

Name of the Company : **RESPONSIVE INDUSTRIES LIMITED**  
Quarter Ending On : **30<sup>th</sup> September 2007**

| Particulars   | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks  |
|---|-----------------------------|----------------------------|--|
| 1   | 2                           | 3                          | 4  |
| <b>I Board of Directors</b>   | 49 I                        |                            |  |
| (A) Composition of Board  | 49(IA)                      | Yes                        |  |
| (B) Non-Executive Director's Compensation & Disclosures.                | 49(IB)                      | Yes                        |  |
| (C) Code of Conduct   | 49(ID)                      | Yes                        |  |
| <b>II Audit Committee</b>   | 49 II                       |                            |  |
| (A) Qualified & Independent Audit Committee                             | 49 IIA                      | Yes                        |  |
| (B) Meeting Audit Committee 49 (IIC)                                    | 49 IIB                      | Yes                        |  |
| (C) Power of Audit Committee  | 49IIIB                      | Yes                        |  |
| (D) Role of Audit Committee   | 49 II (D)                   | Yes                        |  |
| (E) Review of Information by Audit Committee                            | 49(III E)                   | Yes                        |  |
| <b>III Subsidiary Companies</b>   | 49 III                      | Yes                        |  |
| <b>V. Disclosures</b>   | 49 IV                       |                            |  |
| (A) Basic of related party transactions                                 | 49 IVA                      | Yes                        |  |
| (B) Board Disclosures   | 49 IVB                      | Yes                        |  |
| (C) Proceeds from public issues, right issues, preferential issues etc. | 49 IV C                     | Yes                        |  |
| (D) Remuneration of Directors   | 49 IV D                     | Yes                        |  |
| (E) Management  | 49 IV E                     | Yes                        | ---  |
| (F) Shareholders  | 49 IV F                     | Yes                        | ---  |
| <b>V. CEO/CFO Certification</b>   | 49 V                        | Yes                        |  |
| <b>VI. Report on Corporate Governance</b>                               | 49 VI                       | Yes                        | The Company has prepared Report on Corporate Governance in the Annual Report of 2006-07. |
| <b>VII. Compliance</b>  | 49 VII                      | Yes                        |  |