

CORPORATE INFORMATION**CORPORATE IDENTITY NUMBER**

L72200TG1996PLC025871

BOARD OF DIRECTORS

Smt. D. Swayam Prabha Nair	- Managing Director (DIN: 01560423) From 04/01/2014
Sri Kurra Subba Rao	- Director (DIN: 02552019) From 31/01/2001
Sri K. Praveen Nair	- Independent Director (DIN: 02717029) From 09/08/2013
Sri G. Srikanth	- Independent Director (DIN:06894498) From 28/05/2014

REGISTERED OFFICE

3-10-20/7A, Gokhalenagar,
Ramanthapur, Hyderabad – 500013, Telangana.
Ph.No.040-27037935

CORPORATE OFFICE

Suite No. 302, Riviera Apartments,D.P.Colony,
Punjagutta, Hyderabad-500082

STATUTORY AUDITORS

M/s. M M REDDY & CO
Chartered Accountants
G-8, Amrutha Ville, Somaji guda, Hyderabad – 500 082.

SECRETARIAL AUDITOR

Mr. VBSS Prasad, Practicing Company Secretary,
Flat.No. 205, Santoshima Complex, RTC "X" Roads,
Hyderabad-500020.

AUDIT COMMITTEE

1. Mr. G. Srikanth	- Chairman
2. Mr. K. Praveen Nair	- Member
3. Mr. K. SubbaRao	- Member

NOMINATION & REMUNERATION COMMITTEE

1. Mr. G. Srikanth	- Chairman
2. Mr. K. Praveen Nair	- Member
3. Mr. K. SubbaRao	- Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

1. Mr. K. SubbaRao -Chairman
2. Mr. G. Srikanth -Member
3. Mr. K. Praveen Nair - Member

INDEPENDENT DIRECTORS COMMITTEE:

- 1.Mr. K. Praveen Nair -Chairman
2. Mr. G. Srikanth -Member

RISK MANAGEMENT COMMITTEE:

- 1Mr. K. SubbaRao -Chairman
- 2.Mr. K. Praveen Nair - Member
- 3Mr. G. Srikanth -Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

- 1.Mr. K. Praveen Nair -Chairman
2. Mr. G. Srikanth -Member
3. Mr. K. SubbaRao -Member

BANKERS

Federal Bank Ltd., Hyderabad
South India Bank Ltd., Hyderabad

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Aarthi Consultants Pvt. Ltd.
1-2-285, Domalguda, Hyderabad-29
Tel: 040-27642217/27638111
Fax: (040)27632184
E-mail: Info@aarthiconsultants.com

LISTED AT

BSE Limited.

DEMAT ISIN NUMBER IN NSDL& CDSL:

INE401B01010

WEBSITE

www.responseinformaticsltd.com

INVESTOR E-MAIL ID

csresponseinfo@gmail.com

NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Shareholders of M/s. Response Informatics Limited will be held at Suite No. 302, Riviera Apartments, Dwarakapuri Colony, Punjagutta, Hyderabad-500082 at 12.00 noon on 29th September, 2017 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2017, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of K. Subba Rao, (DIN:02552019) who retires by rotation and being eligible, offers himself for re-appointment
3. To ratify the appointment of auditors of the Company to hold office until the conclusion of the Annual general Meeting for Financial year 2017-18 and the payment of remuneration as fixed by the board of directors and to consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary resolution.

“RESOLVED THAT, pursuant to the provisions of Section 139 of the Companies Act, 2013 and the rules made there under, including statutory modifications thereto or re-enactments thereof for the time being in force, and pursuant to the recommendations of the audit committee of the Board of directors, the appointment of M/s. M M REDDY & CO.,, chartered Accountants, Hyderabad (Firm Registration No.010371S) which was made in the AGM held for the Financial Year 2016 for Three Consecutive Audit-years ending on the conclusion of AGM for FY 2018-19 be and is hereby ratified and confirmed for the remaining audit period on such remuneration as fixed by the board of directors”

SPECIAL BUSINESS**4. Appointment of V .Uma Kumari, as Independent director:**

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

“RESOLVED that the pursuant to the provisions of Sections 149,150,151, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mrs.V Uma Kumari, in respect of whom the company has received a

notice pursuant to the provisions of section 152 of the Companies Act, 2013 along with the requisite deposit proposing the candidature of Mrs.V Uma Kumari (DIN: 02628367) for the office of the Independent Director, be and is hereby appointed as Independent Women Director for a period of 5 years.

5. Appointment of Sri P M Nair as Managing Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 196,197,203 and all other applicable provisions of the Companies Act, 2013 (including any statutory modifications or enactments thereof for the time being in force) and subject to the limits specified in Schedule V of the Companies Act, 2013 consent of the members be and is hereby accorded to the appointment of Sri P.M. Nair, in respect of whom the company has received a notice pursuant to the provisions of section 152 of the Companies Act, 2013 along with the requisite deposit proposing the candidature of Sri P.M. Nair, (Holding DIN No : 00278909) as Managing Director for a period of Five Years with effect from 1st October, 2017 and payment of remuneration of Rs.25,000/- per month.

" FURTHER RESOLVED THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, appropriate and desirable to give effect to this resolution.

By order of the Governing Board
For Response Informatics Limited

Smt.D. SwayamPrabha Nair
Managing Director

Place: Hyderabad
Date: 23rd August, 2017

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Corporate Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 22/09/2017 to 29/09/2017(Both days Inclusive).
4. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
5. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
6. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
8. Members holding shares in electronic form may note that bank particulars registered against their respective registered accounts will be used by the Company for the payment of dividend. The Company or its Registrar and Share Transfer Agent cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in de-mat form are, therefore, requested to submit

PAN details to the Depository Participants with whom they have de-mat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (M/s. Aarthi Consultants Private Limited)

10. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
11. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to **M/s. Aarthi Consultants Private Limited.**, Share Transfer Agents of the Company for their doing the needful.
12. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
13. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, De-mat / Re-mat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
15. Electronic copy of the Annual Report for 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2016-17 is being sent in the permitted mode.
16. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2016-17 will also be available on the Company's website www.responseinformaticsltd.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may

also send requests to the Company's investor email id: csresponseinfo@gmail.com

17. Voting through electronic means

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 21/09/2017, are entitled to vote on the Resolutions set forth in this Notice. The remote e-voting period will commence at 9.00 a.m. on 26th September, 2017 and will end at 5.00 p.m. on 28th September, 2017. The facility for voting through electronic voting system ('Insta Poll') shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through 'Insta Poll'. The Company has appointed Mr. VBSS Prasad, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting refer to the detailed procedure given hereinafter.

18. Procedure for remote e-voting

- (i) The remote e-voting period begins on 26th September, 2017 at 9.00 A.M. and ends on 28th September, 2017 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21st September, 2017, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

FOR MEMBERS HOLDING SHARES IN DEMAT FORM AND PHYSICAL FORM	
PAN	Enter your 10 digit alpha-numeric*PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shared holders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of O's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 (Which is printed on address label) in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company record for the said demat account or folio in dd/mm/yyyy format
DIVIDEND BANK DETAILS	Enter the Dividend Bank Details as recorded in your demat account or Company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **Response Informatics Limited** on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If De-mat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created

using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding remote e-voting, you may refer the frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

19. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 21st September, 2017.
20. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.
22. Relevant documents referred to in the accompanying Notice, as well as Annual Reports and Annual Accounts of the Subsidiaries Companies whose Annual Accounts have been consolidated with the Company are open for inspection at the Registered Office of the Company, during the office hours, on all working days between 10.00 A.M. to 5.00 P.M. up to the date of Annual General Meeting.
23. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.

By Order of the Governing Board
For Response Informatics Limited
Smt.D. Swayam Prabha Nair
Managing Director

Place: Hyderabad
Date: 23rd August, 2017

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4: APPOINTMENT OF Mrs.V UMA KUMARI AS INDEPENDENT DIRECTOR:

Name of the Director	Vavilala Uma Kumari
Date of Birth	28-03-1974
Address	Plot No. 2, H.NO. 5-1/31, Jayasri Nagar Colony, Near Santhosh Nagar,Meerpet, HYDERABAD – 500 097
Shareholding	44,300
Qualification	P.G. D. in Materials Management B.Com.,
Experience	Working as a Deputy Manager (Materials) in M/s. VDB Sugars Limited, Hyderabad, Since April, 2008
Other Director ships	2

Your directors recommended the above appointment for your approval as ordinary resolution.

None of the Directors are interested or concerned in this resolution

Item No.5: APPOINTMENT OF Mr. P. M. NAIR AS MANAGING DIRECTOR

Name of the Director	P. M. Nair
Date of Birth	15.03.1941
Address	swamyam prabha, H.No. 3-10-20/7/a Gokhale Nagar, Ramanthapur, Hyderabad-500013
Shareholding	2,46,912
Qualification	B.E., M.B.A.,
Experience	Mr. P. M. Nair, B.E., M.B.A., having 40 years of experience and expertise in concept to commissioning of Sugar Plants, power plants and Distilleries (integrated sugar plants) of different sizes along with administrative and financial knowledge in maintaining and managing huge organizations. He is also well versed in designing cane development programs for new and old units and successfully establishing sugar cane availability in the vicinity to have 120 to 130% of its capacity. He is known for converting poor performance of sugar plants to self-sustainable units. He is awarded by agriculture university of Andhra Pradesh as best Chief Executive of Andhra Pradesh (for sugar plants).
Other Director ships	5

Your directors recommended the above appointment for your approval as Special resolution.

None of the directors are interested or concerned in the above resolution except Mrs. D.Syamprabha Nair being wife of the proposed appointee.

DIRECTORS REPORT**To the Members,**

The Directors have pleasure in presenting before you the 20th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2017.

FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF AFFAIRS:

The performance during the period ended 31st March, 2017 has been as under:

(Amount in Rs.)

Particulars	2016-17	2015-16
Profit & Loss account before depreciation	(6012688)	(13674374)
Depreciation	(110335)	(51167)
Profit/(Loss)before tax	(6123023)	(13725541)
Less: Provisions for tax:		
Current Tax	19247	6637
Deferred Liability (Assets)	(36623)	(2464)
Profit/(Loss)after tax	(66067153)	(13729714)

DIVIDEND:

The Board of Directors have not recommended dividend due to losses.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The report forms a part of this Report. The Management is exploring all possible avenues to strengthen the resources of the company so that the net worth of the company will be enhanced over a period of time.

CORPORATE GOVERNANCE:

Corporate Governance Report is not applicable to the since the paid –up capital and net-worth of the company does not exceed Rs.10.00Crores and Rs.25.00Crores respectively. However the company provides a Separate section titled “Report on Corporate Governance” along with the Auditors’ Certificate on Corporate Governance as stipulated under Regulation 34 read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

EXTRACT OF ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of this Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr.K. SubbaRao, will retire by rotation at the ensuing Annual General Meeting in terms of Section 152 and any other applicable provisions of the Companies act, 2013 and he has opted for re-appointment.

Mr. P.M.Nair was proposed to be appointed as Managing Director of the Company, for whom a notice was received along with requisite deposit.

Mrs. V. Uma Kumari was proposed to be appointed as Independent Director of the Company, for whom a notice was received along with requisite deposit.

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received a declaration from Mr.K.Praveen, and Mr. G. Srikanth, Independent directors of the company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and their declarations are annexed herewith.

VIGIL MECHANISM

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS

Statutory Auditors

At the Annual General Meeting held on 30th September, 2016 M/s.M M REDDY & CO, Chartered Accountants, were appointed as statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2019. In terms of 1st proviso to section 139(1) of the Companies Act,2013, the appointment of auditors shall be placed for ratification at every Annual General Meeting. Accordingly appointment of M/s.M M REDDY & CO, Chartered Accountants is placed for ratification by shareholders. In this regard, the Company has received a certificate from the Auditors to the effect, if they are appointed, it will be in accordance with the provisions of Section 141 of the Companies Act, 2013

INTERNAL AUDIT:

The company is having adequate internal control procedures commensurate with the size and operations of the Company.

SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of managerial personnel) Rules 2014, Mr.VBSS Prasad, Practicing Company Secretary has conducted Secretarial Audit of the Company for the FY 2016-17. The Secretarial Audit Report for the FY 2016-17 is annexed hereto and forms part of this Annual report. Secretarial Audit Report is self-explanatory and does not call for any further comments.

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**A. Conservation of Energy:**

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

Your Company has not undertaken any research and development activity for any manufacturing activity nor was any specific technology obtained from any external sources which needs to be absorbed or adapted.

C. Foreign Exchange Earnings and Out Go:

Foreign Exchange Earnings: Nil

Foreign Exchange Outgo: Nil

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec. 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014, during the financial year under review.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

Your Company has well established procedures for internal control across its various locations, commensurate with its size and operations. The organization is adequately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment. The internal audit function is adequately resourced commensurate with the operations of the Company and reports to the Audit Committee of the Board.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

No loans, guarantees or investments made by the company during the year.

RISK MANAGEMENT POLICY:

Your Company follows a comprehensive system of Risk Management. Your Company has adopted a procedure for assessment and minimization of probable risks. It ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process.

CORPORATE SOCIAL RESPONSIBILITY:

Your company does not attract the provisions of corporate social responsibility as specified in Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and at arm's length basis. No remuneration paid to Ms. D Swayam Prabha, Managing Director of the company. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions.

Your Directors draw attention of the members to note 4.3 to the financial statement which sets out related party disclosures.

DISCLOSURE ABOUT COST AUDIT:

Cost Audit is not applicable to your Company.

NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

LISTING WITH STOCK EXCHANGES:

The Annual Listing Fees for the Financial Year 2017-18 to BSE limited has been paid.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

Corporate Governance Report is not applicable to the Company since the paid – up capital and net worth of the company does not exceed Rs.10Crores and Rs.25Crores respectively. However the company provides a Separate section titled "Report on Corporate Governance" along with the Auditors' Certificate on Corporate Governance as stipulated under Regulation 34 read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

EMPLOYEE RELATIONS:

Your Directors are pleased to record their sincere appreciation of the contribution by the staff at all levels in the improved performance of the Company. None of the employees is drawing Rs.8,50,000/- and above per month or Rs.1,02,00,000/- and above in aggregate per annum, the limits prescribed under Rule 5 (2) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules,2014 read with Section 197 of the Companies Act, 2013.

SECRETARIAL STANDARDS

The company is in compliance with Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

1. No. of complaints received: Nil
2. No. of complaints disposed-off: Nil

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company like SEBI, BSE, NSDL, CDSL, Federal Bank, South Indian Bank, Aarthi Consultants Pvt Ltd etc. for their continued support for the growth of the Company.

Place: Hyderabad
Date: 23rd August, 2017

By order of the Governing Board
For Response Informatics Limited

Smt. D. SwayamPrabha Nair
Managing Director

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY:

As provided under clause 17 (5) (a) of the SEBI (LODR) Regulation 2015 all Board Members and the Senior Management personnel have confirmed compliance with the Business Ethics and Code of Conduct for the year ended on March 31, 2017.

Place: Hyderabad
Date: 23rd August, 2017

By order of the Governing Board
For Response Informatics Limited

Smt. D. SwayamPrabha Nair
Managing Director

CORPORATE GOVERNANCE

Response Informatics Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the report containing the details of Corporate Governance systems and processes at Response Informatics Limited as follows:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. Response Informatics Limited's Corporate Governance policies ensures, among others, the accountability of the Board of Directors and the importance of its decisions to all its participants viz employees, investors, customers, regulators etc. The Company respects the inalienable rights of the shareholders to information on the performance of the Company. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

DATE OF REPORT

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2017. The Report is updated as on the date of the report wherever applicable.

BOARD EVALUATION:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of directors on various parameters such as:

- Board dynamics and relationships
- Information flows
- Decision-making
- Relationship with stakeholders
- Company performance and strategy
- Tracking Board and committees' effectiveness
- Peer evaluation

The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of

Independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process has been explained in the corporate governance report. The Board approved the evaluation results as collated by the nomination and remuneration committee.

COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has signed uniform listing agreement with BSE Limited and framed the following policies which are available on Company's website.

- Board Diversity Policy
- Policy on preservation of Documents
- Risk Management Policy
- Whistle Blower Policy
- Familiarisation programme for Independent Directors
- Sexual Harassment Policy
- Related Party Policy
- Code of Conduct for Board of Directors and Senior Management Personnel

RESPONSE INFORMATICS' CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on our website.

1. BOARD OF DIRECTORS

A. COMPOSITION OF THE BOARD

The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive and Independent Directors headed by the Chairman & Managing Director. As on 31st March 2017, the Board of Directors of the Company has 4 Directors (including two independent Non-Executive Directors) with vast experience and knowledge. None of the Directors on the Board is a Member of more than 10 committees or

Chairman of more than 5 companies across all the Companies in which he is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. None of the Independent Directors has any pecuniary or business relationship except receiving sitting fees. The composition of the Board of Directors as on 31.03.2017 and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

B. MEETINGS DURING THE YEAR

The Board of Directors duly met 5 times on 30.05.2016, 13.08.2016, 27.08.2016, 14.11.2016 and 13.02.2017 in respect of which meetings, proper notices were

Name of the Director	Category	No. of Directorships in other companies	No. of Board committee memberships in other co.		Attendance Particulars		
			Member	Chairman	Last AGM	Board meet	
					30/09/16	16-17	
						held	attended
Smt. D. SwayamPrabha Nair	Chairman & M.D.	4	04	01	Y	4	4
Sri KurraSubbaRao	Director	1	01	0	Y	4	4
Sri K Praveen Nair	Independent & Non executive	3	NIL	NIL	Y	4	4
Sri G. Srikanth	Independent &	0	NIL	NIL	Y	4	4

given and the proceedings we are properly recorded and signed in the Minutes Book maintained for the purpose.

C. INDEPENDENT DIRECTORS' MEETING

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent directors) was held on 10th November, 2016 to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company were present at the meeting.

The company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc.

2. AUDIT COMMITTEE

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

- Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing on:
 - Any changes in accounting policies and practices;
 - Qualification in draft audit report;
 - Significant adjustments arising out of audit;
 - The going concern concept;
 - Compliance with accounting standards;
 - Compliance with stock exchange and legal requirements concerning financial statements and
 - Any related party transactions
- Reviewing the company's financial and risk management's policies.
- Disclosure of contingent liabilities.
- Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors of any significant findings and follow-up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- Reviewing compliances as regards the Company's Whistle Blower Policy

B. COMPOSITION, MEETINGS & ATTENDANCE

Name	Designation	Category	No of Meetings held	No of Meetings attended
Mr. G. Srikanth	Chairman	NED(I)	4	4
Mr. K. Praveen Nair	Member	NED(I)	4	4
Mr. K. SubbaRao	Member	NED	4	4

NED (I) : Non Executive Independent Director

3. NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises of three non-executive Directors as on 31st March, 2017, among whom two are independent.

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
 - a. To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
 - b. To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.

B. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

- 2.1 **"Director"** means a director appointed to the Board of a Company.
- 2.2 **"Nomination and Remuneration Committee"** means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and clause 49 of the Equity Listing Agreement.
- 2.3 **"Independent Director"** means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Clause 49(II)(B) of the Equity Listing Agreement.

3. Policy:

Qualifications and criteria

- 3.1.1 The Nomination and Remuneration Committee, and the Board, shall

review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.

- 3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:
- General understanding of the company's business dynamics, global business and social perspective;
 - Educational and professional background.
 - Standing in the profession.
 - Personal and professional ethics, integrity and values.
 - Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
- 3.1.3 The proposed appointee shall also fulfil the following requirements:
- Shall possess a Director Identification Number.
 - Shall not be disqualified under the companies Act, 2013.
 - shall endeavor to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting.
 - Shall abide by the code of Conduct established by the company for Directors and senior Management personnel.
 - Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made.
 - Such other requirements as may be prescribed, from time to time, under the companies Act, 2013, Equity listing Agreements and other relevant laws.
- 3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the company's business.

3.2 **Criteria of independence**

- 3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.
- 3.2.2 The criteria of independence shall be in accordance with guidelines as laid down in companies Act, 2013 and and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3.2.2 The independent Director shall abide by the "code for independent Directors" as specified in Schedule IV to the companies Act, 2013.

3.3 **Other directorships/ committee memberships**

- 3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

- 3.3.2 Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.
- 3.3.3 A Director shall not be a member in more than 10 committees or act as chairman of more than 5 committee across all companies in which he holds directorships

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

Remuneration policy for Directors, key managerial personnel and other employees:

1. Scope:

- 1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the company.

2. Terms and Reference:

In this policy the following terms shall have the following meanings:

- 2.1 "Director" means a director appointed to the Board of the company.
- 2.2 "key managerial personnel" means
- (i) The Chief Executive Office or the managing director or the manager;
 - (ii) The company secretary;
 - (iii) The whole-time director;
 - (iv) The chief finance Officer; and
 - (v) Such other office as may be prescribed under the companies Act, 2013
- 2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of section 178 of the companies Act, 2013.

3. Policy:

- 3.1 Remuneration to Managing Director and key managerial personnel
- 3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall limit approved by the shareholders.
- 3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the company.
- 3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:
- (i) Basic pay
 - (ii) Perquisites and Allowances
 - (iii) Stock Options
 - (iv) Commission (Applicable in case of Executive Directors)
 - (v) Retrial benefits
 - (vi) Annual performance Bonus
- 3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance Bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

3.2 Remuneration to Non – Executive Directors

- 3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders.
- 3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

3.3. Remuneration to other employees

- 3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

C. REMUNERATION TO DIRECTORS PAID DURING THE FINANCIAL YEAR 2016-17 AND OTHER DISCLOSURES

Name of Director	Salary(Rs.)	Sitting Fees(Rs.)	No. of Shares held
Mr. K. SubbaRao	Nil	Nil	Nil
Mr. K. Praveen Nair	Nil	Nil	Nil
Mr. G. Srikanth	Nil	Nil	Nil

D. FORMAL ANNUAL EVALUATION:

As per section 149 of the Companies Act, 2013 read with clause VII (1) of the schedule IV and rules made there under, the independent directors of the company had a meeting on 10th November, 2016 without attendance of non-independent directors and members of management. In the meeting the following issues were taken up:

- Review of the performance of non-independent directors and the Board as a whole;
- Review of the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- Assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The meeting also reviewed and evaluated the performance the Board as whole in terms of the following aspects:

- Preparedness for Board/Committee meetings
- Attendance at the Board/Committee meetings
- Guidance on corporate strategy, risk policy, corporate performance and overseeing acquisitions and disinvestments.
- Monitoring the effectiveness of the company's governance practices
- Ensuring a transparent board nomination process with the diversity of experience, knowledge, perspective in the Board.

Ensuring the integrity of the company's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for financial and operational control and compliance with the law and relevant standards.

It was noted that the Board Meetings have been conducted with the issuance of proper notice and circulation of the agenda of the meeting with the relevant notes thereon.

4. STAKEHOLDER'S RELATIONSHIP COMMITTEE

A.COMPOSITION

Name of the Member	Position	Category	
Mr. K. Praveen Nair	Member	Independent Executive	Non-
Mr. G. Srikanth	Member	Independent Executive	Non-

B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Smr.DSwayamprabha Nair, Managing Director, is the compliance officer of the Company.

C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2016-17

During the financial year 2016-17, no complaints were received from the shareholders.

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Though the provisions of section 135 of the Companies Act, 2013 are not applicable to the company to constitute the CSR Committee, the Company constituted the committee comprises 3 members with Two Independent Directors and One non- executive Director.

COMPOSITION

Mr. K. Ravi Kumar, Company Secretary & Compliance officer, is the Secretary of all Board Committees.

Brief description of Terms of Reference

- To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating activities to be undertaken by the Company in compliance with provisions of the Companies Act, 2013 and rules there under.
- To recommend the amount of expenditure to be incurred on the CSR activities.
- To monitor the implementation of the framework of the CSR policy.
- To observe corporate governance practices at all levels and to suggest remedial measures wherever necessary.

To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or appropriate for performance of its duties.

6) RISK MANAGEMENT COMMITTEE

A.) Composition:

The Details of composition of the Committee are given below:

Name of the Director	Position	Category
Mr. K. SubbaRao	Chairman	Non-Executive
Mr. K. Praveen Nair	Member	Independent Non-Executive
Mr. G. Srikanth	Member	Independent Non-Executive

B) Role and Responsibilities of the Committee includes the following:

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk minimisation
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes.
- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed

7. GENERAL BODY MEETINGS

A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

No. of AGM and FY	Date of Meeting	Venue	Time	Special Resolution Passed
19 th AGM 2015-16	30.09.2016	J.S.Krishna Murthy Hall, Federation House, 11-6-841, FAPCCI Marg, Red Hills, Hyderabad-500 004	3 P.M.	No
18 th AGM 2014-15	30.09.2015	J.S.Krishna Murthy Hall, Federation House, 11-6-841, FAPCCI Marg, Red Hills, Hyderabad-500 004	3 P.M.	No
17 th AGM 2013-14	30.09.2014	Flat no. 312, Arun Apartments, lakdika pool, Hyderabad	11 A.M.	No

B. PASSING OF RESOLUTIONS BY POSTAL BALLOT

No resolutions were passed during the year through postal ballot.

8. DISCLOSURES

A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS

During the year under review, no significant transactions were entered with related parties that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arms length basis.

B.COMPLIANCES:

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the financial year.

C. WHISTLE BLOWER POLICY:

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person was denied access to the Audit Committee.

D. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

All mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been appropriately complied with and the status of non-mandatory requirements is given below:

- i. The Chairman of the Company is an Executive Chairman and hence the provisions for Non-Executive Chairman are not applicable. All other requirements of the Board during the year have been complied with.
- ii. The financial Statements are free from any Audit Qualifications.

9. MEANS OF COMMUNICATION:

The quarterly, half-yearly and yearly financial results will be sent to the Stock Exchanges immediately after the Board approves the same and these results will also be published in prominent daily newspapers. These financial statements, press releases are also posted on the Company's website, at www.responseinformaticsltd.com. As the financial performance of the Company is well published, individual communication of quarterly and half yearly results are not sent to the shareholders.

10. General Shareholder Information:

The following information would be useful to the shareholders:

TWENTIETH ANNUAL GENERAL MEETING

Date and Time : 29-09-2017, at 12.00 P.M.
 Venue : Flat No.302, Rieviera Apartment,
 Dwarakapuri Colony, Punjagutta, Hyderabad - 500082

A) FINANCIAL YEAR AND FINANCIAL YEAR CALENDAR 2017-18 (TENTATIVE SCHEDULE)

Financial year to which the Annual General Meeting relates: 2016-17

Financial calendar: 16-17

Adoption of Quarterly results for the Quarter ending

- 30th June, 2017 : 14th August, 2017
- 30th September, 2017 : 1st/2nd week of November, 2017

- 31st December, 2017 : 1st/2nd week of February, 2017
- 31st March, 2018 : on or before 30th May 2018

Annual General Meeting (Next year): August / September, 2018

C) BOOK CLOSURE DATE

22/09/2017 to 29/09/2017 (both days inclusive)

D) LISTING ON STOCK EXCHANGES :

The equity shares of the Company are listed on BSE Ltd. The Company has paid the listing fees for the year 2017-18 to the Stock Exchange.

E) STOCK CODE

EXCHANGE	Scrip Code	Scrip ID
BSE Ltd	538273	RESPNSINF

F) ELECTRONIC CONNECTIVITY

De-mat ISIN number: INE401B01010

NATIONAL SECURITIES DEPOSITORY LIMITED

Trade World, Kamala Mills Compound SenapatiBapatMarg,
Lower Parel, Mumbai – 400 013

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

PhirozeJeejeebhoy Towers, 28th Floor
Dalal Street, Mumbai – 400 023

G) MARKET PRICE DATA

The monthly high / low prices of shares of the Company from April, 2016 to March, 2017 at BSE:

MONTH	BSE	
	High(Rs)	Low(Rs.)
April 2016	3.80	3.70
May 2016	4.93	3.88
June 2016	4.69	4.46
July 2016	4.25	4.25
August 2016	Nil	Nil
September 2016	Nil	Nil
October 2016	Nil	Nil
November 2016	4.04	4.00
December 2016	Nil	Nil
January 2017	4.21	3.80
February 2017	4.40	4.20
March 2017	4.40	4.40

H) REGISTRARS AND TRANSFER

AGENTS

Aarathi Consultants Pvt. Ltd.
1-2-285, Domalguda, Hyderabad- 500 029.
Tel: (040) 27642217/27638111
Fax: (040) 27632184
Email: info@aarathiconsultants.com

I) SHARE TRANSFER SYSTEM

The Transfer of Shares is affected by the Registrars after necessary approval of the Board/Share Transfer Committee. Transfer generally takes 1-2 weeks.

Shareholding pattern as on 31.03.2017:

S.No	Category	No. of Shares held	% of shareholding
A	Shareholding of Promoter and Promoter group		
1.	Indian	24,83,550	41.56
	Individual		
2.	Foreign		
	Individual		
	Sub-Total A	24,83,550	41.56
B	Public Shareholding	34,92,850	58.44
1.	Institutions		
2.	Non Institutions a. Bodies Corporate a. Indian Public and others		
	Sub Total B	34,92,850	58.44
	Grand Total (A+B)	59,76,400	100.00

J) Distribution of Shareholding as on 31.03.2017

Sl.No.	Category	Holders	Holders %	Shares	Shares %
1	1-5000	762	62.2	15719	2.64
2	5001-10000	165	13.47	119727	2.00
3	10001-20000	97	7.92	147255	2.46
4	20001-30000	91	7.43	234435	3.92
5	30001- 40000	32	2.61	117200	1.96
6	40001-50000	23	1.88	109850	1.84
7	50001-100000	17	1.39	126942	2.12
8	100001& above	38	3.10	4963072	83.04
	Total	1225	100.00	5976400	100.00

L) Dematerialisation & liquidity of shares

Trading in Company's shares is permitted only in dematerialised form for all investors. The ISIN allotted to the Company's scrip is INE401B01010. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form. Shares of the Company are actively traded in BSE Limited. Hence have good liquidity.

Particulars	No. of shares	% of share capital
NSDL	3487647	58.36
CDSL	954543	15.97
PHYSICAL	1534210	25.67
TOTAL	5976400	100.00

M) Address for Correspondence

Smt.D.Swayamprabha Nair, Compliance Officer,
3-10-20/7A, Gokhalenagar, Ramanthapur, Hyderabad-500 013

N) Disclosure of Accounting Treatment

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 129 of the Companies Act, 2013.

Code of Conduct

i) The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

Certificate of Code of Conduct for the year 2016-17 as per Regulation 34(3) Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Response Informatics Limited is committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all director, officers and employees.

I hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Ethics and Business Conduct, under a certificate of Code of Conduct for the year 2016-17.

Place: Hyderabad
Date: 23rd August, 2017

By order of the Governing Board
For Response Informatics Limited

Smt. D. SwayamPrabha Nair
Managing Director

ii) Non-Executive Directors' Compensation and Disclosures

None of the Independent / Non-Executive Directors have any pecuniary relationship or transactions with the Company which in the Judgment of the Board may effect the independence of the Directors.

On behalf of the Board
Response Informatics Limited

Place: Hyderabad
Date: 23rd August, 2017

D. Swayamprabha Nair
Managing Director

K. SubbaRao
Director

CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To
The Board of Directors
RESPONSE INFORMATICS LIMITED

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2017 and to the best of our knowledge and belief;
 - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

Place: Hyderabad
Date: 23rd Aug, 2017

P.M. Nair
CFO

D. Swayamprabha Nair
Chairman & Managing Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Response Informatics Limited

We have examined the Compliance with conditions of Corporate Governance of M/s. Response Informatics Limited for the year ended 31st March, 2017 as stipulated in Regulation 34(3) read with Para E Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance with the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to review the procedures and implementations thereof adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and representations made by the Directors and the Management's, we certify that the company has complied with conditions of the Corporate Governance as stipulated in Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the above mentioned Listing agreement.

As required by the guidance note issued by the institute of Chartered Accountants of India, we have to state that no grievances of investors are pending for a period exceeding one month against the Company as per the records maintained by the Company.

We further state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

Place: Hyderabad
Date: 23-08-2017

For M M Reddy&Co
Chartered Accountants (FRN:010371S)
M Madhusudana Reddy
Membership No: 023142

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1	CIN	L72200TG1996PLC025871
2	Registration Date	05/12/1996
3	Name of the Company	RESPONSE INFORMATICS LIMITED
4	Category/Sub-category of the Company	Company Limited by Shares Non government Company
5	Address of the Registered office & contact details	3-10-20/7A, Gokhalenagar, Ramanthapur, Hyderabad - 500013, Telangana
6	Whether listed company Yes/ No	Yes
7	Name, Address & contact details of Registrar & Transfer Agent, if any.	M/s. Aarthi Consultants Pvt. Ltd. 1-2-285, Domulguda, Hyderabad-29

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% of total Turnover of the Company
1	Software & Agri Business	8524909-10	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	Applicable Section
	NA			

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year			% of Total Shares	% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total		
A. Promoters									
(1) Indian									
a) Individual/ HUF	649450	-	649450	10.87	649450	-	649450	10.87	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	834,100	-	1,834,100	31.69	1,834,100	-	1,834,100	30.69	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	2,483,550	-	2,483,550	41.56	2,483,550	-	2,483,550	41.56	-
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	2,483,550	-	2,483,550	41.56	2,483,550	-	2,483,550	41.56	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	66,606	215,000	281,606	4.71	66111	215000	281111	4.70	0.01
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	469,437	613,610	1,083,047	18.12	470407	613610	1084017	18.14	0.02
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1,419,572	705,600	2,125,172	35.56	1,419,522	705,600	2,125,122	35.56	0.00
c) Others (specify)									
Non Resident Indians - (Nonrepatriable)	2,500	-	2,500	0.04	1000	-	1000	0.02	-0.02
Non Resident Indians - (repatriable)	-	-	-	0.00	1500	-	1500	0.03	0.03
Overseas Corporate Bodies									
Foreign Nationals				0.00				0.00	0.00
Clearing Members	525	-	525	0.00	100	-	100	0.00	0.00
Trusts								0.00	0.00
Foreign Bodies-D R								0.00	0.00
Sub-total (B)(2):-	1,958,640	1,534,210	3,492,850	58.40	1,958,640	1,534,210	3,492,850	58.44	0.04
Total Public (B)	1,958,640	1,534,210	3,492,850	58.40	1,958,640	1,534,210	3,492,850	58.44	0.04
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	4,442,190	1,534,210	5,976,400	100.00	4,442,190	1,534,210	5,976,400	100.00	0.00

(ii) Shareholding of Promoter

Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year			% of Total Shares	% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total		
D2RBio Informatics Ltd.	391000	0	391000	6.54	391000	0	391000	6.54	0.00
Response Projects (I) Ltd	609200	0	609200	10.19	609200	0	609200	10.19	0.00
Divya Technical Service Ltd	833900	0	833900	13.95	833900	0	833900	13.95	0.00
I VSS Raju	250000	0	250000	4.18	250000	0	250000	4.18	0.00
I S Raju	220000	0	220000	3.68	220000	0	220000	3.68	0.00
M P Nair	119350	0	119350	2.00	119350	0	119350	2.00	0.00
D.Swayamprabha Nair	60100	0	60100	1.01	60100	0	60100	1.01	0.00

(iii) Change in Promoters' Shareholding (please specify, if there is no change) No Change in Promoters' Shareholding

Sl.No.	Particulars Response Projects India Limited	Reason	Shareholding at the beginning of the year		
			No. of shares	% of total shares	% of total shares
	At the beginning of the year				
	Changes during the year		No Change In Promoters' Shareholding		
	At the end of the year				

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No	Shareholders Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of The Company	No. Of. Shares	% of total shares Of The Company
	Anasuya Kanneganti	350,000	5.86%	350000	5.86%
2	K. Mrudula	262,850	4.40%	262800	4.40%
3	Manoj Kanneganti	263,400	4.40%	263500	4.40%
4	Vaitesvareen	202,500	3.39%	202500	3.39%
5	Croma Jewellers Ltd.	207,700	3.48%	207700	3.48%
6	M S Kumud	146,100	2.44%	146100	2.44%
7	Hemraj Baid	144,830	2.42%	144700	2.42%
8	M S Kiron	120,000	2.01%	120000	2.01%
9	Mohd. Lateef	77,757	1.30%	75952	1.30%
10	Akhter Unnisa Begum	66,095	1.11%	66095	1.11%

(v) Shareholding of Directors and Key Managerial Personnel:

S N	Shareholding of each Directors and each Key Managerial Personnel	shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Devakiamma Swayam Prabha Nair				
	At the beginning of the year	60,100	1.01	60,100	1.01
	Changes during the year	-	0.00	-	0.00
	At the end of the year	60,100	1.01	60,100	1.01

V. INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment.				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	
Change in Indebtedness during the financial year				
* Addition			-	
* Reduction	-			
Net Change	-	-	-	
Indebtedness at the end of the financial year				
i) Principal Amount	-		-	
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl.No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name		(Rs/Lac)
	Designation		
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	
2	Stock Option		-
3	Sweat Equity		-
5	Others, please specify		-
	Total (A)	-	-
	Ceiling as per the Act		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
				(Rs/Lac)
1	Independent Directors			
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (1)	-	-	-
2	Other Non-Executive Directors	NIL		
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	-	-
	Total Managerial Remuneration			-
	Overall Ceiling as per the Act			

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (Rs/Lac)
		K. Ravi Kumar,	PM Nair	
	Name			
	Designation	Company Secretary	CFO	
1	Gross salary	25000 per month	20000 Per month	45000 per month
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit			
	- others, specify			
5	Others, please specify	Nil	Nil	Nil
	Total	25,000.00	20,000.00	45,000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:				
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]
A. COMPANY				
Penalty	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil
B. DIRECTORS				
Penalty	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT				
Penalty	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2017

FORM NO. MR.3

Pursuant to Section 204 (1) of the Companies Act, 2013 and the Rule 9 of the
Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members,
M/s. Response Informatics Limited
3-10-20/7A, Gokhalenagar,
Ramanthapur, Hyderabad – 500013, Telangana.

1. We have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by M/s. **Response Informatics Limited** (hereinafter called as "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.
2. The company is engaged in the business of Software and Agri business.
3. Based on our verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by us and explanations furnished and representations made to us by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has during the Audit Period covering the Financial Year ended 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
4. WE have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. **Response Informatics Limited** (hereinafter called as "**the Company**") for the financial year from 1st April 2016 and ended with 31st March, 2017 ("Audit Period") according to the provisions of :
 - i) The Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (the Act) and the Rules made there under;
 - ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
 - iii) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;

- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and external Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme) Guidelines 1999.
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
 - f) The Securities and Exchange Board of India (Registrars to an issue and share transfer agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (buyback of Securities) Regulations, 1998;

5. We have also examined compliance of:

- a. The applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- b. the applicable Secretarial Standards

6. We further report that, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. Mentioned above. However, please note for the Audit period:

- (i) SEBI (ICDR) Regulations, 2009 are not applicable, as there being no further issues of any securities.
- (ii) SEBI (ESOS & ESOP) Guidelines, 1999 are not applicable, as there being no schemes of the Company under the said Guidelines.
- (iii) SEBI (Issue and Listing of Debt Securities) Regulations, 2008 are not applicable as there being no debt securities, which are listed on any of the recognized stock exchange.
- (iv) SEBI (Delisting of Equity Shares) Regulations, 2009 are not applicable, as there being not instances of delisting of equity Shares.
- (v) SEBI (Buyback of Securities) Regulations, 1998 are not applicable, as there being no instances of buy-back of shares
- (vi) The compliance of other specific applicable laws as listed in 4 (V) (i) above, were relied on the basis of representations and compliance

certificates issued by the Managing director compliance officers and other officials of respective / concerned Departments of the company.

7. We further report that:
 - a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the compositions of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
 - b. Adequate Notice is given to all the Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance.
 - c. There exists a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
 - d. Majority decision is carried through and there were not instances of dissenting members in the Board of Directors.
 - e. It is also noted that the Company has an Internal Audit System to constantly monitor the process for efficient compliances.
 - f. Required forms were filed with MCA, additional fee paid wherever required.
8. We further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
9. We further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., referred to the above.

PLACE: HYDERABAD
DATE: 20/08/2017

V B SS PRASAD
COMPANY SECRETARY
M.NO: F4139
CP NO: 4605

Annexure to the Secretarial Audit Report

To
The Members,
M/s. Response Informatics Limited
Hyderabad

Our Secretarial Audit Report of even date is to be read along with this letter:

1. It is the responsibility of the management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to secretarial compliance.
3. We believe that audit evidence and information obtained from the company's Management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representations about the compliance of laws, rules and regulations and happening of events etc.
5. The secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

PLACE: HYDERABAD
DATE: 20/08/2017

V B SS PRASAD
COMPANY SECRETARY
M.NO: F4139
CP NO: 4605

Independent Auditors' Report on Financial Statements

To
The Members
Response Informatics Limited.

Report on the financial Statements

We have audited the accompanying standalone financial statements of RESPONSE INFORMATICS LIMITED ('the Company'), which comprise the balance sheet as at 31st March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Managements Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are Free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control

relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2017 and its losses and its cash flows for the ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, refer to our separate report in Annexure B.

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O. 3407(E) dated November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

Place: Hyderabad
Date: May 30th, 2017

M Madhusudhana Reddy
Partner
Membership No.213077

Annexure-A to the Auditors' Report

The Annexure-A referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the Year ended 31 March 2017, we report that:

1.
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c. The title deeds of the immovable property are held in the name of the company.
2. The physical verification of the inventory excluding stocks with third parties has been conducted at reasonable intervals by the management during the year. In our opinion the frequency of the verification is reasonable.
3. The Company has granted loan to body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
 - a. In our opinion, the rate interest and other conditions on which the loans has been granted to body corporate listed in register maintained under section 189 of the act were not, prima facie, prejudicial to the interest of the company.
 - b. In the case of the loan granted to body corporate covered in the register maintained under section 189 of the Companies Act, 2013, the borrowers have been regular in the payment of the principle and interest as stipulated.
 - c. There are no overdue amounts in respect of the loan granted to body corporate covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, with respect to the loans and investments made.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7.
 - a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, duty of excise income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have

- been regularly deposited during the year by the Company with the appropriate authorities.
- b. According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
 8. The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.
 9. The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and terms loans during the year.
 10. According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
 11. The company has not paid/ provided managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with schedule V to the act.
 12. The company is not Nidhi Company and the Nidhi Rules, 2014 not applicable to it. Accordingly the provisions of Clause 3(Xii) of order not applicable to the company.
 13. The company has entered transactions with the related parties and complied with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required by the accounting standards.
 14. According to information and explanations given to us and based on our examinations of the records of the company, the company has not preferential allotment / private placement of shares or fully or partly convertible debenture's during the year.
 15. The company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly the provisions of Clause 3(xv) of order not applicable to the company.
 16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

M Madhusudhana Reddy
Partner
Membership No.213077

Place: Hyderabad
Date: May 30th, 2017

**ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF
EVEN DATE ON THE FINANCIAL STATEMENTS OF
RESPONSE INFORMATICS LIMITED**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of RESPONSE INFORMATICS LIMITED ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my / our audit. We conducted my our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment

of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence I/we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

Place: Hyderabad	For M M REDDY & CO. Chartered Accountants	M Madhusudhana Reddy Partner
Date: May 30 th , 2017	Firm Registration No.010371S	Membership No.213077

RESPONSE INFORMATICS LIMITED**Balance Sheet as on 31.03.2017**

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	Note No's	As at Mar' 31, 2017	As at Mar' 31, 2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.1	59,764,000	59,764,000
Reserves and Surplus	2.2	(17,037,880)	(11,042,568)
	A	42,726,120	48,721,432
Non - Current Liabilities			
Long Term Borrowings	2.3	450,000	-
	B	450,000	-
Current liabilities			
Trade Payables	2.4	360,536	93,284
Short - term provisions	2.5	353,292	291,606
	C	713,828	384,890
Total	(A+B+C)	43,889,948	49,106,322
ASSETS			
Non-current assets			
Fixed Assets			
a) Tangible Assets	2.6	301,832	176,167
	A	301,832	176,167
Non-current investments	2.7	23,375,000	23,375,000
Deferred tax assets(Net)	2.8	191,701	155,078
Long Term loans and advances	2.9	6,072,546	9,775,853
	B	29,639,247	33,305,931
Current assets			
Inventories	3.0	-	4,053,902
Trade receivables	3.1	13,445,814	8,908,195
Cash and cash equivalents	3.2	503,056	2,662,127
Other current assets	3.3	-	-
	C	13,948,870	15,624,224
Total	(A+B+C)	43,889,948	49,106,322

The Notes referred to above and the notes to accounts form an integral part of the Balance Sheet

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

For Response Informatics Limited
D. Swayam Prabha Nair K. Subba Rao
Managing Director Director

M Madhusudhana Reddy
Partner
Membership No.213077

P.M. Nair
Chief Financial Officer

Place: Hyderabad
Date: May 30th, 2017

RESPONSE INFORMATICS LIMITED**Profit and Loss Account for the Period ended 31.03.2017**

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	Note No's	Year Ended Mar' 31, 2017	Year Ended Mar' 31, 2016
INCOME			
Turnover (Gross)			
Revenue from operations	3.4	8,258,902	9,803,684
Other Income	3.5	700	46,190
Total Revenue		8,259,602	9,849,874
EXPENDITURE			
Purchases of Stock in Trade	3.6	1,825,000	11,173,880
Increase or decrease in inventory	3.7	4,053,902	(3,571,402)
Employee Benefit Expenses	3.8	1,022,015	1,287,000
Finance Cost	3.9	1,955	688
Depreciation/amortization	4.0	110,335	51,167
Other Expenses	4.1	7,259,082	14,634,082
Total		14,272,290	23,575,415
Profit / (Loss) before tax		(6,012,688)	(13,725,541)
Profit before tax			
Provision for taxation			
- Current Year Tax		19,247	6,637
- Deferred tax		(36,623)	(2,464)
Total tax expense		(17,376)	4,173
Profit/(Loss) from continuing operations		(5,995,312)	(13,729,714)
Balance brought forward from previous year		(11,412,068)	2,317,646
Balance carried to Balance Sheet		(17,407,380)	(11,412,068)
Earnings per share			
Basic		(1.00)	(2.30)
Weighted Number of Shares		5,976,400	5,976,400
Nominal value		10	10
Notes to accounts	4.2		

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

For Response Informatics Limited
D. Swayam Prabha Nair K. Subba Rao
Managing Director Director

M Madhusudhana Reddy
Partner
Membership No.213077

P.M. Nair
Chief Financial Officer

Place: Hyderabad
Date: May 30th, 2017

RESPONSE INFORMATICS LIMITED

Notes to Accounts

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	As at Mar' 31, 2017	As at Mar' 31, 2016
Note 2.1 : Share Capital		
Authorised: 8000000 Equity Shares of Rs.10/- each	80,000,000	80,000,000
Issues, Subscribed 6050300 equity shares of Rs.10 each	60,503,000	60,503,000
	60,503,000	60,503,000
Paid up 5976400 equity shares of Rs.10 each	59,764,000	59,764,000
	59,764,000	59,764,000
Note 2.2 : Reserves and Surplus		
Capital Reserve	369,500	369,500
Profit & Loss A/c Surplus		
Balance in the statement of profit & loss	(11,042,568)	2,317,646
Less: Loss Adjusted on Account of Capital reduction	-	-
Additions during the year	(5,995,312)	(13,729,714)
	(17,037,880)	(11,042,568)
Schedule 2.3 : Long Term Borrowings		
Unsecured Loans from related companies	450,000	-
	450,000	-
Schedule 2.4 : Trade Payables		
Sundry Creditors	360,536	93,284
Advance from suppliers	-	-
	360,536	93,284
Note 2.5 : Short - term provisions		
TDS Payable	21,000	22,000
Audit Fee	85,875	85,875
Other Provisions	43,225	175,875
Electricity Charges	2,566	-
Telephone Charges	1,379	-
Rent Payables	180,000	-
Sri Vinayaka Ads	-	7,856
Income Tax Payable	19,247	-
	353,292	291,606
Note 2.7 : Non-current investments		
Non Trade Unquoted	23,375,000	23,375,000
	23,375,000	23,375,000
Note 2.8 : Deferred tax assets(Net)		
Opening balance	155,078	152,614
Less : Provided for the year	36,623	2,464
	191,701	155,078
Note 2.9 : Long Term loans and advances		
Security Deposit	1,000	1,000
Unsecured-Considered and good- Related Parties	6,071,546	6,634,546
Unsecured-Considered and good- Others	-	3,140,307
	6,072,546	9,775,853
Note 3 : Inventories		
Finished Goods	-	4,053,902
	-	4,053,902
Note 3.1 : Trade receivables		
Sundry Debtors	13,445,814	8,908,195
	13,445,814	8,908,195

Note 3.2 : Cash and cash equivalents		
Cash -in- hand	384,333	2,030,044
Balances with scheduled banks		
On current accounts	118,723	632,083
On deposit accounts	-	-
	503,056	2,662,127
Note 3.3 : Other current assets		
Others	-	-
	-	-
Note 3.4 : Revenue from operations		
Sale of Paddy Seeds	7,527,902	9,803,684
Training Fee	731,000	
	8,258,902	9,803,684
Note 3.5 : Other Income		
Other Income	700	46,190
	700	46,190
Note 3.6 : Purchases of Stock in Trade		
Purchases	1,825,000	11,173,880
	1,825,000	11,173,880
Note 3.7 : Increase or decrease in inventory		
Opening Stock	4,053,902	482,500
Closing Stock	-	4,053,902
Difference	4,053,902	(3,571,402)
Note 3.8 : Employee Benefit Expenses		
Salaries and Director's Remuneration	996,050	1,287,000
Staff welfare expenses	25,965	-
	1,022,015	1,287,000
Note 3.9 : Finance Cost		
Bank Charges	1,955	688
	1,955	688
Note 4.1 : Other Expenses		
A C F Fees	25,876	
Advertisement Charges	66,623	22,527
AGM Expenses	3,473	38,350
Annual Custody Fee	42,938	51,526
Audit Fee	86,250	87,480
Bad Debts Written Off	6,105,342	13,732,175
Business Promotion Exp	20,700	
Computers Amc Charges	13,950	
Consultancy Charges	2,300	
Conveyance	2,728	
Professional Fee		171,975
Electricity Charges	10,274	
E-Voting Fees	1,441	2,280
Festival Expenses	980	
General Exp	3,834	
Hardware & Electrical Exp	43,565	
Incentives	2,500	
Office Expenses	31,607	
Office Maintenance	34,449	58,345
Paints & Hardware Items	24,125	
Postage & Courier	18,625	
Printer Maintenance	1,150	
Printing & Stationary	27,709	13,489
Registrar & STA Fees	158,096	77,197
Rent	126,000	90,000
Repairs & Maintenance	21,417	46,614
Roc Fees	3,000	9,000

Secraterial Audit Fee	87,000	
Stock Exchange Listing Charges	229,000	233,124
Tally Renewal Charges	3,600	
TDS Return Filing Charges Paid	200	
Telephone Exp	13,244	
Training Expenses	30,000	
Travelling Expenses	13,146	
Water Charges	1,940	
Website Maintenance Charges	2,000	
	7,259,082	14,634,082

Note 2.6: Fixed Assets

Particulars	Gross Block			Depreciation /amortization			Net Block	
	As at April 1, 2016	Additions	As at Mar 31, 2017	As at April 1, 2016	For the year	As at Mar 31, 2017	As at Mar 31, 2017	As at Mar 31, 2016
Computers	3,507,130	203,700	3,710,830	3,482,970	77671	3,560,641	150,189	24,160
Printers	11,000	-	11,000	7,708	1317	9,025	1,975	3,292
Furniture & Fixtures	834,339	32,300	866,639	685,624	31347	716,971	149,668	148,715
Total	4,352,469	236,000	4,588,469	4,176,302	110,335	4,286,637	301,832	176,167
Previous Year	4,352,469	-	4,352,469	4,125,135	51,167	4,176,302	176,167	227,334

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

For Response Informatics Limited
D. Swayam Prabha Nair K. Subba Rao
Managing Director Director

M Madhusudhana Reddy
Partner
Membership No.213077

P.M. Nair
Chief Financial Officer

Place: Hyderabad
Date: May 30th, 2017

RESPONSE INFORMATICS LIMITED

Cash Flow Statement for the year ended March 31, 2017

(All amounts in Indian Rupees except for share data or otherwise stated)

Particulars	2016-17	2015-16
	As at Mar' 31, 2013	As at Mar' 31, 2013
A. Cash flow from operating activities		
Net profit / (Loss) before tax	(6,012,688)	(13,725,541)
Adjustments for:		
Preliminary Expenses Written Off	-	-
Depreciation	110,335	51,167
Diminution in value of investments	-	-
Advances written off	-	-
Operating profit before working capital changes	(5,902,352)	(13,674,374)
Movements in working capital :		
(Increase)/Decrease in Trade Receivables	(4,537,619)	16,977,985
(Increase)/Decrease in inventories	4,053,902	(3,571,402)
(Increase)/Decrease in other current assets	-	3,467
Increase/(Decrease) in current Liabilities	328,938	(13,380,876)
Increase in Non current assets	3,666,684	-
Cash generated from /(used in) operations	(2,390,447)	(13,645,200)
Taxes paid	(17,376)	-
Net cash used in /(generated from) operating activities	(2,373,071)	(13,645,200)
B. Cash flows from investing activities		
Purchase of fixed assets	(236,000)	-
Sale of fixed assets	-	-
Fixed deposits	-	-
Dividends received	-	-
Net cash used in investing activities	(236,000)	-
C. Cash flows from financing activities		
Realisation of calls in arrears	-	-
Long term Borrowings	450,000	15,964,452
Share capital	-	-
Other Non Current Assets	-	-
Net cash generated from /(used in) financing activities	450,000	15,964,452
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(2,159,071)	2,319,252
Cash and cash equivalents at the beginning of the year	2,662,127	342,875
Cash and cash equivalents at the end of the year	503,056	2,662,127

For M M REDDY & CO.
Chartered Accountants
Firm Registration No.010371S

For Response Informatics Limited
D. Swayam Prabha Nair K. Subba Rao
Managing Director Director

M Madhusudhana Reddy
Partner
Membership No.213077

P.M. Nair
Chief Financial Officer

Place: Hyderabad
Date: May 30th, 2017

Notes to Financial Statements

1. Significant Accounting Policies

a. Basis of preparation of Financial Statements

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention, on the basis of a going concern basis, while revenue, expenses, assets and Liabilities accounted/recognized on accrual basis. GAAP comprises mandatory accounting as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI) Accounting policies are consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis.

b. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the required amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

c. Going Concern Concept

Although, the accumulated losses of the Company together with the Loss for the year ended 31st March, 2017 exceeded its Capital and Reserves, since the company with its future plans, is hopeful of turning around, the accounts have been prepared on a going concern concept.

d. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and revenue can be reliably measured.

e. Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. Cost comprises the purchase price, freight, duties, taxes and any attributable cost of bringing the asset to its working condition for its intended use.

f. Depreciation

Depreciation on fixed assets has been provided on straight-line method based on useful life of asset specified in Schedule II of the Companies Act, 2013 on pro-rata basis.

g. Investments

Long term Investments are stated at cost. The short term investments of the parent company are valued and carried at cost or fair value whichever is lower. In case of sale of investments, the gain / loss brought into the books of account.

h. Borrowing costs:

Borrowing costs that are directly attributable to the acquisition or the construction of a qualifying asset is capitalized for the period until the asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time i.e more than 12 months to get ready for intended use. All other borrowing costs are charged to revenues

i. Income Tax**i. Current tax :**

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

ii. Deferred tax :

Deferred income taxes is recognized, subject to the consideration of prudence on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Where the Company has carry forward of unabsorbed depreciation or tax losses deferred tax assets are recognized only if it is virtually certain backed by convincing evidence that such deferred tax assets can be realized against future taxable profits.

j. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

k. Provisions

A Provision is recognized when the Company has a present obligation as a result of past event i.e it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

l. Cash Flow Statement:

Cash Flow Statement has been prepared under indirect method as per the Accounting Standard-3 "Cash Flow Statement"

m. Cash and cash equivalents

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

4.2 Contingent Liabilities and Commitments – NIL-

4.3 Related Party Transactions

Amount in Rs.

Sl. No.	Related Party	Debit	Credit	Opening Balance	Outstanding Balance
1	Response Projects (India) Limited -loans and Advances		5,65,000	66,36,546	60,71,546

4.4 Value of Imports and Exports - NIL

4.5 Auditors' Remuneration

Amount in Rs.

Particulars	Year ended 31 st March 2017	Year ended 31 st March 2016
Statutory Auditors	86,250	87,480

4.6 Earnings Per Share

Amount in Rs.

S.No	Particulars	Year ended 31 st March 2017	Year ended 31 st March 2016
1	Net Profit available for Equity Shareholders	(59,95,312)	(1,37,29,714)
2	Weighted Average Number Of Equity Shares (Nos)	59,76,400	59,76,400
3	Earnings Per Share – Basic and Diluted	(1.00)	(2.30)

4.7 Balances under Trade Receivable, Trade Payables, are subjected to confirmation and reconciliation from respective parties.

4.8 Specified Bank Notes Disclosure (SBNs)

In Accordance with the MCA Notification G.S.R. 308(E) dated March 30, 2017 details of Specified bank Notes (SBN) and other denomination notes (ODN) held and transacted during the period from November 8, 2016 to December 30, 2016 is given below;

Amount in Rs.

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	42,469	42,469
(+) Permitted receipts	-	4,69,500	4,69,500
(-) Permitted payments	-	75,441	75,441
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12.2016	-	4,36,528	4,36,528

4.9 Segment Reporting

There are no separate reportable segments (business and/or geographical) in accordance with the requirements of Accounting Standard 17 – ‘Segment Reporting’ issued by the Institute of Chartered Accountants of India.

4.10 Previous year figures have been regrouped wherever if thought necessary in conformity with the current year groupings. Paise have been rounded off to the nearest rupee. Notes on financial statements, Cash Flow Statement and statement on accounting policies form an integral part of the balance sheet and profit and loss statement.

4.11 Segment Reporting

There are no separate reportable segments (business and/or geographical) in accordance with the requirements of Accounting Standard 17 – ‘Segment Reporting’ issued by the Institute of Chartered Accountants of India.

4.12 Previous year figures have been regrouped wherever if thought necessary in conformity with the current year groupings. Paise have been rounded off to the nearest rupee. Notes on financial statements, Cash Flow Statement and statement on accounting policies form an integral part of the balance sheet and profit and loss statement.

In terms of our attached report of even date

For MM Reddy & co.

M. Madhusudhana reddy

Partner

M.No. 213077

K. Subba Rao

Director

For Response Informatics Limited

D. Swayamprabha Nair

Managing Director

P.M. Nair

CFO

Place: Hyderabad

Date: 30th May 2017

Form No. MGT-11
Proxy form

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

CIN : L72200TG1996PLC025871
 Name of the company : Response Informatics Limited
 Registered office : 3-10-20/7A, Gokhalenagar, Ramanthapur,
 Hyderabad, Telangana, 500013.

Name of the member(s): Registered Address: E-mail Id: Folio No./Client Id: DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :
 Address :
 E-mail Id :
 Signature: or failing him

2. Name :
 Address :
 E-mail Id :
 Signature: or failing him

3. Name :
 Address :
 E-mail Id :
 Signature: : or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of the Company, to be held on Friday, the 29th day of September, 2017 at Flat 302, Riviera Apartment, Dwarakapuri Colony, Punjagutta, Hyderabad-500 082 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolution No

1. Approval of financial statements for the year ended 31.03.2017.
2. Appointment of Mr. K. Subba Rao as Director who retires by rotation.
3. Appointment of statutory auditors and fixation of their remuneration.
4. Appointment of V .Uma Kumari, as Independent director.
5. Appointment of Sri P M Nair as Managing Director:

Affix Revenue Stamp Signed this day of..... 2017

Signature of shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

RESPONSE INFORMATICS LIMITED

3-10-20/7A, GOKHALE NAGAR,
RAMANTHAPUR, HYDERABAD,
TELANGANA - 500013

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the 20th Annual General Meeting of the members of the company to be held on Friday, the 29th day of September, 2017 at Suite No. 302, Riviera Apartments, Dwarakapuri Colony, Punjagutta, Hyderabad-500082 and at any adjourned meeting thereof.

Shareholders/Proxy's Signature_____

Shareholders/Proxy's full name_____ (In block letters)

Folio No./ Client ID_____

No. of shares held_____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.