September 28, 2020

To
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai — 400001

BSE Code : 538119

Subject : Declaration of Voting Results of 10th Annual General Meeting (AGM)

Reference : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the 10th Annual General Meeting of the Members of R & B Denims Limited held on Saturday, September 26, 2020 at 03:00 p.m. at the Registered address of the Company situated at Block No. 467, Sachin Palsana Road, Palsana, Surat - 394315, Gujarat.

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated September 28, 2020 is also enclosed herewith.

You are requested to kindly take the same on record.

Thanking You,

Yours Sincerely,
For, **R & B Denims Limited**

R&B DENIMS LIMITED

Rajkumar M. Borana
(Managing Director)
DIN: 01091166

Encl: As above

Voting Results of 10th Annual General Meeting (AGM) of the Company

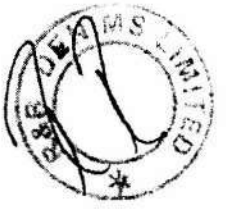
Date of AGM	26/09/2020
Book Closure Date	19th September, 2020 to 26th September, 2020
Total number of Shareholders on record date (Cut-off date i.e. 19/09/2020)	184
No. of Shareholders present in the meeting either in person or through proxy	
Promoter & promoter Group:	17
Public:	10
No. of Shareholders attended the meeting through Video Conferencing	
Promoter & promoter Group:	**No video conferencing facility was made available to the Shareholders**
Public:	

Agenda-wise disclosure

Resolution No. 1:			Adoption of Financial Statements for the year ended 31st March 2020						
Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution:							No		
Sr. No.	**Promoter /Public**	**Mode of voting**	**Total No. of shares held**	**No. of votes polled**	**% of votes polled on outstanding shares**	**No. of votes- in favor**	**No. of votes- in against**	**% of votes in favour on votes polled**	**% of votes against on votes polled**
			1	**2**	**3=(2/1*100)**	**4**	**5**	**6=(4/2*100)**	**7=(5/2*100)**
1	Promoter and Promoter Group	Remote E-voting	10326678	10170678	98.49	10170678	-	100.00	-
		Poll*		-	-	-	-	-	-
		Total	**10326678**	**10170678**	**98.49**	**10170678**	-	**100.00**	-
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	**3668010**	**1773027**	**48.34**	**1773027**	-	**100.00**	-
Total			**13994688**	**11943705**	**85.34**	**11943705**	-	**100.00**	

*Voting through ballot paper at the AGM

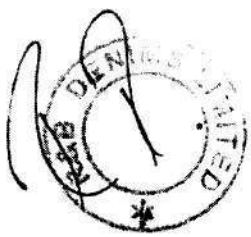
Detail of Invalid votes	
Category	**No. of Votes**
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0



Resolution No. 2:			Declaration of dividends						
Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution:							No		
Sr. No.	Promoter /Public	Mode of voting	Total No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favor	No. of votes- in against	% of votes in favour on votes polled	% of votes against on votes polled
			1	2	3=(2/1*100)	4	5	6=(4/2*100)	7=(5/2*100)
1	Promoter and Promoter Group	Remote E-voting	10326678	10170678	98.49	10170678	-	100.00	-
		Poll*		-	-	-	-	-	-
		Total	**10326678**	**10170678**	**98.49**	**10170678**	**-**	**100.00**	-
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	**3668010**	**1773027**	**48.34**	**1773027**	**-**	**100.00**	-
Total			**13994688**	**11943705**	**85.34**	**11943705**	**-**	**100.00**	

*Voting through ballot paper at the AGM

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

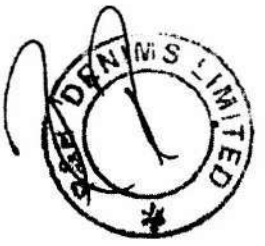


Resolution No. 3:			Re-appointment of Mr. Ankur Mangilal Borana (DIN 01091164) who Retires by rotation						
Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution:							No		
Sr. No.	Promoter/Public	Mode of voting	Total No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favor	No. of votes- in against	% of votes in favour on votes polled	% of votes against on votes polled
			1	2	3=(2/1*100)	4	5	6=(4/2*100)	7=(5/2*100)
1	Promoter and Promoter Group	Remote E-voting	10326678	3642339	35.27	3642339	-	100.00	-
		Poll*		-	-	-	-	-	-
		Total	**10326678**	**3642339**	**35.27**	**3642339**	-	**100.00**	-
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	**3668010**	**1773027**	**48.34**	**1773027**	-	**100.00**	-
Total			**13994688**	**5415366**	**38.70**	**5415366**	-	**100.00**	

*Voting through ballot paper at the AGM

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	6528339
Public Institutions	0
Public Non-Institutions	0

Note: Promoters & Promoters category is partially interested in the above resolution and therefore partially interested votes of the same category is not taken on record.



Resolution No. 4:			To appointment of Ms Pradeep K. Singhi & Associates, Chartered Accountants as a statutory Auditor						
Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution:							No		
Sr. No.	Promoter /Public	Mode of voting	Total No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favor	No. of votes- in against	% of votes in favour on votes polled	% of votes against on votes polled
			1	2	3=(2/1*100)	4	5	6=(4/2*100)	7=(5/2*100)
1	Promoter and Promoter Group	Remote E-voting	10326678	10170678	98.49	10170678	-	100.00	-
		Poll*		-	-	-	-	-	-
		Total	**10326678**	**10170678**	**98.49**	**10170678**	-	**100.00**	-
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	**3668010**	**1773027**	**48.34**	**1773027**	-	**100.00**	-
Total			**13994688**	**11943705**	**85.34**	**11943705**	-	**100.00**	

*Voting through ballot paper at the AGM

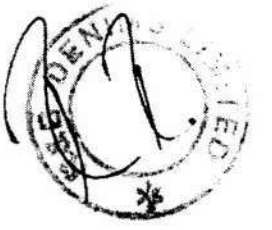
Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0



Resolution No. 5:			To approve the remuneration of the Cost Auditors for the financial year 2020-21.						
Resolution Required			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution:							No		
Sr. No.	Promoter /Public	Mode of voting	Total No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favor	No. of votes- in against	% of votes in favour on votes polled	% of votes against on votes polled
			1	2	3=(2/1*100)	4	5	6=(4/2*100)	7=(5/2*100)
1	Promoter and Promoter Group	Remote E-voting	10326678	10170678	98.49	10170678	-	100.00	-
		Poll*		-	-	-	-	-	-
		Total	**10326678**	**10170678**	**98.49**	**10170678**	**-**	**100.00**	**-**
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	**3668010**	**1773027**	**48.34**	**1773027**	**-**	**100.00**	**-**
Total			**13994688**	**11943705**	**85.34**	**11943705**	**-**	**100.00**	

*Voting through ballot paper at the AGM

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	0



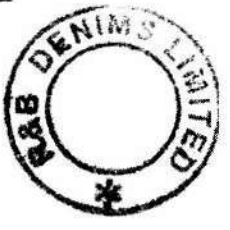
Resolution No. 6:		To approve the material Related Party Transactions.							
Resolution Required		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution:							Yes		
Sr. No.	Promoter/Public	Mode of voting	Total No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favor	No. of votes- in against	% of votes in favour on votes polled	% of votes against on votes polled
			1	2	3=(2/1*100)	4	5	6=(4/2*100)	7=(5/2*100)
1	Promoter and Promoter Group	Remote E-voting	10326678	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	10326678	-	-	-	-	-	-
2	Public Institutions	Remote E-voting	-	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
3	Public- Non-Institutions	Remote E-voting	3668010	22	0.001	22	-	100.00	-
		Poll*		1773005	48.34	1773005	-	100.00	-
		Total	3668010	1773027	48.34	1773027	-	100.00	-
Total			13994688	1773027	12.67	1773027	-	100.00	-

*Voting through ballot paper at the AGM

Detail of Invalid votes	
Category	No. of Votes
Promoter and Promoter Group	10170678
Public Institutions	0
Public Non-Institutions	0

Note:
27 (Twenty Seven) members were present in the meeting out of which 5 (Five) members have voted through Poll (Ballot paper). Further, 23 (Twenty Three) members has voted through remote e-voting.

For, R & B Denims Limited



Rajkumar M. Borana
(Managing Director)
DIN: 01091166

JAINAM N SHAH & CO.
Company Secretaries
Phone: +91 982 539 0282
Email: jainam.shah9091@gmail.com

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 And Rule 20(4) (xii) and Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of 10th Annual General Meeting of the members of
R & B Denims Limited
(CIN: L17120GJ2010PLC062949)
held on 26th September, 2020
At Block No. 467, Sachin Palsana Road,
Palsana, Surat–394315 Gujarat at 03:00 P.M.

Dear Sir,

Sub: Scrutinizer's report on E-voting / Ballot

1. I, Jainam N. Shah, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of M/s R & B Denims Limited for the purpose of scrutinizing the e-voting process along with Postal Ballot Forms and ascertaining the requisite majority on e-voting / Ballot carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) and Rule 21 of the Companies (Management and administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 10th Annual General Meeting (AGM) of the members of the company, held at Block No. 467, Sachin Palsana Road, Palsana, Surat-394315, Gujarat on Saturday, 26th September, 2020 at 03:00 P.M.

2. At the 10th AGM of the Company held on 26th September, 2020, the Company has also provided facility for voting by Ballot paper to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has also appointed me as the Scrutinizer for the same.

3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and on the resolutions contained in the Notice to the 10th AGM of the members of the Company, My responsibility as a scrutinizer for the e-voting process at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency to provide e-voting facilities.

4. Further to the above, I submit my reports as under:

   (i) The e-voting period remained open from 23rd September, 2020 at 09.00 a.m. to 25th September, 2020 at 5:00 p.m.

   (ii) The members of the Company as on the "cut-off' date i.e. 19th September, 2020 were entitled to vote on the resolutions (item No. 01 to 06 as set out in the Notice of the 10th AGM of the Company).

JAINAM N SHAH & CO. SURAT

(iii) The votes cast were unblocked on 26th September, 2020 at 05:25 p.m. in the presence of 2 (Two) witnesses namely Mrs. Pooja Ariwala and Ms. Pratiti Jain and who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Pooja Ariwala

Name: Mrs. Pooja Ariwala

Name: Ms. Pratiti Jain

(iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for"/ "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/ based on such reports generated, the result of the e-voting together with voting through postal ballot is as under

Resolution No. 1: Adoption of Financial Statements for the year ended 31st March 2020

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	23	10170700	-	-	-	-
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**28**	**11943705**	-	-	-	-

Resolution No.1 passed with requisite majority.

Resolution No. 2: Declaration of dividends

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	23	10170700	-	-	-	-
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**28**	**11943705**	-	-	-	-

Resolution No. 2 passed with requisite majority.

Resolution No. 3: Re-appointment of Mr. Ankur Mangilal Borana (DIN 01091164) who retires by rotation

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	12	3642361	-	-	11	6528339
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**17**	**5415366**	-	-	**11**	**6528339**

Resolution No. 3 passed with requisite majority.

Resolution No. 4: To appointment of Ms Pradeep K. Singhi & Associates, Chartered Accountants as a statutory Auditor

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	23	10170700	-	-	-	-
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**28**	**11943705**	-	-	-	-

Resolution No. 4 passed with requisite majority.

JAYANT N SHAH & CO. SURAT COMPANY SECRETARY

Resolution No. 5: To approve the remuneration of the Cost Auditors for the financial year 2020-21.

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	23	10170700	-	-	-	-
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**28**	**11943705**	-	-	-	-

Resolution No. 5 passed with requisite majority.

Resolution No. 6: To approve the material Related Party Transactions

Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
			Ballots	E-Votes	Ballots	E-Votes	Ballots	E-Votes
Electronic	23	10170700	6	22	-	-	17	10170678
At AGM	5	1773005	5	1773005	-	-	-	-
TOTAL	**28**	**11943705**	**11**	**1773027**	-	-	**17**	**10170678**

Resolution No. 6 passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting / physical ballot forms and voting at the meeting shall remain in my safe custody until the Chairperson of the meeting considers, approves and sign the minutes of the aforesaid AGM, after which will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,

For, JAINAM N SHAH & CO.
(Company Secretaries)

JAINAM N SHAH & CO. ★ SURAT ★ COMPANY SECRETARY

Shah Jainam Navinchandra
(Proprietor)
M. No.: 35397
CP No.: 13108
UDIN: A035397B000790096

Place: Surat
Date: 28/09/2020