General information about company	
Scrip code	538119
NSE Symbol	
MSEI Symbol	
ISIN	INE012Q01013
Name of the entity	R & B DENIMS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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	
Wether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

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	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 (Refer Regulation 17A(1) of Listing Regulations	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	AMIT DALMIA	ABBPD6392C	00034642	Executive Director	Not Applicable		27-08-1977	NA		17-11-2010	30-05-2019		10	1	0	1	0		
2	Mr	DEEPAK DALMIA	ABBPD6396G	00050547	Executive Director	Not Applicable		29-11-1979	NA		17-11-2010	30-05-2019		10	1	0	0	0		
3	Mr	DHARMESH PRAFULCHANDRA MEHTA	AHHPM4695B	00514582	Non-Executive - Independent Director	Not Applicable		16-08-1978	Yes	30-05-2019	03-01-2014	30-05-2019		10	1	1	0	1		
4	Mr	ANKUR MANGILAL BORANA	AFQPB5976H	01091164	Executive Director	Not Applicable		07-07-1980	NA		17-11-2010	30-05-2019		10	1	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

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	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 (Refer Regulation 17A(1) of Listing Regulations	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	RAJKUMAR MANGILAL BORANA	ABBPB7746E	01091166	Executive Director	Chairperson	MD	10-02-1977	NA		17-11-2010	01-09-2018		19	1	0	1	0		
6	Mr	GIRISHKUMAR PRAHLADRAI KALAWATIA	AKBPK5994L	06687242	Non-Executive - Independent Director	Not Applicable		24-04-1960	Yes	30-05-2019	03-01-2014	30-05-2019		10	1	1	0	0		
7	Mr	MANAK LAL TIWARI	AANPT4738M	06687259	Non-Executive - Independent Director	Not Applicable		08-02-1953	Yes	30-05-2019	03-01-2014	30-05-2019		10	1	1	2	0		
8	Mrs	ANITA PANKAJ JAIN	ATYPJ4478L	08010993	Non-Executive - Independent Director	Not Applicable		20-11-1980	Yes	23-07-2018	27-12-2017	23-07-2018		20	1	1	1	1		

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	00514582	DHARMESH PRAFULCHANDRA MEHTA	Non-Executive - Independent Director	Chairperson	27-12-2017		
2	06687259	MANAK LAL TIWARI	Non-Executive - Independent Director	Member	27-12-2017		
3	01091166	RAJKUMAR MANGILAL BORANA	Executive Director	Member	15-01-2014		
4	08010993	ANITA PANKAJ JAIN	Non-Executive - Independent Director	Member	27-12-2017		

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	06687242	GIRISHKUMAR PRAHLADRAI KALAWATIA	Non-Executive - Independent Director	Chairperson	15-01-2014		
2	06687259	MANAK LAL TIWARI	Non-Executive - Independent Director	Member	15-01-2014		
3	00514582	DHARMESH PRAFULCHANDRA MEHTA	Non-Executive - Independent Director	Member	15-01-2014		
4	08010993	ANITA PANKAJ JAIN	Non-Executive - Independent Director	Member	27-12-2017		

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	27-12-2017		
2	06687259	MANAK LAL TIWARI	Non-Executive - Independent Director	Member	27-12-2017		
3	00034642	AMIT DALMIA	Executive Director	Member	15-01-2014		

Risk Management Committee							
		Whether the Risk Management Committee has a Regular Chairperson					
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	06687242	GIRISHKUMAR PRAHLADRAI KALAWATIA	Non-Executive - Independent Director	Member	28-06-2018		

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	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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	09-11-2019				Yes	8	4
2	23-11-2019		13		Yes	4	0
3		31-01-2020	68		Yes	8	4
4		23-03-2020	51		Yes	4	0

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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	08-11-2019				Yes	4	3
2	Stakeholders Relationship Committee	20-11-2019	11			Yes	3	2
3	Audit Committee	22-11-2019	1			Yes	4	3
4	Audit Committee	27-01-2020	65			Yes	4	3
5	Corporate Social Responsibility Committee	20-02-2020	23			Yes	3	1
6	Nomination and remuneration committee	05-03-2020	13			Yes	4	3

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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	16-03-2020	10			Yes	3	2

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. 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 500 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	Rajkumar Mangilal Borana
2	Designation	Managing Director

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.rnbdenims.com/
2	Terms and conditions of appointment of independent directors	Yes		http://www.rnbdenims.com/
3	Composition of various committees of board of directors	Yes		http://www.rnbdenims.com/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.rnbdenims.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.rnbdenims.com/
6	Criteria of making payments to non-executive directors	Yes		http://www.rnbdenims.com/
7	Policy on dealing with related party transactions	Yes		http://www.rnbdenims.com/
8	Policy for determining ‘material’ subsidiaries	Yes		http://www.rnbdenims.com/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.rnbdenims.com/

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.rnbdenims.com/
11	email address for grievance redressal and other relevant details	Yes		http://www.rnbdenims.com/
12	Financial results	Yes		http://www.rnbdenims.com/
13	Shareholding pattern	Yes		http://www.rnbdenims.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.rnbdenims.com/
18	Credit rating or revision in credit rating obtained	Yes		http://www.rnbdenims.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.rnbdenims.com/
21	Materiality Policy as per Regulation 30	Yes		http://www.rnbdenims.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.rnbdenims.com/

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Rajkumar Mangilal Borana
2	Designation	Managing Director

Annexure II		
III. Affirmations		
Sr	**Particulars**	**Compliance status (Yes/No/NA)**
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Rajkumar Mangilal Borana
2	Designation	Managing Director

Signatory Details	
Name of signatory	Rajkumar Mangilal Borana
Designation of person	Managing Director
Place	Surat
Date	15-05-2020