

March 13, 2023

<b>BSE Limited</b> Corporate Relationship Manager, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 <b>Scrip Code: 505509</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C - 1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 <b>Stock Symbol: RESPONIND</b>
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**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,

This is to inform you that the **Extra-Ordinary General Meeting ("EGM")** of the Company was held on **Friday, March 10, 2023 at 12:30 P.M. (IST)** at the Registered Office of the Company at Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar, Dist. Thane – 401501, Maharashtra, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time.

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, e-voting facility at the EGM and voting by poll to the members at the EGM. The Scrutinizer's report dated March 11, 2023 issued by M/s. P. P. Shah & Co., Practicing Company Secretaries is attached as **"Annexure 1"**. All the resolutions as set out in the Notice of the EGM dated January 27, 2023 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, e-voting at the EGM and voting by poll is attached as **"Annexure 2"**.

The Voting Results along with the Scrutinizer's Report dated March 11, 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**

**RESPONSIVE INDUSTRIES LIMITED**

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

[www.responsiveindustries.com](http://www.responsiveindustries.com)

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**CIN NO. L65100MH1982PLC027797**

**Pradip Shah**  
B. Com, LL B, FCS

**P. P. Shah & Co.**  
Company Secretaries

**Punit Shah**  
B.Com, ACS

**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,  
(Whole Time Director & CEO)

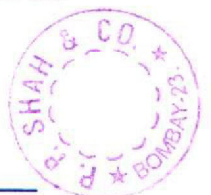
**Extra-Ordinary General Meeting** of the Equity Shareholders of **Responsive Industries Limited** held on **Friday, 10<sup>th</sup> March, 2023 at 12.30 p.m.** at the Registered Office of the Company at Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar, Dist. Thane – 401501, Maharashtra.

Dear Madam,

I, Mr. Pradip Shah, Partner of M/s. P. P. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the Extra Ordinary General Meeting (EGM) of the equity shareholders of Responsive Industries Limited held on Friday, 10<sup>th</sup> March, 2023 at 12.30 p.m. at the registered office of the Company situated at Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar, Dist. Thane – 401501 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, 7<sup>th</sup> March, 2023 at 9.00 a.m. to Thursday, 9<sup>th</sup> March, 2023 at 5.00 p.m. and had engaged the services of M/s. Link Intime India Private Limited for this purpose.
2. The notice was sent to all the Members on Monday, February 13, 2023 whose names appeared in the Register of Members as on February 10, 2023. The members as on cut-off date i.e. 3<sup>rd</sup> March, 2023 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the Extra Ordinary General Meeting of "Responsive Industries Limited" [Item No. 1 (One) to Item No. 3 (Three)] of the Notice of the Extra Ordinary General Meeting.
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 cast by remote e-voting were unblocked on 10<sup>th</sup> March, 2023 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Punit Shah working with M/s. P. P. Shah & Co., Practicing Company Secretaries and Mr. Nitin Kadam. Both of them are not in the employment of the Company.



6. No poll paper was found invalid.
7. The Results of the voting are as under:

**SPECIAL BUSINESS:**

**a. RESOLUTION NO. 1**

Special Resolution No. 1 – Appointment of Mr. Sanjiv Swarup (DIN: 00132716) as an Independent Director.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	164809697	100.00	100	0.00	164809797	100.00	0	0.00	164809797
Total No. of Members	42	97.67	1	2.33	43	100.00	0	0.00	43

**b. RESOLUTION NO. 2**

Special Resolution No. 2 – Appointment of Mr. Sadanand Morab (DIN: 09790817) as an Executive Director of the Company and payment of Remuneration.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	164722357	99.95	87440	0.05	164809797	100.00	0	0.00	164809797
Total No. of Members	41	95.35	2	4.65	43	100.00	0	0.00	43





**c. RESOLUTION NO. 3**

Specoa; Resolution No. 3 – Appointment of Mr. Arun Goel (DIN: 07652383) as an Independent Director of the Company.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	164809697	100.00	100	0.00	164809797	100.00	0	0.00	164809797
Total No. of Members	42	97.67	1	2.33	43	100.00	0	0.00	43

8. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 3 of the Notice of the EGM have been passed with requisite majority.
9. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.
10. The poll papers and other relevant records were sealed and handed over to Ms. Mohini Sharma, Company Secretary & Compliance Officer authorized by the Board for safe keeping.
11. The consolidated result of the votes cast (by E-voting and by poll) is provided as Annexure - 1 to this report.

Thanking You,

Yours Faithfully,

**For P. P. Shah & Co.**  
**Company Secretaries**  
Unique ICSI ID No.: P2009MH018300

*Pradip C. Shah*

**Pradip Shah**  
**Partner**  
FCS No.: 1483, COP No.: 436  
**UDIN: F001483D003262367**  
Peer Review: 666/2020



**Date:** 11<sup>th</sup> March, 2023  
**Place:** Mumbai

Annexure – 1

Consolidated Result of Voting (by Remote E-voting and Poll) for Resolution Nos. 1 to 3 of the Notice of the EGM of “Responsive Industries Limited” held on Friday, 10<sup>th</sup> March, 2023 at 12.30 p.m. at the registered office of the Company.

Res. 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	164809752	45	164809797	164809652	45	164809697	100	100	0	100	0
2	164809752	45	164809797	164722312	45	164722357	99.95	87440	0	0.05	0.05
3	164809752	45	164809797	164809652	45	164809697	100	100	0	100	0



## Annexure 2

Details of voting of Business Transacted as per the notice of Extra-Ordinary General Meeting of the Company held on Friday, March 10, 2023 at 12:30 P.M. (IST) at Registered Office of the Company at Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar, Dist. Thane – 401501, Maharashtra

<b>Resolution No. 1.</b>	Special Business
Resolution required (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/ resolution	No
Description of Resolution	Appointment of Mr. Sanjiv Swarup (DIN: 00132716) as an Independent Director of the Company

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		<b>1</b>	<b>2</b>	<b>3=2/1*100</b>	<b>4</b>	<b>5</b>	<b>6=4/2*100</b>	<b>7=5/2*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	157,325,527	155,214,357	98.66	155,214,357	0	100.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
<b>Total (A)</b>		<b>157,325,527</b>	<b>155,214,357</b>	<b>98.66</b>	<b>155,214,357</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	104,540,951	9,507,927	9.09	9,507,927	0	100.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
<b>Total (B)</b>		<b>104,540,951</b>	<b>9,507,927</b>	<b>9.09</b>	<b>9,507,927</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	5,046,222	87,468	1.73	87,368	100	99.89	0.11
	<b>Poll</b>		45	0.00	45	0	100.00	0.00
<b>Total (C)</b>		<b>5,046,222</b>	<b>87,513</b>	<b>1.73</b>	<b>87,413</b>	<b>100</b>	<b>99.89</b>	<b>0.11</b>
<b>Grand Total (A+B+C)</b>		<b>266,912,700</b>	<b>164,809,797</b>	<b>61.75</b>	<b>164,809,697</b>	<b>100</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 2.</b>	Special Business
Resolution required (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/ resolution	No
Description of Resolution	Appointment of Mr. Sadanand Raghavendra Morab (DIN: 09790817) as an Executive Director of the Company and payment of remuneration

Mohini  
Purshottam  
Sharma

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Mohini Purshottam  
Sharma  
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### RESPONSIVE INDUSTRIES LIMITED

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

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CIN NO. L65100MH1982PLC027797



Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter and Promoter Group	E-Voting	157,325,527	155,214,357	98.66	155,214,357	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Total (A)		157,325,527	155,214,357	98.66	155,214,357	0	100.00	0.00
Public Institutions	E-Voting	104,540,951	9,507,927	9.09	9,507,927	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Total (B)		104,540,951	9,507,927	9.09	9,507,927	0	100.00	0.00
Public Non Institutions	E-Voting	5,046,222	87,468	1.73	28	87,440	0.03	99.97
	Poll		45	0.00	45	0	100.00	0.00
Total (C)		5,046,222	87,513	1.73	73	87,440	0.08	99.97
Grand Total (A+B+C)		266,912,700	164,809,797	61.75	164,722,357	87,440	99.95	0.05

Resolution No. 3.	Special Business
Resolution required (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/ resolution	No
Description of Resolution	Mr. Arun Vikram Goel (DIN: 07652383) as an Independent Director of the Company

Category	Mode of Voting	No. of shares held	No. of Votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter and Promoter Group	E-Voting	157,325,527	155,214,357	98.66	155,214,357	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Total (A)		157,325,527	155,214,357	98.66	155,214,357	0	100.00	0.00
Public Institutions	E-Voting	104,540,951	9,507,927	9.09	9,507,927	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Total (B)		104,540,951	9,507,927	9.09	9,507,927	0	100.00	0.00
Public Non Institutions	E-Voting	5,046,222	87,468	1.73	87,368	100	99.89	0.11
	Poll		45	0.00	45	0	100.00	0.00
Total (C)		5,046,222	87,513	1.73	87,413	100	99.89	0.11
Grand Total (A+B+C)		266,912,700	164,809,797	61.75	164,809,697	100	100.00	0.00

Mohini Purshottam Sharma

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## RESPONSIVE INDUSTRIES LIMITED

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