LO/Migration/VM/IP/37/2019-20

April 18, 2019

The Company Secretary
R&B Denims Limited
Block No. 467, Sachin Palsana Road,
Palsana, Surat- 394315
Gujarat, India

Dear Sir/ Madam,

Re: In-principle Approval for Migration from BSE SME Platform to BSE Mainboard.

We refer to your Company's application for listing the equity shares on the BSE's Mainboard Trading Platform.

We are pleased to inform you that the same was considered by the Internal Listing Committee of the Exchange.

Accordingly, the Exchange is pleased to grant its in-principle approval to the Company's application for listing & trading its equity shares on the BSE Mainboard Platform. You are advised to complete the following formalities for listing of securities of the Company:

1. Letter of application for listing of shares on Main Board.
2. Information Memorandum of the Company in the format prescribed in Section 26 of the Companies Act 2013 read along with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and duly certified by the Managing Director/ Company Secretary (Hard/ Soft copy in email). The Information Memorandum must be as on date of filing the listing application consequent to In-principle Approval.
3. Listing Agreement as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. Latest Share holding pattern as per format provided by SEBI vide its circular no. CIR/CFD/CMD/13/2015 dated November 30, 2015 and financials as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. You are requested to pay Initial Listing Fees of Rs. 20,000/- and Annual Listing Fee of Rs. 3,00,000/- for the Financial Year 2019-20 along with applicable Taxes (Please refer the Schedule of Listing Fees available on BSE website.

Kindly forward us the above-mentioned documents / information at the earliest to enable us to process the matter. You are requested to note that this approval is valid for a period of **45 days** from the date of this letter.

Yours faithfully,
For BSE Limited

Rupal Khandelwal
Manager

Raghavendra Bhat
Assistant Manager