

September 17, 2023

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 23, 2023, submitting the Notice dated May 04, 2023 of the 41st Annual General Meeting (AGM) to the Members of the Company held on Friday, September 15, 2023, 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 08, 2023 ("Cut-Off date")** to exercise their voting rights.

The remote e-voting period commenced on Tuesday, September 12, 2023 at 09:00 A.M. (IST) and concluded on Thursday, September 14, 2023 at 05:00 P.M. (IST).

The Company has appointed M/s. P. P. Shah & 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 16, 2023 issued by M/s. P. P. Shah & Co., Practising Company Secretaries is annexed to this letter. All the resolutions as set out in the Notice dated May 04, 2023 of the 41st 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 and voting by poll is also annexed to this letter.

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 16, 2023, 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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FORM NO. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

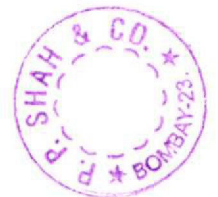
To,
Mr. Mehul Vala, Chairman,
41st Annual General Meeting of the Equity Shareholders of Responsive Industries Limited,
Held on Friday, 15th September, 2023 at 11.00 a.m. at
Hotel Express Inn, Ostawal Empire,
Next to Big Bazar, Boisar (West), Maharashtra: 401 501

Dear Sir,

I, Mr. Pradip Shah, Practicing Company Secretary and Partner of M/s. P. P. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 41st Annual General Meeting of the Equity Shareholders of Responsive Industries Limited held on Friday, 15th September, 2023 at 11.00 a.m. at Hotel Express Inn, Ostawal Empire, Next to Big Bazar, Boisar (West), Maharashtra: 401 501, 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 and ascertaining the requisite majority on 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 on the resolutions referred to in this report.

We submit our report as under:

1. The E-voting period remained open from Tuesday, 12th September, 2023 at 9.00 a.m. to Thursday, 14th September, 2023 at 5.00 p.m.
2. The notice was sent to all the Members on 23rd August, 2023 whose names appeared in the Register of Members as on 18th August, 2023 who were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 41st Annual General Meeting (AGM) of "Responsive Industries Limited" [Item No. 1 (One) to 4 (Four) of the Notice of the 41st Annual General Meeting of Responsive Industries Limited].
3. After the time fixed for closing of the poll by Mr. Mehul Vala, Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. 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.
5. The votes were unblocked on 15th September, 2023 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Jayant Tare and Mr. Praful Jogi. Both of them are not in the employment of the Company.
6. No poll paper was found invalid.



7. Voting rights were reckoned as on Friday, 8th September, 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting during the AGM by poll.
8. The Results of the voting are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 (a) – To receive, consider and adopt: the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon;									
(b) – To receive, consider and adopt: the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	16,48,45,887	100.00	76	0.00	16,48,45,963	100.00	0	0.00	16,48,45,963
Total No. of Ballots	58	96.67	2	3.33	60	100.00	0	0.00	100.00

b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – To declare dividend on equity shares of the Company at the rate of Re. 0.10 per equity share (10%) for the financial year 2022-23.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	16,48,45,887	100.00	76	0.00	16,48,45,963	100.00	0	0.00	16,48,45,963
Total No. of Ballots	58	96.67	2	3.33	60	100.00	0	0.00	100.00



c. RESOLUTION NO. 3

Ordinary Resolution No. 3 – To appoint a Director in place of Mr. Rishabh Agarwal (DIN 05011607), who retires by rotation and being eligible, offers himself for re-appointment.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	16,48,45,885	100.00	78	0.00	16,48,45,963	100.00	0	0.00	16,48,45,963
Total No. of Ballots	57	95.00	3	5.00	60	100.00	0	0.00	100.00

SPECIAL BUSINESS:

d. RESOLUTION NO. 4

Ordinary Resolution No. 4 – To approve remuneration of M/s. S. K. Agarwal & Associates, Cost Accountants, Cost Auditors of the Company for the financial year ending 31 st March, 2024.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	16,48,45,887	100.00	76	0.00	16,48,45,963	100.00	0	0.00	16,48,45,963
Total No. of Ballots	58	96.67	2	3.33	60	100.00	0	0.00	100.00

9. The poll papers and other relevant records were sealed and handed over to Ms. Mohini Sharma, Company Secretary authorized by the Board for safe keeping.

10. The consolidated result of the votes cast (by E-Voting and by poli) is provided as Annexure - I to this report.

Thanking You,
Yours Faithfully,

For P. P. Shah & Co.
Practising Company Secretaries

Pradip C. Shah

Pradip Shah
Partner
Place: Mumbai
Date: 16th September, 2023
UDIN: F001483E001024032



Annexure – 1

Consolidated Result of Voting (by E-voting and Poll) for Resolution Nos. 1 to 4 of the Notice of the 41st Annual General Meeting of “Responsive Industries Limited” held on Friday, 15th September, 2023 at 11.00 a.m.

Resoluti on No.	Total Valid Votes Cast			Voted In Favour of Resolution				Voted Against The Resolution			
	E-voting	Poll	Total	E-voting	Poll	Total	%	E- voting	Poll	Total	%
1	164845960	3	164845963	164845884	3	164845887	100.00	76	0	76	0.00
2	164845960	3	164845963	164845884	3	164845887	100.00	76	0	76	0.00
3	164845960	3	164845963	164845882	3	164845885	100.00	78	0	78	0.00
4	164845960	3	164845963	164845884	3	164845887	100.00	76	0	76	0.00



DETAILS OF VOTING RESULTS

Based on the report dated September 16, 2023 (copy enclosed) submitted by Mr. Pradip Shah, M/s. P.P. Shah & Co. Practicing Company Secretaries, the Scrutinizer appointed for the purpose of remote e-voting and voting by poll conducted at the 41st Annual General Meeting of the Company held on Friday, September 15, 2023 at 11:00 A.M. at Hotel Express Inn, Ostawal Empire, Next to Big Bazar, Boisar (West), Maharashtra – 401501, I hereby declare that all the following resolutions have been approved by the members of the Company with requisite majority:

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, 2023, the reports of the Board of Directors and Auditors thereon.	164845884	3	164845887	100.00	76	0	76	0.00
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 2022-23.	164845884	3	164845887	100.00	76	0	76	0.00
3.	Appointment of Mr. Rishabh Agarwal (DIN: 05011607), who retires by rotation and being eligible, offers himself for re-appointment.	164845882	3	164845885	100.00	78	0	78	0.00
4.	Ratification of remuneration of Cost Auditors for financial year 2023-24.	164845884	3	164845887	100.00	76	0	76	0.00

Thanking you,
Yours sincerely,
For **Responsive Industries Limited**



Mohini Sharma
Company Secretary & Compliance Officer

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