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Date: 13<sup>th</sup> August, 2014

To,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai – 400 051.

Dear Sirs,

Sub: “Proceedings of the 32<sup>nd</sup> Annual General Meeting of the Company held on 09<sup>th</sup> August, 2014”

Re: Company Code: RESPONIND

Pursuant to Clause 31(d) of the Listing Agreement, we wish to inform you that the members of the Company at the 32<sup>nd</sup> Annual General Meeting of the Company held on Saturday, 09<sup>th</sup> August, 2014, at 10.00 a.m. at Hotel Silver Avenue, Ostwal Empire, Next to Big Bazar, Boisar (West), Thane – 401 501, have duly approved all the businesses as specified in the notice conveying the meeting viz.:-

**1. APPROVAL OF ACCOUNTS:**

Members considered and approved the Audited Balance Sheet as at 31<sup>st</sup> March, 2014, the Profit and Loss Accounts for the year ended as on that date together with Reports of Auditors & Directors thereon.

**2. DECLARATION OF DIVIDEND:**

Members have declared the Dividend @ Re.0.10 per equity share of Re. 1/- each (i.e.10%).

**3. RE-APPOINTMENT OF MRS. SWATI AGARWAL AS DIRECTOR:**

Members have approved the re-appointment of Mrs. Swati Agarwal (DIN 02330442), as Director of the Company, who is liable to retire by rotation and being eligible offered herself for re-appointment.

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**RESPONSIVE INDUSTRIES LIMITED**

Mahagaon Road, Betegaon Village,

Boisar (East), Tal. Palghar, Dist.

Thane 401 501, Maharashtra, India.

CIN NO. L99999MH1982PLC027797

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**4. RE-APPOINTMENT OF AUDITORS:**

Members have approved the re-appointment of M/s. Haribhakti & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company to hold office upto the conclusion of the Annual General Meeting of the Company scheduled to be held in the year 2017.

**5. RE-APPOINTMENT OF MR. ATIT AGARWAL AS WHOLE-TIME DIRECTOR:**

Members have approved the re-appointment of Mr. Atit Agarwal (DIN 02330412), as Whole-time Director of the Company, for a period of three years w.e.f. 22<sup>nd</sup> August 2014.

**6. APPOINTMENT OF MR. S.S.THAKUR AS AN INDEPENDENT DIRECTOR:**

Members have approved appointment of Mr. S.S.Thakur (DIN 00001466), as an Independent Director of the Company to hold office for three consecutive years for a term up to the conclusion of 35<sup>th</sup> Annual General Meeting in the calendar year 2017.

**7. APPOINTMENT OF MR. V.K.CHOPRA AS AN INDEPENDENT DIRECTOR:**

Members have approved appointment of Mr. V.K.Chopra (DIN 02103940), as an Independent Director of the Company to hold office for three consecutive years for a term up to the conclusion of 35<sup>th</sup> Annual General Meeting in the calendar year 2017.

**8. AUTHORISATION TO BOARD OF DIRECTORS U/S 180(1)(c) TO BORROW MONEY:**

Members have authorized the Board of Directors of the Company in terms of Section 180(1)(c) of the Companies Act, 2013, to borrow money upto the limit of Rs.1100 Crores.

**9. AUTHORISATION TO BOARD OF DIRECTORS U/S 180(1)(a) TO CREATE CHARGE/MORTGAGE:**

Members have authorized the Board of Directors of the Company in terms of Section 180(1)(a) of the Companies Act, 2013, to create security by creation of charge/mortgage/hypothecation on the assets of the Company upto the limit of Rs. 1100 Crores.

Kindly take the above on your records and acknowledge the receipt.

Thanking You,  
Yours faithfully,  
For Responsive Industries Limited

  
Company Secretary

