded on Thursday, September 12, 2024 at 05:00 P.M. (IST). The facility to vote through polling paper was also provided at the venue to those shareholders who had not casted their vote through remote e-voting.

The Company has appointed M/s. Mayank Arora & Co., Practising Company Secretaries as the scrutinizer for conducting the remote e-voting process in accordance with the applicable laws in a fair and transparent manner.

In terms of the provisions of the Companies Act, 2013 and Rules made there under and applicable Regulations of SEBI (LODR) Regulations, 2015, the Company has provided remote e-voting facility, and voting by poll to the members at the AGM. The Scrutinizer's report dated September 14, 2024 issued by M/s. Mayank Arora & Co., Practicing Company Secretaries is attached as "**Annexure 1**". All the resolutions as set out in the Notice dated June 28, 2024 of the 42nd AGM have been duly approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44(3) of the SEBI (LODR) Regulations, 2015, the details of the consolidated results of remote e-voting, voting at the AGM and voting by poll is attached as "**Annexure 2**".

RESPONSIVE INDUSTRIES LIMITED

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

www.responsiveindustries.com

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E: enquiry@responsiveindustries.com

CIN NO. L65100MH1982PLC027797

The Voting Results along with the Scrutinizer's Report dated September 14, 2024, 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

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MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

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

To,

The Chairperson of 42nd Annual General Meeting of **Responsive Industries Limited** held on Friday, September 13, 2024 at 11:00 A.M. (IST) at Hotel Express Inn, Ostawal Empire, Next to Big Bazar, Boisar (West), Maharashtra - 401 501

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, and Partner of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of **Responsive Industries Limited** ("the Company") for the purpose of Scrutinizing the E-voting process and physical voting by Ballot papers at the general meeting in a fair and transparent manner on the resolutions contained in the notice dated June 28th, 2024 ("Notice"), calling the 42nd Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through E-voting and Physical Voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Management's Responsibility

2. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems and physical voting during the AGM.

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer for voting process (i.e. remote e-voting and Physical Voting by ballot paper) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and, poll paper at the AGM.

Cut-off date

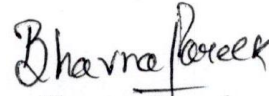
4. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, September 6th, 2024 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

5. The voting process:-

- i. The remote e-voting period remained open from Tuesday, September 10, 2024 (9.00 A.M. IST) to Thursday, September 12, 2024 (5.00 P.M. IST)
- ii. The votes cast were unblocked on Friday, September 13, 2024 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Jheel Parekh and Ms. Bhavna Pareek, who are not in the employment of the Company. They have signed below in confirmation of the same.



Jheel Parekh



Bhavna Pareek

- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of Link Intime India Private Limited, i.e. <https://instavote.linkintime.co.in>. Based on the report generated by Link Intime India Private Limited and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
 - iv. Following the poll closing time announced by Chairman Mr. Mehul Vala, the voting boxes were secured in my presence and with my proper identification marked on them. After that, the locked ballot boxes were unlocked in front of me, and the ballots were carefully examined. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote E-voting process and physical voting by Ballot papers, based on the reports generated by Link Intime India Private Limited and voting at AGM details provided by the Company, scrutinized on test check basis and relied upon by me as under:-

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company each for the Financial Year ended on 31st March 2024 together with the Reports of the Board of Directors and Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 163694752
Remote E-voting	63	163633839	99.96%
Ballot paper	26	1060	00.00%
Total	89	163634899	99.96%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e, 163694752
Remote E-voting	3	59852	0.04%
Ballot paper	1	1	0.00%
Total	4	59853	0.04%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Ballot paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To declare final dividend on equity shares of the Company at the rate of Re. 0.10 per equity share (10%) for the financial year 2023-24.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% Total number of valid votes cast i.e, 163694752
Remote E-voting	66	163693691	99.99%
Ballot paper	26	1060	0.00%
Total	92	163694751	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% Total number of valid votes cast
Remote E-voting	0	0	0.00%
Ballot paper	1	1	0.00%
Total	0	0	0.00%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Ballot paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

To re-appoint a Director in place of Mr. Rishabh Agarwal (DIN 05011607), who retires by rotation and being eligible, offers himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 163694752
Remote E-voting	63	163633839	99.96%
Ballot paper	26	1060	00.00%
Total	89	163634899	99.96%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e, 163694752
Remote E-voting	3	59852	0.04%
Ballot paper	1	1	0.00%
Total	4	59853	0.04%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Ballot paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Re-Appointment of M/S. Shah & Taparia, Chartered Accountants (FRN No. 109463W) as the Statutory auditors of the company and to fix their remuneration

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 163694752
Remote E-voting	63	163633839	99.96%
Ballot paper	26	1060	00.00%
Total	89	163634899	99.96%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e, 163694752
Remote E-voting	3	59852	0.04%
Ballot paper	1	1	0.00%
Total	4	59853	0.04%

(I) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Ballot paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

SPECIAL BUSINESS

RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

To approve ratification in remuneration of M/s. S. K. Agarwal & Associates, Cost Accountants, Cost Auditors of the Company for the financial year ending 31 March, 2025.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% Total number of valid votes cast i.e, 163694752
Remote E-voting	66	163693691	99.99%
Ballot paper	26	1060	0.00%
Total	92	163694751	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% Total number of valid votes cast
Remote E-voting	0	0	0.00%
Ballot paper	1	1	0.00%
Total	0	0	0.00%

(II) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Ballot paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

7. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Mohini Purshottam Sharma (Company Secretary), for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM
8. The consolidated result of the votes cast (by E-Voting and Voting by Ballot paper at AGM) is provided as **Annexure 1** to this report.

Thanking You,
Yours faithfully,

**For Mayank Arora & Co.,
Company Secretaries**

MAYANK
ARORA

Digitally signed by
MAYANK ARORA
Date: 2024.09.14
14:36:25 +05'30'

**Mayank Arora
Partner
Membership No.: F10378
COP No.: 13609
PR No.: 5923/2024**

For Responsive Industries Limited

**(Person authorized by Chairman)
Mohini Purshottam Sharma
Company Secretary & Compliance Officer
Membership No. A57068**

**UDIN: F010378F001220191
Date: 14/09/2024
Place: Mumbai**

Annexure - 1

Consolidated result of voting (by e-voting and Polling) for resolution numbers 1 to 5 of the Notice of the 42nd Annual General Meeting of "Responsive Industries Limited" held on Friday, September 13, 2024 at 11:00 A.M (IST):-

Reso lutio n No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	E-voting	Poll at AG M	Total	E-voting	Poll at AGM	Total	%	E- votin g	Poll at AGM	Total	%
1.	163693691	1061	163694 752	163633839	1060	163634 899	99.96	59852	1	59853	0.04
2.	163693691	1061	163694 752	163693691	1060	163694 751	100	0	1	1	0.00
3.	163693691	1061	163694 752	163633839	1060	163634 899	99.96	59852	1	59853	0.04
4.	163693691	1061	163694 752	163633839	1060	163634 899	99.96	59852	1	59853	0.04
5.	163693691	1061	163694 752	163693691	1060	163694 751	100	0	1	1	0.00

Thanking You,
Yours faithfully,

**For Mayank Arora & Co.,
Company Secretaries**

MAYANK ARORA Digitally signed by
MAYANK ARORA
Date: 2024.09.14
14:36:58 +05'30'

**Mayank Arora
Partner
Membership No.: F10378
COP No.: 13609
PR No.:5923/2024**

**UDIN: F010378F001220191
Date: 14/09/2024
Place: Mumbai**

For Responsive Industries Limited

**(Person authorized by Chairman)
Mohini Purshottam Sharma
Company Secretary and Compliance Officer
Membership No. A57068**

RESULTS OF 42nd ANNUAL GENERAL MEETING (AGM)
(In accordance with Regulation 44(3) of SEBI LODR Regulations)

Name of the Company	Responsive Industries Limited
Date of Notice of 42nd AGM	June 28, 2024
Voting Start Date and Time	September 10, 2024 09:00 A.M. (IST)
Voting End Date and Time	September 12, 2024 05:00 P.M. (IST)
Total number of Members as on record date	17,412 (as on record dated i.e. September 06, 2024)
No. of Members present in the meeting either in person or through proxy	54
Promoters & Promoter Group	0
Public	54
No. of Members attended the meeting through Video Conferencing	Not applicable
Promoters & Promoter Group	Not applicable
Public	Not applicable

RESPONSIVE INDUSTRIES LIMITED

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CIN NO. L65100MH1982PLC027797

Agenda wise disclosure of voting:

Sr. No.	Resolutions	Votes in favour of the Resolution				Votes against the Resolution			
		E-voting	Poll	Total	%	E-voting	Poll	Total	%
1.	Adoption of audited standalone and consolidated financial statements for the financial year ended March 31, 2024, the reports of the Board of Directors and Auditors thereon.	163633839	1060	163634899	99.96	59852	1	59853	0.04
2.	Declaration of Final Dividend on Equity Shares of the Company at the rate of Re.0.10/- per equity share (10%) for the financial year 2023-24.	163693691	1060	163694751	100.00	0	1	1	0.00
3.	Re-appointment of Mr. Rishabh Agarwal (DIN: 05011607), who retires by rotation and being eligible, offers himself for re-appointment.	163633839	1060	163634899	99.96	59852	1	1	0.04
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.	163633839	1060	163634899	99.96	59852	1	1	0.04
5.	Ratification of remuneration of Cost Auditors for financial year 2024-25.	163693691	1060	163694751	100.00	0	1	1	0.00

Thanking you,

Yours sincerely,

For **Responsive Industries Limited**



Mohini Sharma

Company Secretary & Compliance Officer

RESPONSIVE INDUSTRIES LIMITED

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