

General information about company

Scrip code	505509
NSE Symbol	RESPONIND
MSEI Symbol	NOTLISTED
ISIN	INE688D01026
Name of the entity	RESPONSIVE INDUSTRIES LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	RISHABH AGARWAL	AGMPA6792M	05011607	Non-Executive - Non Independent Director	Chairperson related to Promoter		22-08-1985	NA		02-05-2018				1	0	1	1		
2	Mr	MEHUL VALA	ABOPV7416Q	08361696	Executive Director	Not Applicable	CEO	09-09-1969	NA		14-02-2019	14-02-2022		36	1	0	1	0		
3	Mr	MRUNAL SHETTY	BMNPS0395C	08362895	Executive Director	Not Applicable		11-10-1985	NA		14-02-2019		24-03-2022		1	0	1	0		
4	Ms	BHUMIKA JAIN	BTZPM0133M	08083360	Non-Executive - Independent Director	Not Applicable		07-07-1990	NA		24-05-2019	24-05-2019	31-03-2022	60	1	1	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of po of Chairpers in Audit Stakehold Commit held in listed entities includin this liste entity (Refer Regulatio 26(1) o Listing Regulation
5	Ms	MITA JHA	ABJPJ3885C	07258314	Non-Executive - Independent Director	Not Applicable		01-02-1968	NA		24-05-2021	24-05-2021		60	3	3	2	0
6	Mr	MANISH AGARWAL	AFVPA0690N	02459102	Non-Executive - Independent Director	Not Applicable		29-10-1982	NA		24-05-2021	24-05-2021		60	1	1	1	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02459102	MANISH AGARWAL	Non-Executive - Independent Director	Chairperson	24-05-2021		
2	08362895	MRUNAL SHETTY	Executive Director	Member	24-05-2019	24-03-2022	Textual Information(1)
3	07258314	MITA JHA	Non-Executive - Independent Director	Member	24-05-2021		

Sr Text Block

Textual Information(1)	Mr. Mrunal Shetty, Executive Director & CFO of the Company have resigned from his directorship w.e.f. 24.03.2022 and hence the composition has fallen below optimum. However, the Board is aware of the shortfall and shall fill the vacancy within the specified timeline.
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Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07258314	MITA JHA	Non-Executive - Independent Director	Chairperson	24-05-2021		
2	08083360	BHUMIKA JAIN	Non-Executive - Independent Director	Member	24-05-2021		Textual Information(1)
3	05011607	RISHABH AGARWAL	Non-Executive - Non Independent Director	Member	09-08-2019		

Sr Text Block

Textual Information(1)

Mrs. Bhumika Jain, Non-Executive -Independent Director of the Company have resigned from her directorship with effect from the closing hours of March 31,2022.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05011607	RISHABH AGARWAL	Non-Executive - Non Independent Director	Chairperson	09-08-2019		
2	08361696	MEHUL VALA	Executive Director	Member	24-05-2019		
3	08083360	BHUMIKA JAIN	Non-Executive - Independent Director	Member	24-05-2021		Textual Information(1)

Sr Text Block

Textual Information(1)

Mrs. Bhumika Jain, Non-Executive -Independent Director of the Company have resigned from his directorship with effect from the closing hours of March 31,2022.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05011607	RISHABH AGARWAL	Non-Executive - Non Independent Director	Chairperson	24-05-2019		
2	07258314	MITA JHA	Non-Executive - Independent Director	Member	01-10-2021		
3	08362895	MRUNAL SHETTY	Executive Director	Member	24-05-2019	24-03-2022	Textual Information(1)

Sr Text Block

Textual Information(1)	Mr. Mrunal Shetty, Executive Director & CFO of the Company have resigned from his directorship w.e.f. 24.03.2022 and hence the composition has fallen below optimum. However, the Board is aware of the shortfall and shall fill the vacancy within the specified timeline.
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Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05011607	RISHABH AGARWAL	Non-Executive - Non Independent Director	Chairperson	24-05-2019		
2	07258314	MITA JHA	Non-Executive - Independent Director	Member	24-05-2021		
3	02459102	MANISH AGARWAL	Non-Executive - Independent Director	Member	24-05-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	28-10-2021				Yes	6	3
2	26-11-2021		28		Yes	6	3
3		14-02-2022	79		Yes	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	28-10-2021				Yes	3	2
2	Audit Committee	26-11-2021				Yes	3	2
3	Audit Committee	14-02-2022				Yes	3	2
4	Nomination and remuneration committee	28-10-2021				Yes	3	2
5	Risk Management Committee	01-10-2021				Yes	3	1
6	Risk Management Committee	28-10-2021				Yes	3	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ankit Pandit
2	Designation	Company Secretary and Compliance Officer

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.responsiveindustries.com
2	Terms and conditions of appointment of independent directors	Yes		https://www.responsiveindustries.com/policies
3	Composition of various committees of board of directors	Yes		https://www.responsiveindustries.com/boardof-directors
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.responsiveindustries.com/codeof-conduct
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.responsiveindustries.com/policies/
6	Criteria of making payments to non-executive directors	Yes		https://www.responsiveindustries.com/policies/
7	Policy on dealing with related party transactions	Yes		https://www.responsiveindustries.com/policies/
8	Policy for determining 'material' subsidiaries	Yes		https://www.responsiveindustries.com/policies/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.responsiveindustries.com/news-announcements/

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.responsiveindustries.com/investor-contacts/
11	email address for grievance redressal and other relevant details	Yes		https://www.responsiveindustries.com/investor-contacts/
12	Financial results	Yes		https://www.responsiveindustries.com/financial-results/
13	Shareholding pattern	Yes		https://www.responsiveindustries.com/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.responsiveindustries.com/investor-information
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.responsiveindustries.com/news-announcements/
18	Credit rating or revision in credit rating obtained	Yes		https://www.responsiveindustries.com/news-announcements/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.responsiveindustries.com/annual-report/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.responsiveindustries.com/investor Relations
21	Materiality Policy as per Regulation 30	Yes		https://www.responsiveindustries.com/policies/

22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	https://www.responsiveindustries.com/policies/
23	It is certified that these contents on the website of the listed entity are correct	Yes	https://www.responsiveindustries.com

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	No	Mr. Mrunal Shetty, Executive Director & CFO and Ms. Bhumika Jain, Independent Director of the Company have resigned from their directorship w.e.f. 24.03.2022 and 31.03.2022 respectively and hence the composition has fallen below optimum. However, the Board is aware of the shortfall and shall fill the vacancy within the specified timeline.
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	No	Mr. Mrunal Shetty, Executive Director & CFO of the Company have resigned from his directorship w.e.f. 24.03.2022 and hence the composition has fallen below optimum. However, the Board is aware of the shortfall and shall fill the vacancy within the specified timeline.
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1), (2),(3),(4)	No	Mr. Mrunal Shetty, Executive Director & CFO of the Company have resigned from his directorship w.e.f. 24.03.2022 and hence the composition has fallen below optimum. However, the Board is aware of the shortfall and shall fill the vacancy within the specified timeline.
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1), (1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

Annexure II		
1	Name of signatory	Ankit Pandit
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

Annexure II		
1	Name of signatory	Ankit Pandit
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0	0

Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		No	Textual Information(3)
Name	Mehul Vala		
Designation	CEO		
Place	Mumbai		
Date	11-04-2022		

Signatory Details

Name of signatory	Ankit Pandit
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	11-04-2022

