September 29, 2023

To,
The Department of Corporate Services;
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Script Code: 538119

Sub: Proceedings of 13th Annual General Meeting of the Company held on 29th September, 2023

The 13th Annual General Meeting ("AGM") of the Members of R & B Denims Limited (CIN: L17120GJ2010PLC062949) ("The Company") was held at Block No. 467 Sachin Palsana Road, Palsana, Surat – 394315, Gujarat on Friday, the 29th September, 2023 at 03.00 p.m. and concluded at 03:45 p.m.

Mr. Rajkumar Mangilal Borana (DIN: 01091166), Chairman & Managing Director of the Company chaired the meeting.

As the requisite quorum was present, the Chairperson called the meeting in order. Then, the Chairperson introduced the Directors present on the dais and welcomed the members. The Chairperson also welcomed the Statutory Auditor and also welcomed the Secretarial Auditor.

The Chairperson, with the consent of the members present, took the Notice of the 13th Annual General Meeting and the Directors' Report as read.

The Chairperson delivered his speech on the Company's performance and Indian Economy with Textiles Sector. Other Directors also expressed their views on the present performance of the Company.

The Chairperson invited members for their comments /questions on the performance of the Company and the Chairman provided answers/clarifications to various queries raised by the members.

The Chairperson further informed that pursuant to Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to its members to cast their vote electronically on all the Resolutions set out in the Notice of the 13th Annual General Meeting from 26th September, 2023 (9.00 a.m.) to 28th September, 2023 (5.00 p.m.). The Company engaged with the services of National Securities Depository Limited (NSDL) to provide remote e-voting facilities. The Company had also arranged for casting of votes by way of Ballot Papers on all the Resolutions given below (Ordinary and Special business) for the members present in person or through authorised representative and who had not cast their vote earlier through remote e-voting on all the resolutions as set out in the Notice of 13th Annual General Meeting for which 30 minutes were provided after the conclusion of the meeting to cast vote through Ballot Paper.

The following items of businesses, as per the Notice of 13th Annual General Meeting dated 29th September, 2023, were placed before the Members for consideration and approval at the meeting:

Ordinary Businesses:

1. Adoption of Audited Financial Statements (Standalone and Consolidated) of the company for the year ended 31st March, 2023, together with the Report of the Board of Directors and Auditors thereon.

2. Considered the re-appointment of Mr. Ankur Borana (DIN: 01091164), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.

Special Businesses:

3. To ratify the remuneration of Cost Auditors for the financial year ended 31st March 2024.

4. To approve material related party transactions.

5. To enhance the borrowing limits of the company.

6. To enhance the lease/ encumbrance limits on the properties of the company.

7. Approval of loans, investments, guarantee or security under Section 185 of Companies Act, 2013.

8. Authorizing the board of directors for advancing loans in excess of limits specified under section 186 of companies act, 2013.

9. Appointment of Mr. Krishna Omprakash Agarwal (DIN: 10278104) as a Director in the category of (Non-Executive Independent Director) of the Company.

10. Appointment of Mr. Kanav Sham Sunder Arora (DIN: 00933401) as a Director in the category of (Non-Executive Independent Director) of the Company.

11. Appointment of Ms. Radhika Arun Kanodiya (DIN: 07862908) as a Director in the category of (Non-Executive Independent Director) of the Company.

12. Issue of upto 2,00,00,000 (Two Crore) warrants each convertible into, or exchangeable for, 1 (one) fully paid up equity share of the Company, having a face value of Rs. 2.00/- (Rupee Two only) within the period of 18 (eighteen months) in accordance with the applicable laws ("Warrants") to Non-Promoter/Public Category Shareholder of the Company.

The Chairperson further informed that CS Jainam N. Shah, Company Secretary in Practice, Surat has been appointed as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and the poll at the meeting in a fair & transparent manner and to issue a consolidated report thereon.

The result of various resolutions will be declared by the chairman upon receipt of Scrutinizer's report and the same will be uploaded on the website of the Company and shall be intimated to BSE in due course.

The Chairperson thanked all the Members and Board members for their active participation and announced the formal closure of the 13th Annual General Meeting of the Company.

You are requested to kindly take the same on record.

Thanking You,

Yours Faithfully,
For, R & B Denims Limited

Jyoti Arun Agarwal

Digitally signed by Jyoti Arun Agarwal
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Date: 2023.09.29 16:49:19 +05'30'

Jyoti Agarwal
Company Secretary
M. No. F-6250