

February 26, 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
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Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") – Notice of Postal Ballot

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI LODR Regulations, we hereby enclose the Notice of Postal Ballot dated February 05, 2024 along with explanatory statement for seeking approval of Members through electronic voting (remote e-voting) in relation to following special resolution:

Sr. No.	Description of Resolution	Type of Resolution
1.	Appointment of Dr. Anita Shantaram (DIN: 00786517) as an Independent Director of the Company.	Special Resolution

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, the Notice of Postal Ballot is being sent by electronic mode only on Monday, February 26, 2024 only to those Members whose names appear in the Register of Members / List of Beneficial Owners and whose e-mail addresses are registered with the Company/Company's Registrar and Share Transfer Agent/Depositories as on the "Cut-off Date" i.e. **Friday, February 23, 2024.**

In this connection, the Company has engaged the services of M/s. Link Intime India Private Limited ("Link Intime") for providing e-voting facility to all the Members. The remote e-voting facility would be available during the following period:

Commencement of remote e-voting	Wednesday, February 28, 2024 (09:00 A.M. IST)
Conclusion of remote e-voting	Thursday, March 28, 2024 (05:00 P.M. IST)

The Notice is being sent to the Members in electronic mode and is also being placed on the website of the Company <https://www.responsiveindustries.com/news-announcements/>.

The results of remote e-voting will be declared on or before Saturday, March 30, 2024 and the same shall be intimated to BSE Limited and National Stock Exchange of India Limited and will also be displayed on the Company's website www.responsiveindustries.com. The Company will also display the results of the Postal Ballot at its Registered Office.

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

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

www.responsiveindustries.com

T: +91 22 6656 2727 / 2704

F: +91 22 6656 2799

E: enquiry@responsiveindustries.com

CIN NO. L65100MH1982PLC027797



RESPONSIVE INDUSTRIES LIMITED

CIN: L65100MH1982PLC027797

Registered Office: Betegaon, Mahagaon Road, Boisar (East), Taluka Palghar,
Dist. Thane – 401501, Maharashtra

Telephone No.: 022-66562821; **Fax:** 022-66562798

Website: www.responsiveindustries.com **E-mail Id:** investor@responsiveindustries.com;

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To

The Members of Responsive Industries Limited,

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (“**Rules**”) and other applicable provisions of the Act and the Rules; guidelines prescribed by the Ministry of Corporate Affairs (the “**MCA**”), Government of India, for conducting postal ballot process through voting by electronic means (“remote e-voting”) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars issued in this regard, including General Circular No.09/2023 dated September 25, 2023 (collectively, the “**MCA Circulars**”); Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**SEBI LODR Regulations**”) and Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the Special Resolution as set out in this notice are proposed for the approval by the Members of Responsive Industries Limited (the “**Company**”) by means of Postal Ballot by voting through electronic means (“e-voting”) only.

SPECIAL BUSINESS:

ITEM NO.1: APPOINTMENT OF DR. ANITA SHANTARAM (DIN: 00786517) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s) the following Resolutions as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”); the Companies (Appointment and Qualification of Directors) Rules, 2014 (“**Rules**”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) as amended from time to time; the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Dr. Anita Shantaram

(DIN: 00786517) who was appointed by the Board of Directors as an Additional Non-Executive Independent Director of the Company on February 05, 2024 and who has given her consent to act as Director of the Company, Certificate of Independence as provided in the Act and SEBI LODR Regulations and who is not Disqualified under Section 164 of Act be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for term of five consecutive years with effect from 05.02.2024 to 04.02.2029.”

“**RESOLVED FURTHER THAT** Dr. Anita Shantaram shall be entitled to the sitting fees (if any), as may be prescribed by the Board and subject to the limits prescribed under section 197(1) of Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and rules and regulations made there under.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the above resolution.”

By Order of the Board of Directors
For Responsive Industries Limited

Sd/-
Mohini Sharma
Company Secretary & Compliance Officer
Membership No.: A57068

Place: Mumbai

Date: February 05, 2024

Registered Office:

Betegaon, Mahagaon Road,
Boisar (East), Taluka Palghar,
Dist. Thane – 401501, Maharashtra

CIN: L65100MH1982PLC027797

Website: www.responsiveindustries.com

E-mail: investor@responsiveindustries.com

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), in respect of the proposed resolution given in this Notice of Postal Ballot, the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and Clause 1.2.5 of the Secretarial Standard on General Meeting (“SS-2”) issued by the Institute of Company Secretaries of India, in respect of the person seeking appointment as a Director is furnished as an Annexure to the Notice of Postal Ballot.
2. In compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules framed thereunder and the relevant circulars issued by the MCA from time to time, the manner of voting on the proposed resolution is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting Postal Ballot Form physically. Accordingly, the Notice is being sent in electronic form only to the Members and the physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.
3. The Notice of Postal Ballot is being sent to all the Members of the Company, whose names appear on the Register of Members/list of beneficial owners as on **Friday, February 23, 2024 (“Cut-Off date”)** as received from M/s. Link Intime India Private Limited (“LI IPL”) being the Registrar and Share Transfer Agent of the Company.
4. A copy of this Postal Ballot Notice shall also be available on the website of the Company i.e., www.responsiveindustries.com, the websites of the Stock Exchange where the equity shares of the Company are listed i.e., BSE Limited (“BSE”) at www.bseindia.com and National Stock Exchange of India Limited (“NSE”) www.nseindia.com and on the website of M/s. Link Intime India Private Limited at <https://instavote.linkintime.co.in>.
5. The voting for this Notice cannot be exercised through proxy.
6. Members holding equity shares as on the cut-off date can cast their vote using remote e-voting facility only. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
7. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as at the **Cut-off date** i.e. **Friday, February 23, 2024**.
8. The Resolution, if passed through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Thursday, March 28, 2024**. Further, resolution passed by the Members through Postal Ballot is deemed to have been passed as if it is passed at a General Meeting of the Members.
9. To facilitate such Members to receive this notice electronically and cast their vote electronically, the Company has made arrangement with M/s. Link Intime India Private Limited, Registrar and Share Transfer Agent (“RTA”) of the Company for registration of email addresses in terms of the General Circulars issued by the MCA.

10. In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI LODR Regulations, the Company is offering remote e-voting facility to all the shareholders. For this purpose, the Company has appointed M/s. Link Intime India Private Limited (hereinafter referred to as “**Link Intime**” or “**Service Provider**”) for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.
11. The voting period begins on **Wednesday, February 28, 2024 at 09:00 A.M. (IST)** and ends on **Thursday, March 28, 2024 at 05:00 P.M. (IST)**. During this period, shareholders of the Company, holding shares as on the Cut-off date i.e. on Friday, February 23, 2024, may cast their vote electronically. The e-voting module shall be disabled by Link Intime upon expiry of the aforesaid period. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
12. To support the ‘Green Initiative’, the Company has made necessary arrangements for the members to register their email address. The Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participant(s) (“DPs”) where they maintain their demat accounts and with the Company’s Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited.
13. The Company has appointed **M/s. Mayank Arora & Co., Practicing Company Secretaries** having address at Office no. 101, Udyog Bhavan, Sonawala Lane, Goregaon East, Mumbai-400063 Maharashtra, India 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.
14. The results declared along with the Scrutinizer’s Report, will be intimated to the Stock Exchanges where the Company’s shares are listed i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and shall also be placed on the website of the Company at www.responsiveindustries.com and on the website of M/s. Link Intime India Private Limited at <https://instavote.linkintime.co.in> within 2 (two) working days from the end of the e-voting period in accordance with the provisions of the SEBI LODR Regulations. The result of the Postal Ballot will also be displayed at the Registered Office of the Company.
15. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting.
16. In case shareholders/ members have any queries regarding Postal Ballot through remote e-voting, they may refer the Frequently Asked Questions (‘FAQs’) and InstaVote e-voting manual available at <https://instavote.linkintime.co.in> under Help section or can write an e-mail to enotices@linkintime.co.in or call on 022-49186000.

The detailed process and manner for remote e-voting is explained herein below:

17. **INSTRUCTION FOR MEMBERS FOR REMOTE E-VOTING:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL:
 1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>.
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL:
 1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL's for users to login to Easi/ Easiest are <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com and click on New System Myeasi.
 2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> or <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>.
 4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

- Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

Cast your vote electronically:

- After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
- E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour /Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
- After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘**No**’ and accordingly modify your vote.

GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

HELPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN INSTITUTIONAL SHAREHOLDERS:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 49186000.

HELPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 22 55 33 or call at 022-23058738 or 022-23058542-43.

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL/ CDSL WHO HAS FORGOTTEN THE PASSWORD:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**By Order of the Board of Directors
For Responsive Industries Limited**

**Sd/-
Mohini Sharma
Company Secretary & Compliance Officer
Membership No.: A57068**

Place: Mumbai

Date: February 05, 2024

Registered Office:

Betegaon, Mahagaon Road,
Boisar (East), Taluka Palghar,
Dist. Thane – 401501, Maharashtra

CIN: L65100MH1982PLC027797

Website: www.responsiveindustries.com

E-mail: investor@responsiveindustries.com

EXPLANATORY STATEMENT

(Pursuant to Section 102 and 110 of the Companies Act, 2013)

ITEM NO.1:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee (“NRC”) of the Company, the Board of Directors at its meeting held on February 05, 2024, appointed Dr. Anita Shantaram (DIN: 00786517) as an Additional Non-Executive Director categorized as ‘Independent Director’ on the Board of the Company for a term of 5 (five) consecutive years from February 05, 2024 to February 04, 2029, not liable to retire by rotation and subject to the approval of the shareholders through special resolution.

In the opinion of the Board, Dr. Anita Shantaram (DIN: 00786517) is a person of integrity and her appointment as an Independent Director of the Company would be in the best interest of the Company. Dr. Anita Shantaram meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”). In the opinion of the Board, Dr. Anita Shantaram is independent of the management. The Nomination and Remuneration Committee and the Board are of the view that Dr. Anita Shantaram possesses the requisite skills and capabilities, which would be of benefit to the Company, and hence, it is desirable to appoint her as an independent director.

In terms of Regulation 25(8) of the SEBI LODR Regulations, Dr. Anita Shantaram has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. She has also confirmed that she is not debarred from holding the office of a director by virtue of any order passed by SEBI or any such authority. Dr. Anita Shantaram is not disqualified from being appointed as a Director in terms of Section 164 of the Act and she has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Pursuant to Regulations 17 and Regulation 25 of the SEBI LODR Regulations, the appointment of an independent director shall be approved by the shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier by way of a special resolution. Pursuant to Section 160(1) of the Act, the Company has received a notice in writing from a member proposing the candidature of Dr. Anita Shantaram as an Independent Director. Dr. Anita has conveyed her consent to act as a Director of the Company. The Company has also received other necessary disclosures and declarations from her.

The terms and conditions of appointment of Dr. Anita Shantaram is open for inspection at the registered office of the Company by any member during normal business hours and is also posted on the Company’s website. Further, Brief Profile and other disclosures, as required under Regulation 36 of the SEBI LODR Regulations and pursuant to the provisions of the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, are annexed to this Notice of Postal Ballot.

Dr. Anita Shantaram shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings.

In compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under, Schedule IV to the Act, Regulation 17 of the SEBI LODR Regulations and other applicable provisions of the Act and SEBI LODR Regulations, the resolution proposed at Item No.1 of the Notice seeks the approval of the Members for the appointment of Dr. Anita Shantaram as a Non-Executive Independent Director of the Company not liable to retire by rotation w.e.f. February 05, 2024 to February 04, 2029.

Accordingly, the Board of Directors recommends the passing of the above resolution as a **Special Resolution** as set out in the Item No.1 of this Notice for the approval of the Members as a Special Resolution.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Dr. Anita Shantaram and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.1 of the accompanying Notice of Postal Ballot. This statement may also be regarded as an appropriate disclosure under the Act and SEBI LODR Regulations.

**By Order of the Board of Directors
For Responsive Industries Limited**

**Sd/-
Mohini Sharma
Company Secretary & Compliance Officer
Membership No.: A57068**

Place: Mumbai

Date: February 05, 2024

Registered Office:

Betegaon, Mahagaon Road,
Boisar (East), Taluka Palghar,
Dist. Thane – 401501, Maharashtra

CIN: L65100MH1982PLC027797

Website: www.responsiveindustries.com

E-mail: investor@responsiveindustries.com

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI LODR Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India)

NAME OF DIRECTOR	DR. ANITA SHANTARAM
DIN	00786517
Date of Birth (Age)	July 07, 1968 (56 years)
Category	Independent Director
Qualifications	Post-graduation in Industrial Psychology, Bombay University, completed her PhD titled 'Ethical Business Practices and Corporate Financial Performance: An Empirical Analysis' from BITS Pilani.
Effective Date of Appointment /Re-appointment on the Board	February 05, 2024
Nature of expertise in specific General/ Functional area	<p>Dr. Anita Shantaram is a post-graduate in Industrial Psychology from Bombay University. She has been a passionate and committed faculty member of Sydenham, HR and Jai Hind College as well as the IBS and UBS business schools and is currently teaching Business Ethics at NMIMS and IIT Bombay.</p> <p>She has been a guest faculty to various Management Institutes and has conducted 1200+ workshops in India, Dubai and Jordan for various organizations.</p> <p>With over 27 years of corporate training and teaching experience, Dr. Anita Shantaram completed her PhD titled 'Ethical Business Practices and Corporate Financial Performance: An Empirical Analysis' from BITS Pilani in 2015 and soon thereafter founded www.ethicsindia.com that has since been acquired by Legasis Services.</p> <p>Having completed the executive-education program, "Managing Ethics in Organizations" from Bentley University in Boston, she is certified as a Leading Professional in Ethics and Compliance by ECI, U.S.A.</p> <p>She has been instrumental in setting up the Compliance and Ethics Academy which runs the Certified Compliance and Ethics Professional Course and has recently developed an online course to certify individuals as Ethics Professionals.</p>
The skills and capabilities of Independent Director and its fulfilment	Please refer to the Explanatory Statement forming part of this Postal Ballot Notice.
Terms and conditions of appointment or reappointment	Appointed as an Independent Director of the Company for a term of five consecutive years i.e. from February 05, 2024 to February 04, 2029, and shall not be liable to retire by rotation.

Remuneration sought to be paid	The Company shall pay the sitting fees for attending the Board and Committee Meetings as determined by the Board and within the permissible limits.
Remuneration last drawn	Not Applicable.
Date of first appointment on the Board	February 05, 2024
Shareholding in the Company	NIL
Number of Board Meetings attended during the financial year 2023-24	Not Applicable
List of other Companies in which Director ship is held	1) Bharat Wire Ropes Limited 2) Abans Enterprises Limited
Chairperson/ Member of Committee(s) of Board of Directors of the Company	<ul style="list-style-type: none"> • Member in Nomination Remuneration Committee of the Company • Member in Stakeholders' Relationship Committee of the Company • Member in Corporate Social Responsibility Committee of the Company
Memberships of committees across Listed companies (only Statutory Committees as required to be constituted under the Act are considered)	<ul style="list-style-type: none"> • Member in Audit Committee of Abans Enterprises Limited • Member in Nomination Remuneration Committee of Abans Enterprises Limited • Member in Stakeholders' Relationship Committee of Abans Enterprises Limited • Member in Audit Committee of Bharat Wire Ropes • Member in Nomination Remuneration Committee of Bharat Wire Ropes Limited • Member in Stakeholders' Relationship Committee of Bharat Wire Ropes Limited • Member in Risk Management Committee of Bharat Wire Ropes Limited • Member in Corporate Social Responsibility Committee of Bharat Wire Ropes Limited
Chairmanship of Committees across Listed companies (only Statutory Committees as required to be constituted under the Act are considered)	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	NIL