

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company: Responsive Industries Limited**

**Quarter ending on: 30<sup>th</sup> June, 2015**

BSE CODE: - 505509

NSE CODE: - RESPONIND

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	



(D) Management	49 (VIII D)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.
(E) Shareholders	49 (VIII E)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	N.A.	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.
<b>XI. Compliance</b>	49 (XI)	Yes	Annual Report for the year ended 31 <sup>st</sup> March, 2015 contains necessary information & will ensure compliance for future years.

For **Responsive Industries Limited**



**Compliance Officer**

