

March 30, 2024

**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 February 26, 2024, submitting the Postal Ballot Notice dated February 05, 2024 to the Members of the Company for approval of appointment of Dr. Anita Shantaram (DIN: 00786517) as an Independent Director of the Company not liable to retire by rotation w.e.f. February 05, 2024 to February 04, 2029, we are attaching herewith voting results along with the Scrutinizer's report of the resolution passed by the Members of the Company through Postal Ballot on **Thursday, March 28, 2024**.

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, February 23, 2024 ("Cut-Off date")** to exercise their voting rights.

The remote e-voting period commenced on Wednesday, February 28, 2024 at 09:00 A.M. (IST) and concluded on Thursday, March 28, 2024 at 05:00 P.M. (IST).

The Company has appointed M/s. Mayank Arora & Co., Practising Company Secretaries as the scrutinizer for conducting the postal ballot and remote e-voting process in accordance with the applicable laws in a fair and transparent manner.

The Scrutinizer in his report dated March 30, 2024 confirmed that the voting rights of members were considered in proportion to the paid-up value of their shares in the equity capital of the Company as on Friday, February 23, 2024, the "Cut-off date" fixed by the Company. Total number of shareholders as on the Cut-off date was 15556 holding 26,66,08,544 equity shares of the Company. The Scrutinizer confirmed that the Postal Ballot voting process was conducted in a fair and transparent manner.

As per the Scrutinizer's Report, total valid voters is 77 holding 163,763,895 equity shares of the Company, out of which 74 shareholders holding 163,763,543 equity shares have voted in favour of the resolution and 3 shareholders holding 352 equity shares have voted against the said resolution.

**RESPONSIVE INDUSTRIES LIMITED**

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

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**CIN NO. L65100MH1982PLC027797**

The Scrutinizer's report dated March 30, 2024 issued by M/s. Mayank Arora & Co., Practicing Company Secretaries is attached as "**Annexure 1**". The resolution as set out in the Notice of Postal Ballot dated February 05, 2024 has 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 postal ballot is attached as "**Annexure 2**".

The Voting Results along with the Scrutinizer's Report dated March 30, 2024, 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*

## RESPONSIVE INDUSTRIES LIMITED

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# MAYANK ARORA & CO.

## COMPANY SECRETARIES

### SCRUTINIZER'S REPORT

To,  
The Chairman  
**Responsive Industries Limited,**  
Betegaon, Mahagaon Road, Boisar East Taluka Palghar, Dist. Thane,  
Betegaon- 401501

Dear Sir/'s,

We, M/s. Mayank Arora & Co., Practicing Company Secretaries appointed as Scrutinizer by the Board of Directors ("the Board") of **Responsive Industries Limited** (herein referred as "the Company") vide its meeting held on February 5<sup>th</sup>, 2024, for conducting the postal ballot and remote e-voting process for seeking approval of the shareholders by way of Special Resolution for following items:

- i. To Appoint Dr. Anita Shantaram (Din: 00786517) as an Independent Director of the Company.

I hereby submit my report as under:-

- a. On Monday, February 26, 2024, the Company had sent the Postal Ballot Notice, only through email to its all eligible Members through CDSL and NSDL, as per Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 for seeking the consent of the Members by way of Special Resolution for the business set out in the Postal Ballot Notice ("the Notice") dated 5<sup>th</sup> February, 2024, to be transacted by postal ballot which includes remote e-voting by electronic means.
- b. A Public Notice that the Company had sent Postal Ballot Notice along with e-voting information to the Shareholders was published in Financial Express (English Newspaper) having nationwide circulation on 27<sup>th</sup> February, 2024 and in Mumbai Lakshadeep (Marathi Newspaper) Newspaper circulating in Mumbai on 27<sup>th</sup> February, 2024.



- c. The Company had offered remote e-voting facility to all its Members, which enabled the Members to cast votes electronically instead of physically submitting duly filled in Postal Ballot Form. The instructions on e-voting were provided in the Notice.
- d. The Members of the Company holding shares as on the "Cut Off date" i.e., Friday, February 23, 2024 were entitled to vote on the proposed resolution.
- e. We considered Shareholding pattern post Amalgamation

f. Remote E-Voting

The Company had provided Remote e-Voting facility through M/s. Link Intime India Private Limited on <https://instavote.linkintime.co.in>. under Electronic Voting Sequence Number (EVEN) 240080. The Remote e-Voting commenced from 28<sup>th</sup> February, 2024 at 9.00 a.m. (IST) and closed on 28<sup>th</sup> March, 2024 at 5.00 p.m. (IST). The votes cast were unblocked on Friday, 29<sup>th</sup> March, 2024 in the presence of two witnesses, Ms. Bhavna Pareek and Ms. Jheel Parekh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Jheel Parekh

  
Bhavna Pareek

Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" each of the resolution that was put to vote, were generated from the e-voting website of M/s. Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>. 77 no. of Shareholders exercised their voting rights through Remote e-Voting facility provided by M/s. Link Intime India Private Limited..

- g. The result of the scrutiny is as under:



SPECIAL RESOLUTION:

Item No. 1: Appointment of Dr. Anita Shantaram (Din: 00786517) as an Independent Director of the Company.

Remote E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares  [6 = (3/2) * 100]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes  [9 = (7/4) * 100]	% of votes against on valid votes  [10 = (8/4) * 100]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	15,76,63,945	15,40,39,476	15,40,39,476	-	100	15,40,39,476	-	100	-
Public Institutional holders	9,37,41,450	97,21,751	97,21,751	-	10.37	97,21,751	-	100	-
Public Others	1,52,03,149	2,668	2,668	-	0.01	2316	352	86.80	13.19
Total	26,66,08,544	16,37,63,895	16,37,63,895	-	61.42	16,37,63,543	352	99.9998	0.0002

Voted in Favour of Resolution

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e. 16,37,63,895
Promoter & Promoter Group	15,40,39,476	94.06
Public Institutional holders	97,21,751	5.94
Public Others	2316	0.00
Total	16,37,63,543	100



**Voted in against of Resolution**

Category	No. of Valid Votes in against	% of Valid Votes in against to Valid Votes Polled i.e. 16,37,63,895
Promoter & Promoter Group	-	0
Public Institutional holders	-	0
Public Others	352	0
Total	352	0

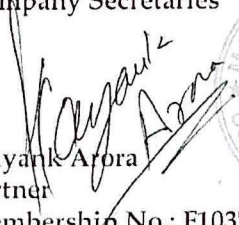
Therefore, Resolution in Item No. 1 stands passed with requisite majority.

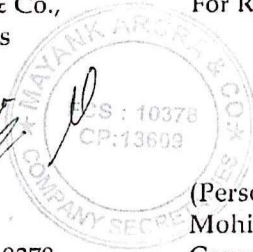
The electronic data and all other relevant records relating to remote e-voting will be handed over to Ms. Mohini Purshottam Sharma (Company Secretary and Compliance Officer), of the Company for safe keeping.


Thanking You,  
Yours faithfully,

For Mayank Arora & Co.,  
Company Secretaries

For Responsive Industries Limited

  
Mayank Arora  
Partner  
Membership No.: F10378  
COP No.: 13609  
PR No.: 679/2020



  
(Person authorized by Chairman)  
Mohini Purshottam Sharma  
Company Secretary and Compliance Officer  
Membership No. A57068



UDIN: F010378E003653701  
Date: 30/03/2024  
Place: Mumbai

**RESULTS OF POSTAL BALLOT  
(IN ACCORDANCE WITH REGULATION 44(3) of SEBI LODR REGULATIONS)**

<b>Name of the Company</b>	Responsive Industries Limited
<b>Date of Postal Ballot Notice</b>	February 26, 2024
<b>Voting Start Date</b>	February 28, 2024 at 09:00 AM (IST)
<b>Voting End Date</b>	March 28, 2024 at 05:00 PM (IST)
<b>Total number of Members as on record date</b>	15556, as on Friday, February 23, 2024 (Cut-off date)
<b>No. of Members present in the meeting either in person or through proxy</b>	Not Applicable
<b>Promoters &amp; Promoter Group</b>	Not Applicable
<b>Public</b>	Not Applicable
<b>No. of Members attended the meeting through Video Conferencing</b>	Not Applicable
<b>Promoters &amp; Promoter Group</b>	Not Applicable
<b>Public</b>	Not Applicable

<b>Resolution No. 1.</b>	Special Business
Resolution required (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda/ resolution	Yes
Description of Resolution	Appointment of Dr. Anita Shantaram (DIN: 00786517) as an Independent Director of the Company.

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**AGENDA WISE DISCLOSURE:**

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>	<b>157,663,945</b>	154,039,476	97.70	154,039,476	0	100.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Postal Ballot</b>		0	0.00	0	0	0.00	0.00
	<b>Total (A)</b>	<b>157,663,945</b>	<b>154,039,476</b>	<b>97.70</b>	<b>154,039,476</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	<b>9,37,41,450</b>	97,21,751	10.37	97,21,751	0	100.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Postal Ballot</b>		0	0.00	0	0	0.00	0.00
	<b>Total (B)</b>	<b>9,37,41,450</b>	<b>97,21,751</b>	<b>10.37</b>	<b>97,21,751</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	<b>1,52,03,149</b>	2,668	0.01	2,316	352	86.80	13.19
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Postal Ballot</b>		0	0.00	0	0	0.00	0.00
	<b>Total (C)</b>	<b>1,52,03,149</b>	<b>2,668</b>	<b>0.01</b>	<b>2,316</b>	<b>352</b>	<b>86.80</b>	<b>13.19</b>
<b>Grand Total (A+B+C)</b>		<b>26,66,08,544</b>	<b>163,763,895</b>	<b>61.42</b>	<b>163,763,543</b>	<b>352</b>	<b>99.99</b>	<b>0.00</b>

#Shareholding post amalgamation is considered.

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



**Mohini Sharma**  
Company Secretary & Compliance Officer

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