RESPONSIVE

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02/05/2018

BSE Limited
P.J.Towers, Dalal Street,
Mumbai - 400 001

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

Scrip Code: 505509

Scrip Code: RESPONIND

Subject: Outcome of the Board Meeting of the Company held on 2nd May 2018.

Dear Sirs,

Pursuant to Regulation 33 and Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Board of Directors of the Company at its meeting held on Wednesday, May 02, 2018 has, inter alia, transacted the following:

1. The Board has approved the Audited Financial Results (Standalone & Consolidated) for the quarter/year ended March 31, 2018. Copy of Audited Financial Results, Statement of Assets & Liabilities along with Auditor's Report on Standalone & Consolidated financial results and Declaration with respect to unmodified opinion is enclosed herewith.
2. The Board has recommended a dividend of Re. 0.10/- per equity share (i.e. 10%) of Re.1/- each for the financial year ended March 31, 2018 subject to approval of shareholders in ensuing Annual General Meeting. Dividend, if approved by the shareholders will be paid after ensuing Annual General Meeting.
3. The 36th Annual General Meeting of the Company will be held on Friday, 8th June, 2018.
4. The Board has re-appointed Mr. Jagannadham Thunuguntla (DIN 02254282) as an Independent Non-Executive Director of the Company (whose term is expiring on conclusion of ensuing 36th Annual General Meeting) to hold office for five consecutive years for second term up to the conclusion of 41st Annual General Meeting, subject to approval of members. The Brief profile of Mr. Jagannadham Thunuguntla is attached herewith.

RESPONSIVE INDUSTRIES LIMITED
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Tal. Palghar, Dist. Thane 401 501, Maharashtra, India.
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CIN NO. L99999MH1982PLC027797

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5. The Board has re-appointed Ms. Jyoti Rai (DIN 07091343) as an Independent Non-Executive Director of the Company (whose term is expiring on conclusion of ensuing 36th Annual General Meeting) to hold office for five consecutive years for second term up to the conclusion of 41st Annual General Meeting, subject to approval of members. The Brief profile of Ms. Jyoti Rai is attached herewith.
6. The Board has appointed Mr. Rishab Agarwal (DIN: 05011607) as Managing Director of the Company w.e.f. 02 May, 2018, subject to the approval of shareholders of the Company in the ensuing Annual General meeting of the Company. The Brief profile of Mr. Rishab Agarwal is attached herewith.
7. The Board has appointed Mrs. Rohini Agarwal (DIN: 08057122) as an Additional Director of the Company w.e.f. 02 May, 2018 to hold office till the conclusion of the Annual General meeting of the Company. The Brief profile of Mrs. Rohini Agarwal is attached herewith.
8. The Board has considered and recommended the Scheme of Employee Stock Option Scheme.
9. To consider evaluating proposal for restructuring of its Rope Business and demerger of the same as per the provision of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions under other statue for the time being in force. The Board has considered and approved appointment of various agencies / professionals for evaluation and implementation of the restructuring proposal. The Scheme will be subject to receipt of consents, approvals or permissions, inter alia, from the shareholders and creditors of the Company; Amalgamating Company; and Resulting Company, BSE Limited and National Stock Exchange of India Limited, Securities Exchange Board of India (SEBI), the National Company Law Tribunal (NCLT) at Mumbai, or any other regulatory authority as may be required and filing of the order of NCLT with the concerned Registrar of Companies; Proposed Scheme would also provide for application by Resulting Company for listing and trading of its equity shares on National Stock Exchange of India Limited and/or Bombay Stock Exchange Limited as per applicable SEBI Regulations. Listing of the equity shares of the Resulting Company on the Stock Exchange(s) would help the shareholders of the Resulting Company to unlock the value of their shares.

The meeting of Board of Directors of the Company commenced at 04.15 p.m. and concluded at 06.30 p.m.

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

Yours faithfully,

For **Responsive Industries Limited**

Ruchi Jaiswal

Ms. Ruchi Jaiswal
Company Secretary & Compliance Officer
Encl: As above

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