CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY POSTAL BALLOT/ E-VOTING BY THE MEMBERS OF R & B DENIMS LIMITED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT BLOCK NO. 467 SACHIN PALSANA ROAD, PALSANA, SURAT ON SATURDAY, MARCH 23RD 2019

Item No. 1-Migration of the Company from SME Platform of BSE Limited to Main Board of BSE Limited.

"RESOLVED THAT, pursuant to Chapter IX of SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, SEBI, applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & other applicable provisions of the Companies Act, 2013 read with underlying Rules and Regulations as notified by MCA (including any statutory modifications or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to migrate the Company, currently listed on SME Exchange of BSE Limited to Main Board of BSE Limited and to follow such procedures as specified by SEBI (Issue of Capital & Disclosure Requirements)Regulations, 2018 and other applicable regulations notified by SEBI, as amended from time to time, to give effect to the above said resolution."

"RESOLVED FURTHER THAT, the Board of Directors and Company Secretary of the Company be and are hereby authorised jointly and severally to deal with any Government or Semi-Government authorities or any other concerned intermediaries, including but not limited to BSE Limited, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from SME Platform of BSE Limited to the Main Board of BSE Limited."

"RESOLVED FURTHER THAT, Directors of the Company be and are hereby authorized jointly and severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company."

//CERTIFIED TRUE COPY//

For, R & B DENIMS LIMITED

Date: 23/03/2019
Place: Surat

Rajkumar Mangilal Borana
Managing Director
DIN: 01091166

Amitkumar Dalmia
Whole-time Director
DIN: 00034642