

RESPONSIVE INDUSTRIES LIMITED
REPORT OF THE DIRECTOR AND
AUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

RESPONSIVE INDUSTRIES LIMITED

REPORT OF THE DIRECTOR AND AUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

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RESPONSIVE INDUSTRIES LIMITED

REPORT OF THE DIRECTOR FOR THE YEAR ENDED 31 MARCH 2024

The director presents his annual report and the audited financial statements of the Company for the year ended 31 March 2024.

PRINCIPAL ACTIVITY

RESPONSIVE INDUSTRIES LIMITED (“the Company”) is a company incorporated and domiciled in Hong Kong and has its registered office at Unit No.10 on 7th Floor, Houston Centre, No.63 Mody Road, Kowloon, Hong Kong. The principal activity of the Company is engaged in investment holding and trading during the year.

The activity of its subsidiary is set out in note 9 to the financial statements.

RESULTS AND APPROPRIATIONS

The profit of the Company for the year ended 31 March 2024 and the state of the Company’s affairs as at that date are set out in the Company’s financial statements on pages 6 to 14.

The director does not recommend the payment of dividend during the year ended 31 March 2024. (2023: Nil)

RESERVES

Movements in the reserves of the Company during the year are set out in note 12 to the financial statements.

DIRECTOR

The director of the Company during the year and up to the date of this report was:

Vijaykumar Jivrambhai SHARMA

In accordance with the Company’s Articles of Association, the director shall retire from office and shall be eligible for re-election.

EQUITY-LINKED AGREEMENTS

No equity-linked agreements were entered into during the year.

RESPONSIVE INDUSTRIES LIMITED

REPORT OF THE DIRECTOR
FOR THE YEAR ENDED 31 MARCH 2024

PERMITTED INDEMNITY PROVISION

No permitted indemnity provision (whether made by the Company or otherwise) is in force for the benefit of one or more director of the Company, for the financial year or at any time in the financial year.

BUSINESS REVIEW

According to Section 388(3)(a) of the Companies Ordinance (Cap.622), the Company falls within the reporting exemption for the financial year, and is therefore exempt from including a business review in the report of director in compliance with Schedule 5.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint Quentin Wong & Co. CPA Limited as auditor of the Company.



Vijaykumar Jivrambhai SHARMA
Sole Director

21 MAY 2024



黃松堅會計師事務所有限公司
QUENTIN WONG & CO. CPA LIMITED

香港 九龍 尖沙咀東部 麼地道 63 號 好時中心 7 樓 710 室
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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBER OF

RESPONSIVE INDUSTRIES LIMITED
(incorporated in Hong Kong with limited liability)

Opinion

We have audited the financial statements of RESPONSIVE INDUSTRIES LIMITED (“the Company”) set out on pages 6 to 14, which comprise the Company’s statement of financial position as at 31 March 2024, and the income statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-sized Entity Financial Reporting Standard (“SME-FRS”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and have been properly prepared in compliance with the Companies Ordinance.

Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing (“HKSA”) and with reference to Practice Note 900 (Revised) Audit of Financial Statements Prepared in Accordance with the Small and Medium-Sized Entity Financial Reporting Standard issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the HKICPA’s Code of Ethics for Professional Accountants (“the Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The director is responsible for the other information. The other information comprises the information included in the report of the director, but does not include the financial statements and our auditor’s report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



黃松堅會計師事務所有限公司 QUENTIN WONG & CO. CPA LIMITED

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Responsibilities of director and those charged with governance for the financial statements

The director is responsible for the preparation of the financial statements in accordance with the SME-FRS issued by the HKICPA and the Companies Ordinance, and for such internal control as the director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



黃松堅會計師事務所有限公司
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Auditor's responsibilities for the audit of the financial statements (cont'd)

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Quentin Wong & Co. CPA Limited

Quentin Wong & Co. CPA Limited
Certified Public Accountants
WONG Chung Kin, Quentin
Practising Certificate Number: P04595
Hong Kong, 21 MAY 2023

RESPONSIVE INDUSTRIES LIMITED

INCOME STATEMENT
FOR THE YEAR ENDED 31 MARCH 2024

	<u>Notes</u>	<u>2024</u> US\$	<u>2023</u> US\$
Revenue	3	34,112,298	11,547,810
Cost of sale		<u>(17,741,092)</u>	<u>(7,617,422)</u>
		16,371,206	3,930,388
Other income	4	821	11,133,583
Administrative expenses		(522,852)	(144,521)
Other operating expense		<u>(1,269,687)</u>	<u>(1,058,073)</u>
PROFIT BEFORE TAX	5	14,579,488	13,861,377
Income tax expense	7	<u>-</u>	<u>-</u>
PROFIT FOR THE YEAR		<u>14,579,488</u>	<u>13,861,377</u>

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

RESPONSIVE INDUSTRIES LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2024

	<u>Notes</u>	<u>2024</u> US\$	<u>2023</u> US\$
NON-CURRENT ASSETS			
Property, plant and equipment	8	<u>37,767,615</u>	<u>39,037,302</u>
CURRENT ASSETS			
Cash and cash equivalent	9	521,761	384,521
Trade and other receivables	10	<u>42,380,988</u>	<u>16,657,214</u>
		42,902,749	17,041,735
CURRENT LIABILITIES			
Trade and other payables	11	<u>12,249,667</u>	<u>2,237,828</u>
		12,249,667	2,237,828
NET CURRENT ASSETS		<u>30,653,082</u>	<u>14,803,907</u>
NET ASSETS		<u>68,420,697</u>	<u>53,841,209</u>
EQUITY			
Share capital			
Issued and fully paid: 40,010,000 Ordinary shares	12	40,010,000	40,010,000
Retained earnings	12	<u>28,410,697</u>	<u>13,831,209</u>
		<u>68,420,697</u>	<u>53,841,209</u>

The financial statements were approved by:



Vijaykumar Jivrambhai SHARMA
Sole Director

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

1. REPORTING ENTITY

RESPONSIVE INDUSTRIES LIMITED (“the Company”) is a company incorporated in Hong Kong with limited liability. The Company’s registered office is located at Unit No.10 on 7th Floor, Houston Centre, No.63 Mody Road, Kowloon, Hong Kong. The principal activity of the Company is engaged in investment holding and trading during the year.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Company qualifies for the reporting exemption as a small private company under section 359(1)(a) for the Companies Ordinance (Cap. 622) and is therefore entitled to prepare and present its financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard (SME-FRS) issued by the Hong Kong Institute of Certified Public Accountants.

As the Company is a holding company that is a wholly owned subsidiary of another body corporate, it satisfied the exemption criteria set out in section 379(3)(a) of the Companies Ordinance (Cap. 622), and is therefore not required to prepare consolidated financial statements.

These financial statements comply with the SME-FRS and have been prepared under the accrual basis of accounting and on the basis that the Company is a going concern.

The measurement base adopted is the historical cost convention.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

Revenue

Revenue is recognised when it is probable that the economic benefits will flow to the Company and when the revenue can be measured reliably, on the following bases:

- i) Interest income is recognised on a time proportion basis taking into account the principal outstanding and the interest applicable;
- ii) Sale of goods is recognised when the goods are delivered and the risks and rewards of ownership have passed to the customer; and
- iii) Sundry income is recognised on an accrual basis by reference to the substance of the transaction.

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONT'D)

Foreign exchange

The reporting currency of the Company is United States Dollars, which is the currency of the primary economic environment in which the Company operates.

Foreign currency transactions are converted at the exchange rate applicable at the transaction date. Foreign currency monetary items are translated into United States Dollars using exchange rates applicable at the end of the reporting period. Gains and losses on foreign exchange are recognised in the income statement.

Taxation

Income tax expense represents current tax expense. The income tax payable represents the amounts expected to be paid to the taxation authority, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year.

Deferred tax is not provided.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

The depreciable amount of an item of property, plant and equipment is allocated on a systematic basis over its estimated useful life using the straight-line method. The principal annual rates used for depreciation are as follows:

Machineries	30 years
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Impairment of assets

An assessment is made at the end of each reporting period to determine whether there is any indication of impairment or reversal of previous impairment, including item of investment in a subsidiary. In the event that an asset's carrying amount exceeds its recoverable amount, the carrying amount is reduced to recoverable amount and an impairment loss is recognised in the income statement. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the recoverable amount, however not to an amount higher than the carrying amount that would have been determined (net of depreciation), had no impairment losses been recognised for the asset in prior years.

Trade and other receivables

Trade and other receivables are stated at estimated realisable value after each debt has been considered individually. Where the payment of a debt becomes doubtful a provision is made and charged to the income statement.

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONT'D)

Subsidiary

Subsidiary is entity controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

Investment in a subsidiary is stated at cost less accumulated impairment losses.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank. Cash equivalents are short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other payables

Other payables are initially measured at transaction price and, after initial recognition, at amortised cost, except for payables with no stated interest rate and the effect of discounting being immaterial, that are measured at their original invoice amount.

Related party

A related party is a person or entity that is related to the entity that is preparing its financial statements ("the Company").

(a) A person or a close member of that person's family is related to the Company if that person:

- (i) has control or joint control over the Company;
- (ii) has significant influence over the Company; or
- (iii) is a member of the key management personnel of the Company or of a parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:

- (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

3. REVENUE

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Sale of goods	34,112,298	11,547,810

4. OTHER INCOME

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Gain on disposal of PPE	-	176,625
Interest income	821	55
Sundry income	-	10,956,903
	<u>821</u>	<u>11,133,583</u>

5. PROFIT BEFORE TAX

Profit before tax is arrived at after charging the following items:

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Depreciation	1,269,687	1,058,072
Exchange loss	-	2,414
Salary & wages	-	61,262

6. EMOLUMENTS AND OTHER MATTERS RELATING TO A DIRECTOR

(a) Director's remuneration disclosed pursuant to section 383(1) of the Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Director) Regulation is Nil. (2023: Nil)

(b) There were no payments made or benefit provided in respect of the termination of the service of director, whether in the capacity of director or in any other capacity while director.

(c) No loans, quasi-loans and other dealings in favour of director, controlled bodies' corporate and other connected entities.

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND
EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

6. EMOLUMENTS AND OTHER MATTERS RELATING TO A DIRECTOR (CONT'D)

(d) Guarantees to banks for loans granted to director of the Company

The Company had not paid or incurred any liability for the purpose of fulfilling the guarantee or discharging the security given to banks for loans granted to the director during the year and the previous year.

(e) There were no consideration provided to or receivable by third parties for making available the services of a person as director or in any other capacity while director.

7. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax is required since the Company has no estimated assessable profits for the year. (2023: Nil)

Deferred tax is not provided.

8. PROPERTY, PLANT AND EQUIPMENT

	<u>Machineries</u>	<u>Total</u>
	US\$	US\$
Cost		
At 31 March 2023 and at 31 March 2024	<u>40,095,375</u>	<u>40,095,375</u>
Accumulated depreciation		
At 31 March 2023	1,058,073	1,058,073
Depreciation	<u>1,269,687</u>	<u>1,269,687</u>
At 31 March 2024	2,327,760	2,327,760
Net carrying amount		
At 31 March 2024	<u>37,767,615</u>	<u>37,767,615</u>
At 31 March 2023	<u>39,037,302</u>	<u>39,037,302</u>

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND
EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

9. CASH AND CASH EQUIVALENT

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Cash at bank	521,761	384,521

10. TRADE AND OTHER RECEIVABLES

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Trade receivable	31,776,792	3,909,621
Other receivable:		
- Sundry receivable	8,489,212	11,005,168
- Advance payment	2,114,984	1,742,425
	<u>42,380,988</u>	<u>16,657,214</u>

11. OTHER PAYABLES

	<u>2024</u>	<u>2023</u>
	US\$	US\$
Trade payable	12,246,600	2,236,303
Other payable:		
- Accruals	3,067	1,525
	<u>12,249,667</u>	<u>2,237,828</u>

RESPONSIVE INDUSTRIES LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

12. CHANGES IN EQUITY

	<u>Share capital</u> US\$	<u>Retained earning</u> US\$	<u>Total</u> US\$
Balance as at 31 March 2023	40,010,000	13,831,209	53,841,209
Profit for the year	-	14,579,488	14,579,488
Balance as at 31 March 2024	<u>40,010,000</u>	<u>28,410,697</u>	<u>68,420,697</u>

13. RELATED PARTY TRANSACTIONS

The Company did not enter into any material related party transactions during the year.

14. IMMEDIATE AND ULTIMATE HOLDING COMPANY

At 31 March 2024, the director considers the immediate and ultimate holding company of the Company to be RESPONSIVE INDUSTRIES LIMITED, which is incorporated and listed in India.

15. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were authorised for issue by the Company's Sole Director on 21 MAY 2024.