

February 09, 2024

To BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001.

BSE Scrip Code: 538273 Dear Sir / Ma'am,

Sub: Outcome of Board Meeting held on Friday, February 09, 2024 as required under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of the company in its meeting held today i.e., on February 09, 2024 have approved the following:

- Un-audited Standalone and Consolidated Financial Results along with Limited Review Report of the Company for the Third Quarter and Nine months ended on December 31, 2023.
- 2. Raising of funds by issuing up to 15,00,000 equity shares of Face Value of Rs.10/- each, on preferential basis, at an issue price of Rs.78 /- each (including a premium of Rs. 68/-each), aggregating up to Rs.11,70,00,000/- (Rupees Eleven Crores and Seventy Lakhs Only) for cash consideration and Raising of funds by issuing up to 2,58,000 fully Convertible Warrants, each warrant convertible into 1 fully paid-up equity share of the company, having face value of Rs.10/- each, on a preferential basis, at a premium of Rs.68/-, aggregating up to Rs.2,01,24,000/- (Rupees Two Crores One Lakh Twenty Four Thousand Only) for cash consideration, subject to the approval of the shareholders, in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 read with the Companies Act, 2013 and the rules made thereunder.
- 3. 100% acquisition of Highdata Software Corporation, USA, by further issue and allotment of up to 15,96,145 Equity shares (Face Value of Rs. 10/- each) at a price of Rs 78/- each (i.e., including premium of Rs.68/- each), aggregating up to Rs. 12,44,99,310/- (Rupees Twelve Crores Forty-Four Lakhs Ninety-Nine Thousand Three Hundred and Ten Only), for consideration other than cash, on Preferential basis (via swap of shares), subject to the approval of the shareholders, in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 read with the Companies Act, 2013 and the rules made thereunder.

Response Informatics Limited

3rd Floor, Raghuma Towers, Plot No. 3, 4 & 5, Survey Nos 58 & 59, Madhapur, Serilingampally Mandal, Ranga Reddy District, Hyderabad, Telangana - 500 081 Web : www.responseinformaticsltd.com , E-mail : response@responseinformaticsltd.com, Office : 040-40037073, CIN : L72200TG1996PLC025871, GSTIN : 36AABCR6792E126



4. The draft notice of the Extra Ordinary General Meeting ("EGM") of the members of the Company, which will be held on Monday, March 11, 2024 through audio-video conferencing mode.

Accordingly, the "**Relevant Date**" in relation to the issue of the aforesaid securities in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, is Friday, 09th February, 2024 i.e., the date 30 days prior to the date on which the meeting of the shareholders is to be held.

Further, the details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are disclosed herewith in **Annexure** "I" (Raising of funds by way of Preferential Issue of Equity Shares and Convertible warrants) and **Annexure** "I" (Acquisition of Foreign Company).

The meeting commenced at 5.00 P.M and concluded at 8.00 P.M.

This is for your information and records.

Thanking You, Best Regards, For Response Informatics Limited

Nirosha Ravikanti Company Secretary and Compliance Officer



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Annexure-I Raising of Funds by way of Preferential Issue of Equity Shares and Convertible warrants

S. No.	Particulars	Details				
1	Type of Security proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares and Fully Convertible Warrants				
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)					
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)					
4	Names of the investors	이는 것 같아요~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~				
5	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Refer Table 1 below				
6	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable				
7	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable				

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Table I

Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors

No	Category	Proposed Allottees	Pre preferential issue		Post preferential issue	
			No of Shares	%	No of Shares	%
1	Public	Srikanth Nimmagadda	-	0.00	64,500	0.70
2	Public	Sudhakar Pennam	i ,	0.00	1,30,000	1.43
3	Public	Vikramaditya Gandikota	-	0.00	1,30,000	1.41
4	Public	Satya Koppaka	-	0.00	13,000	0.14
5	Public	Nitin Ajmera	1	0.00	13,000	0.14
6	Public	Gandhi Chowdary Chidipothu		0.00	1,30,000	1.41
7	Public	Lavu Tirumaleswara Prasad		0.00	64,500	0.70
8	Public	Pyreddy Meghana Priyadarshini		0.00	41,300	0.45
9	Public	Suresh Chatakondu		0.00	41,300	0.45
10	Public	Narayana Swamy Dorairaj	-2	0.00	52,500	0.57
11	Public	Arun Mandava		0.00	1,30,000	1.41
12	Public	Murali Kulala	-	0.00	1,30,000	1.41
13	Public	Dinesh Jaiwal		0.00	1,30,000	1.41
14	Public	Gattu Srinivas		0.00	1,30,000	1.41
15	Public	Mahender Musuku	1	0.00	1,93,500	2.10
16	Public	Sreekanth Cherukuri		0.00	64,500	0.70
17	Public	Ronith Reddy M		0.00	41,900	0.45
18	Promoter	Subramaniyam Seetha Raman	29,73,681	39.77	32,31,681	35.00

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Annexure-II Acquisition of Foreign Company

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Name: Highdata Software Corporation, USA Date of Registration: November 18, 1997 Paid Up Capital: 300 Shares Common held by Mr. Subramaniyam Seetha Raman Turnover Details: 48,94,451 USD (For 2023)
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	It is a related party transaction and one of the Promoters, Mr. Subramaniyam Seetha Raman is the shareholder and director of the entity being acquired. The transaction is being done at arm's length.
3	Industry to which the entity being acquired belongs	Information Technology, Software Development and Consulting Services.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	 For Expansion of business For Talent acquisition. To create value for shareholders through increased revenues, cost savings, or improved profitability. For geographical expansion and get access to new markets.
5	Brief details of any governmental or regulatory approvals required for the acquisition	Acquisition of Highdata Software Corporation, USA requires approval from Reserve Bank of India, Stock exchange, shareholders and other regulatory approvals, if any.
6	Indicative time period for completion of the acquisition	The acquisition will be completed on the receipt of the above approvals.
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Share Swap
8	Cost of acquisition and / or the price at which the shares are acquired	By further issue and allotment of up to 15,96,145 Equity shares (Face Value of Rs. 10/- each) at a price of Rs 78/- each (i.e., including premium of Rs.68/- each), aggregating up to Rs. 12,44,99,310/-
9	Percentage of shareholding / control acquired and / or number of shares acquired	100% shareholding

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10	Brief background about the entity acquired	Products / Line of business: Information
	in terms of products / line of business	
	acquired, date of incorporation, history of	Consulting Services.
	last 3 years turnover, country in which the	Date of incorporation: November 18, 1997
	acquired entity has presence and any other	Last 3 years turnover
	significant information (in brief)	2021 – 39,04,251 USD
		2022 – 39,37,752 USD
		2023 - 48,94,451 USD
2		Country in which the acquired entity has presence: USA

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RESPONSE INFORMATICS LIMITED

CIN : L72200TG1996PLC025871

3rd floor, 1-89/3/4, Raghuma Towers, Hi-tech city road, Madhapur, Hyderabad, Telangana, India - 500081

STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31st DECEMBER, 2023

(Rupees in Lakhs except per equity share)							
			QUARTER END	ED	9 MONTH	YEAR ENDED	
S.No	Particulars	31-12-2023	30-09-2023	31-12-2022	31-12-2023	31-12-2022	31-03-2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue from Operations	260.85	310.71	250.57	786.14	718.48	941.46
	Other Income	0.97	2.48	0.42	3.45	0.43	4.97
ш	Total Revenue (I+II)	261.82	313.19	250.99	789.59	718.91	946.43
	Expenses						
	Employee benefit expenses	186.72	209.04	150.30	563.97	507.79	597.86
	Depreciation and Amortisation expense	0.14	0.12	-0.72	0.38	0.21	0.27
	Other Expenses	56.17	87.69	37.96	180.56	113.47	277.14
	Total Expenses	243.03	296.85	187.54	744.91	621.47	875.27
v	Profit/(Loss) from before Exceptional Items						
	and tax (I-IV)	18.79	16.34	63.45	44.68	97.44	71.16
VI	Exceptional Items	0	0	0	0	0	-
VII	Profit/(Loss) before tax (V-VI)	18.79	16.34	63.45	44.68	97.44	71.16
VIII	Tax Expense:						
	Current Tax	0.00	(1.49)	9.90	0.00	15.20	12.76
	Deferred Tax	0.04	(1.48)	0.06	(1.40)	0.25	0.34
IX	Profit/ (Loss) for the period (VII-VIII)	18.75	19.31	53.49	46.08	81.99	58.06
x	Other Comprehensive Income (net of tax)						
	Items that will not be reclassified to profit or						
	loss						
	Remeasurement of defined benefit plans	-	-	-	-	-	-
хі	Total Comprehensive Income for the period (IX						
	+ X)	18.75	19.31	53.49	46.08	81.99	58.06
XII	Paid-Up Equity Share Capital	747.64	747.64	747.64	747.64	747.64	747.64
хш	Earning Per Share (Face Value of Rs.10/- each)						
	(a) Basic	0.25	0.26	0.72	0.62	1.10	0.78
	(b) Diluted	0.25	0.26	0.73	0.62	1.11	0.78

Notes:

- 1 The above results for the quarter and 9 months ended 31 December 2023 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on 09th February 2024. The Statutory Auditors have carried out limited review of the unaudited financial results.
- 2 This statement is as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- 3 The Company has only one reportable segment as per the requirements of Ind AS 108 "Operating Segments".
- 4 The results are available on the website of BSE Limited and the companies website www.responseinformaticsltd.com
- 5 Comparative figures have been regrouped/reclassified to conform to the current period's/year's classification.

For and on behalf of the Board of Directors

ORM Hyderabad Subramaniyam Seetha Raman Managing Director DIN:06364310

Place : HYDERABAD Date : 09th February, 2024

M.ANANDAM & CO., CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Review Report to the Board of Directors Response Informatics Limited

- We have reviewed the accompanying statement of unaudited standalone financial results of Response Informatics Limited (the "Company") for the quarter ended 31st December, 2023 and year to date results for the period 1st April, 2023 to 31st December, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. The unaudited standalone financial results for the comparative corresponding quarter ended 31st December, 2022 and nine months ended 31st December, 2022 and audited financial results for the year ended 31st March, 2023 included in the financial results, are based on the previously issued results of the Company reviewed/audited by the predecessor auditors, whose review/audit reports dated 14.02.2023 and 30.05.2023 expressed an unmodified opinion on those financial results.

For M. Anandam & Co., Chartered Accountants (Firm Regn.No.000125S)

Mamidipudi Ravindra Vikram M.R.Vikram Partner Membership Number: 0211012

UDIN: 24021012BKEAQJ2776 Place: Secunderabad s Date: 09-02-2024

RESPONSE INFORMATICS LIMITED CIN : L72200TG1996PLC025871

3rd floor, 1-89/3/4, Raghuma Towers, Hi-tech city road, Madhapur, Hyderabad, Telangana, India - 500081

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND 9 MONTHS ENDED 31ST DECEMBER,

2023

					except per share data)	
	Particulars	Quarter	ended	9 MONTHS ENDED	Year ended	
S.No		31-12-2023	30-09-2023	31-12-2023	31-03-2023	
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
I	Revenue from Operations	834.20	1101.20	2791.51	1123.53	
II	Other Income	36.72	2.48	39.20	4.97	
III	Total Revenue (I+II)	870.92	1103.68	2830.71	1128.50	
IV	Expenses					
	Employee benefits expense	630.41	686.93	2019.42	723.41	
	Finance Costs	(17.03)	12.30	7.38	1.09	
	Depreciation	0.14	0.12	0.38	0.27	
	Other Expenses	199.80	104.93	388.13	328.83	
	Total Expenses	813.32	804.28	2415.31	1053.60	
V	Profit/(Loss) before exceptional Items and tax (III-					
	IV)	57.60	299.40	415.40	74.89	
VI	Exceptional items	-	-	-	-	
VII	Profit/(Loss) before tax (V-VI)	57.60	299.40	415.40	74.89	
VIII	Tax Expense:					
	Current Tax	11.65	83.41	111.22	12.76	
	Deferred Tax	0.04	(1.48)	(1.40)	0.34	
IX	Profit/ (Loss) for the period (VII-VIII)	45.91	217.47	305.58	61.79	
Х	Other Comprehensive Income (net of tax)					
	Items that will not be reclassified to profit or loss					
	Remeasurement of defined benefit plans	-	-	-	-	
XI	Total Comprehensive Income for the period (IX +					
	x)	45.91	217.47	305.58	61.79	
XII	Paid-Up Equity Share Capital	747.64	747.64	747.64	747.64	
XIII	Earning Per Share (Face Value of Rs.10/- each)					
	(a) Basic	0.61	2.91	4.09	0.83	
	(b) Diluted	0.61	2.91	4.09	0.83	

Notes:

1 The above results for the quarter and 9 months ended 31 December 2023 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on 09th February 2024. The Statutory Auditors have carried out limited review of the unaudited financial results.

2 This statement is as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

3 The Company has only one reportable segment as per the requirements of Ind AS 108 "Operating Segments".

4 The results are available on the website of BSE Limited and the companies website www.responseinformaticsltd.com

5 The Consolidated Financial Results are prepared based on Ind AS 110 "Consolidated Financial Statements". The Consolidated results include results of subsidiary, Technologia Corporation Inc, USA.

6 Comparative figures have been regrouped/reclassified to conform to the current period's/year's classification.

7 The company has acquired the subsidiary during March quarter and hence, the figures for quarter and 9 months ended 31st December 2022 are not given.

For and on behalf of the Board of Directors

Hyderab

Subramaniyam Seetha Raman

Managing Director DIN:06364310

Place : Hyderabad Date : 09th February, 2024

M.ANANDAM & CO., CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on the Quarterly Consolidated Unaudited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Review Report to the Board of Directors Response Informatics Limited

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Response Informatics Limited ("the Holding Company") and its wholly owned subsidiary (the Holding Company and its subsidiary together referred to as "the Group") for the quarter ended 31st December, 2023 and year to date results for the period 1st April, 2023 to 31st December, 2023 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

- 4. The Statement includes the results of the wholly owned subsidiary, Technologia Corporation, USA.
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. The unaudited consolidated financial results for the comparative corresponding quarter ended 31st December, 2022 and nine months ended 31st December, 2022 and audited financial results for the year ended 31st March, 2023 included in the financial results, are based on the previously issued results of the Company reviewed/audited by the predecessor auditors, whose review/audit reports dated 14.02.2023 and 30.05.2023 expressed an unmodified opinion/modified opinion on those financial results.

For M. Anandam & Co., Chartered Accountants (Firm Regn.No.000125S) Mamidipudi Ravindra Vikram M.R.Vikram Partner Membership Number: 021012

UDIN: 24021012BKEAQK5195

Place: Secunderabad Date: 09-02-2024