| General information about company | | |
|---|---|---|
| Scrip code | 538119 | |
| NSE Symbol | RNBDENIMS | |
| MSEI Symbol | NOTLISTED | |
| ISIN | INE012Q01021 | |
| Name of the entity | R & B DENIMS LIMITED | |
| Date of start of financial year | 01-04-2025 | |
| Date of end of financial year | 31-03-2026 | |
| Reporting Quarter Type | Half Yearly | |
| Date of Quarter Ending | 30-09-2025 | |
| Type of company | Equity | |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity? | Yes | |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity? | Yes | |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | No | The compnay has not acquired any shares or voting rights aggregating to 5% of unlisted company during the reporting quarter. |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity? | No | No fine or penalty is imposed on the company in the reporting quarter. |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? | Yes | |
| Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity? | No | The company has not given any loans/guarantees/comfort letters/securitties etc. during the reporting quarter |

| | |
|---|---|
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |
| Is SCORE ID Available ? | Yes |
| SCORE Registration ID | r00658 |
| Reason For No SCORE ID | |
| Type of Submission | Original |
| Remarks (website dissemination) | |
| Remarks for Exchange (not for Website Dissemination) | |

# Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

### I. Composition of Board of Directors

| | |
|---|---|
| Disclosure of notes on composition of board of directors explanatory | Textual Information(1) |
| Whether the listed entity has a Regular Chairperson | Yes |
| Whether Chairperson is related to MD or CEO | No |

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth |
|---|---|---|---|---|---|---|---|---|
| 1 | Mr | AMIT DALMIA | ABBPD6392C | 00034642 | Executive Director | Chairperson related to Promoter | MD | 27-08-1977 |
| 2 | Mr | RAJKUMAR MANGILAL BORANA | ABBPB7746E | 01091166 | Executive Director | Not Applicable | | 10-02-1977 |
| 3 | Mr | DEEPAK DALMIA | ABBPD6396G | 00050547 | Executive Director | Not Applicable | | 29-11-1979 |
| 4 | Mr | ANKUR MANGILAL BORANA | AFQPB5976H | 01091164 | Executive Director | Not Applicable | | 07-07-1980 |
| 5 | Mr | NIRMIT DALMIA | FXOPD2055L | 10751198 | Executive Director | Not Applicable | | 02-04-2002 |
| 6 | Mrs | ANITA PANKAJ JAIN | ATYPJ4478L | 08010993 | Non-Executive - Independent Director | Not Applicable | | 20-11-1980 |
| 7 | Mr | KANAV SHAM SUNDER ARORA | ADUPA2984J | 00933401 | Non-Executive - Independent Director | Not Applicable | | 22-11-1980 |
| 8 | Mr | KRISHNA OMPRAKASH AGARWAL | AQWPA3867H | 10278104 | Non-Executive - Independent Director | Not Applicable | | 05-06-1991 |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 9 | Mr | ARVIND KUMAR RATHI | AMTPR5862J | 07842066 | Non-Executive - Independent Director | Not Applicable | | 15-06-1985 |
| 10 | Mrs | NITIKA ABHISHEK SONI | AQQPM8207K | 10708045 | Non-Executive - Independent Director | Not Applicable | | 26-04-1986 |

## I. Composition of Board of Directors

### Disqualification of Directors under section 164 of the Companies Act, 2013

| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
|---|---|---|---|---|---|
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |
| 7 | No | | | | Active |
| 8 | No | | | | Active |
| 9 | No | | | | Active |
| 10 | No | | | | Active |

| I. Composition of Board of Directors | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Sr | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DIN |
| 1 | NA | | 17-11-2010 | 30-05-2024 | | | 1 | 0 | 2 | 0 | | | |
| 2 | NA | | 17-11-2010 | 01-09-2023 | | | 3 | 1 | 3 | 0 | | | |
| 3 | NA | | 17-11-2010 | 30-05-2024 | | | 1 | 0 | 0 | 0 | | | |
| 4 | NA | | 17-11-2010 | 30-05-2024 | | | 2 | 0 | 1 | 0 | | | |
| 5 | NA | | 30-09-2024 | | | | 1 | 0 | 0 | 0 | | | |
| 6 | NA | | 27-12-2017 | 23-03-2023 | | 31 | 1 | 1 | 1 | 1 | | | |
| 7 | NA | | 01-09-2023 | | | 25 | 2 | 2 | 3 | 1 | | | |
| 8 | NA | | 01-09-2023 | | | 25 | 1 | 1 | 2 | 1 | | | |
| 9 | NA | | 30-09-2024 | | | 12 | 2 | 2 | 2 | 1 | | | |

| | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 10 | NA | | 15-05-2025 | | | 4.5 | 2 | 2 | 0 | 0 | | | |

| Text Block | |
|---|---|
| Textual Information(1) | 1. Mr. Amit Dalmia, Managing Director of the company is the Chairperson of the company. So the Chairperson is not related to MD or CEO. 2. The shareholders in their AGM held on 11th July, 2025 appointed Mrs. Nitika Abhishek Soni as an Independent Director. |

| **Audit Committee Details** | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 10278104 | KRISHNA OMPRAKASH AGARWAL | Non-Executive - Independent Director | Chairperson | 28-12-2023 | | |
| 2 | 00933401 | KANAV SHAM SUNDER ARORA | Non-Executive - Independent Director | Member | 15-05-2025 | | |
| 3 | 07842066 | ARVIND KUMAR RATHI | Non-Executive - Independent Director | Member | 15-05-2025 | | |
| 4 | 00034642 | AMIT DALMIA | Executive Director | Member | 15-05-2025 | | |

| **Nomination and remuneration committee** | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08010993 | ANITA PANKAJ JAIN | Non-Executive - Independent Director | Chairperson | 23-03-2023 | | |
| 2 | 00933401 | KANAV SHAM SUNDER ARORA | Non-Executive - Independent Director | Member | 28-12-2023 | | |
| 3 | 10278104 | KRISHNA OMPRAKASH AGARWAL | Non-Executive - Independent Director | Member | 28-12-2023 | | |
| 4 | 07842066 | ARVIND KUMAR RATHI | Non-Executive - Independent Director | Member | 15-05-2025 | | |
| 5 | 10708045 | NITIKA ABHISHEK SONI | Non-Executive - Independent Director | Member | 15-05-2025 | | |

| **Stakeholders Relationship Committee** | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08010993 | ANITA PANKAJ JAIN | Non-Executive - Independent Director | Chairperson | 23-03-2023 | | |
| 2 | 00034642 | AMIT DALMIA | Executive Director | Member | 15-01-2014 | | |
| 3 | 10278104 | KRISHNA OMPRAKASH AGARWAL | Non-Executive - Independent Director | Member | 28-12-2023 | | |

| **Risk Management Committee** | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| **Corporate Social Responsibility Committee** | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00034642 | AMIT DALMIA | Executive Director | Chairperson | 28-06-2018 | | |
| 2 | 01091164 | ANKUR MANGILAL BORANA | Executive Director | Member | 28-06-2018 | | |
| 3 | 08010993 | ANITA PANKAJ JAIN | Non-Executive - Independent Director | Member | 28-12-2023 | | |

| **Other Committee** | | | | | | |
|---|---|---|---|---|---|---|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

# Annexure 1

**Annexure 1**

**III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Sr. No. | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 02-04-2025 | | | | Yes | 10 | 10 | 5 |
| 2 | 21-04-2025 | | 18 | | Yes | 10 | 10 | 5 |
| 3 | 15-05-2025 | | 23 | | Yes | 10 | 10 | 5 |
| 4 | 16-06-2025 | | 31 | | Yes | 10 | 10 | 5 |
| 5 | | 11-07-2025 | 24 | | Yes | 10 | 10 | 5 |
| 6 | | 11-08-2025 | 30 | | Yes | 10 | 10 | 5 |
| 7 | | 12-09-2025 | 31 | | Yes | 10 | 10 | 5 |

## Annexure 1

**IV. Meeting of Committees**

| Disclosure of notes on meeting of committees explanatory | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 02-04-2025 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 21-04-2025 | 18 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Audit Committee | 15-05-2025 | 23 | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Audit Committee | 16-06-2025 | 31 | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Audit Committee | 11-07-2025 | 24 | | | Yes | 4 | 4 | 3 | 0 |
| 6 | Audit Committee | 11-08-2025 | 30 | | | Yes | 4 | 4 | 3 | 0 |

## Annexure 1

**IV. Meeting of Committees**

| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|---|---|---|---|---|---|---|---|---|---|---|
| 7 | Audit Committee | 12-09-2025 | 31 | | | Yes | 4 | 4 | 3 | 0 |
| 8 | Stakeholders Relationship Committee | 15-05-2025 | | | | Yes | 3 | 3 | 2 | 0 |
| 9 | Stakeholders Relationship Committee | 11-08-2025 | 87 | | | Yes | 3 | 3 | 2 | 0 |
| 10 | Nomination and remuneration committee | 21-04-2025 | | | | Yes | 4 | 4 | 4 | 0 |
| 11 | Nomination and remuneration committee | 15-05-2025 | 23 | | | Yes | 4 | 4 | 4 | 0 |
| 12 | Nomination and remuneration committee | 11-07-2025 | 56 | | | Yes | 5 | 5 | 5 | 0 |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| 13 | Nomination and remuneration committee | 12-09-2025 | 62 | | | Yes | 5 | 5 | 5 | 0 |
| 14 | Corporate Social Responsibility Committee | 16-06-2025 | | | | Yes | 3 | 3 | 1 | 0 |

## Annexure 1

**V. Affirmations**

| Sr | Subject | Compliance status (Yes/No) |
|---|---|---|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | NA |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

| Annexure 1 | | |
|---|---|---|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | AMIT DALMIA |
| 2 | Designation | Managing Director |

| Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter) | | | | |
|---|---|---|---|---|
| **I. Affirmations** | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes | |
| 6 | Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report | 24A(1A), 24A(1B), 24A(1C) | Yes | |
| 7 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 8 | Whether “Corporate Governance Report” disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|---|---|---|
| 1 | Name of signatory | AMIT DALMIA |
| 2 | Designation | Managing Director |

| Details of Cyber security incidence | | |
|---|---|---|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | | No |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | | |
| Sr. | Date of the event | Brief details of the event |

| Signatory Details | |
|---|---|
| Name of signatory | AMIT DALMIA |
| Designation of person | Managing Director |
| Place | SURAT |
| Date | 16-10-2025 |

| Investor Grievance Details | |
|---|---|
| No. of investor complaints pending at the beginning of Quarter | 0 |
| No. of investor complaints received during the Quarter | 0 |
| No. of investor complaints disposed off during the Quarter | 0 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 0 |

**Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:**

| Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes | | | | Textual Information(1) |
|---|---|---|---|---|
| Sr. No. | Name of the opposing party | Date of initiation of the litigation / dispute | Status of the litigation / dispute as per last disclosure | Current status of the litigation / dispute |
| 1 | Commissioner of CGST, Surat | 03-01-2025 | Disputes for the reversal of ITC claim of Rs. 43,66,118/- related to waste treatment charges under CGST Section 74 and Section 50. Appeal filed before Central Appellate Authority | Disputes for the reversal of ITC claim of Rs. 43,66,118/- related to waste treatment charges under CGST Section 74 and Section 50. Appeal filed before Central Appellate Authority |

| Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below: Text Block | |
|---|---|
| Textual Information(1) | Notes: 1. The date of initiation of litigtion/dispute given forthe tax litigations disclosed in the utility is actually date of filing appeal. 2. For litigation/dispute mentioned in point 1 there is no update in the reporting quarter. |