



Date: 14th August, 2024

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400 001.

Script ID | Code | ISIN : RNB DENIMS | 538119 | INE012Q01021

Subject : Outcome of Board Meeting of the company held on 14th August, 2024

Reference : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

The Board of Directors of the company at their meeting held on Wednesday, 14th August, 2024 at 03:00 P.M. at the registered office of the company situated at Block No. 467 Sachin Palsana Road, Palsana, Surat-394315, have inter alia discussed and approved following major businesses:

1. Considered and approved Standalone and Consolidated Unaudited Financial Results along with Limited Review Report thereon for the quarter ended on 30th June, 2024. Limited Review Report and Financial Results are enclosed herewith in **Annexure-I**.
2. Considered and approved the request received from following members of Promoter Group of the Company seeking reclassification of their shareholding from 'Promoter Group' category to 'Public' category:

Sr. No.	Name of the persons	Number of Equity Shares held	% of shareholding
1	Shashi Anand Dalmia	0	0%
2	Rawatkhedha Processors Private Limited	0	0%

Extract of minutes of board meeting wherein the reclassification is approved are enclosed herewith in **Annexure-II**.

The meeting of the Board of Directors concluded at 06.20 p.m.

This is for your information and record.

Yours Faithfully,

For R & B Denims Limited

Rajkumar Mangilal Borana

Managing Director

DIN: 01091166

Place: Surat

Encl: As Above

PRADEEP K. SINGHI & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditor's Limited Review Report on the Quarterly Unaudited Standalone Financial Results of R&B Denims Limited, for the Quarter ended 30th June, 24 pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
R&B Denims Limited

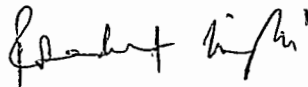
We have reviewed the accompanying statement of unaudited standalone financial results of R&B Denims Limited for the quarter ended 30th June, 2024.

This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Pradeep K. Singhi & Associates
Chartered Accountants

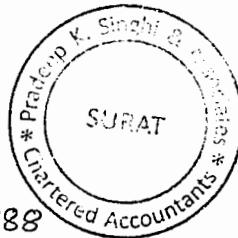


Pradeep Kumar Singhi
Partner

M No.: 024612

FRN No.: 126027W

UDIN: 24024612BKA TEU1988



Place: Surat

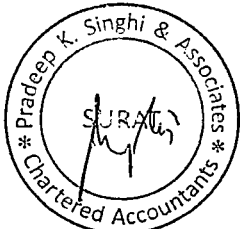
Date: 14/08/2024



UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2024

(₹ in lakhs)

Sr. No.	Particulars	Quarter ended			Year ended
		30-Jun-24	31-Mar-24	30-Jun-23	31-Mar-24
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations				
	(i) Sales	4,624.596	8,593.432	5,657.290	26,155.281
	(ii) Other Operating Revenues	28.097	28.696	2.750	71.163
	Total Revenue from operations	4,652.693	8,622.128	5,660.040	26,226.444
2	Other Income	313.761	145.239	51.880	274.843
3	Total Income (1+2)	4,966.454	8,767.367	5,711.920	26,501.287
4	Expenses:				
	(i) Cost of Materials Consumed	4,702.603	7,308.614	4,584.650	20,956.962
	(ii) Purchases of Stock-in-Trade	-	-	-	-
	(iii) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(1,189.261)	(202.950)	(272.320)	(213.078)
	(iv) Employee Benefit Expenses	315.076	342.044	301.540	1,235.331
	(v) Finance Costs	76.190	84.626	82.520	326.652
	(vi) Depreciation / Amortisation	183.300	194.862	180.750	736.372
	(vii) Other Expenses	266.372	399.760	188.360	1,006.760
	Total Expenses	4,354.280	8,126.957	5,065.500	24,049.000
5	Profit before Exceptional items and Tax (3-4)	612.174	640.410	646.420	2,452.287
6	Exceptional items	1.420	38.106	-	38.106
7	Profit before Tax (5-6)	613.594	678.516	646.420	2,490.393
8	Tax Expense:	(159.048)	(159.503)	(168.090)	(617.642)
	(i) Current tax	(154.733)	(142.389)	(166.130)	(594.317)
	(ii) Deferred Tax	(4.315)	(17.114)	(1.960)	(23.324)
	(iii) Earlier Year Tax	-	-	-	-
9	Net profit/ loss for the period (7-8)	454.546	519.013	478.330	1,872.751
10	Other Comprehensive Income				
	A (i) Items that will not be reclassified to Statement of profit and loss	1.267	1.035	0.230	(0.042)
	(ii) Income Tax relating to items that will not be reclassified to Statement of profit and loss	(0.319)	(0.261)	(0.060)	0.011
	B (i) Items that will be reclassified to statement of profit and loss	-	-	-	-
	(ii) Income Tax relating to items that will be reclassified to profit and loss	-	-	-	-
11	Total comprehensive income for the year (9+10)	455.494	519.787	478.500	1,872.720
12	Paid-up Equity Share Capital (F.V. of Rs 2/- each)	1,799.469	1,799.469	1,399.470	1,799.469
13	Earnings Per Equity Share				
	(1) Basic	0.506	0.698	0.680	2.635
	(2) Diluted	0.506	0.698	0.680	2.635



R&B Denims Ltd

Regd. Office: Block No. 467, Sachin Palsana Road, Palsana, Surat-394315, Gujarat India.

Tel+91 9601281648 Website: www.rnbdenims.com

Email:-info@rnbdenims.com CIN: L17120GJ2010PLC062949



Notes:

- 1 The above unaudited standalone financial results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on August 14, 2024. The unaudited standalone financial results are in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013. The above results have been subjected to "limited review" by the statutory auditors of the Company.
- 2 Pursuant to the Regulations 13(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we are enclosing herewith the details regarding investor's complaints:

Particulars	No. of Complaints
No. of investor complaints pending at the beginning of quarter	Nil
Received during the quarter	Nil
Disposed during the quarter	Nil
Remaining unresolved at the end of quarter	Nil

- 3 The reportable segments (for 30.06.2024 presented) are as follows:
a) Textiles: This segment comprises of manufacturing and Sale of Quality Denim Yarn and Fabrics;
b) Renewable Energy: This segment comprises generation of Renewable Energy through roof-top solar PV installed at factory premises in operation from April, 2021 and off-site captive wind farms in operation from Mid of Sep, 2021.
- 4 Figures pertaining to the previous years/period have been regrouped/rearranged, reclassified and restated wherever considered necessary, to make them comparable with those of current year/period.
- 5 The ratios for the quarter ending June 30, 2024 are mentioned as below:

(i) Debt Equity Ratio	0.181
(ii) Debt Service Coverage Ratio	0.801
(iii) Interest Service Coverage Ratio	11.565

For R&B Denims Limited

Rajkumar M. Borana
Managing Director DIN :
01091166

Perkin Jariwala CFO

Amit A. Dalmia Whole time
Director DIN : 00034642



Sujata Chirag Dudhrejiya Company
Secretary

R&B Denims Ltd

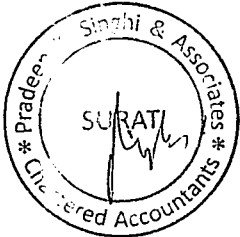
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STANDALONE SEGMENT INFORMATION FOR THE QUARTER ENDED 30TH JUNE, 2024

(₹ in lakhs)

Particulars	Quarter ended			Year ended
	30-Jun-24 Unaudited	31-Mar-24 Audited	30-Jun-23 Unaudited	31-Mar-24 Audited
A. Segment Revenue				
Revenue from operations				
(i) Denim	4,652.693	8,622.128	5,660.040	26,226.444
(ii) Solar Energy	-	33.692	34.350	112.394
(iii) Wind Energy	-	48.894	149.280	488.955
Total	4,652.693	8,704.714	5,843.670	26,827.793
Less: Inter segment revenue	-	82.586	183.630	601.349
Revenue from operations	4,652.693	8,622.128	5,660.040	26,226.444
B. Segment results before exceptional items:				
(i) Denim	594.631	715.629	616.960	2,462.032
(ii) Solar Energy	23.401	24.093	23.460	70.889
(iii) Wind Energy	28.734	(14.686)	88.520	246.018
Total segment results	646.766	725.036	728.940	2,778.939
C. Segment results after exceptional items:				
(i) Denim	596.050	753.735	616.960	2,500.138
(ii) Solar Energy	23.401	24.093	23.460	70.889
(iii) Wind Energy	28.734	(14.686)	88.520	246.018
Total segment results	648.186	763.142	728.940	2,817.045
Finance costs	(34.592)	(84.626)	(82.520)	(326.652)
Profit/(loss) before tax	613.593	678.516	646.420	2,490.393
D. Segment assets:				
(i) Denim	20,651.441	21,246.841	13,339.130	21,246.841
(ii) Solar Energy	274.063	282.025	312.940	282.025
(iii) Wind Energy	1,345.057	1,278.392	1,418.260	1,278.392
Total segment assets	22,270.561	22,807.258	15,070.330	22,807.258
Total assets	22,270.561	22,807.258	15,070.330	22,807.258
E. Segment liabilities:				
(i) Denim	4,926.702	5,851.137	5,430.570	5,851.137
(ii) Solar Energy	152.092	162.550	193.930	162.550
(iii) Wind Energy	535.883	593.178	1,039.650	593.178
Total segment liabilities	5,614.677	6,606.865	6,664.150	6,606.865
Total liabilities	5,614.677	6,606.865	6,664.150	6,606.865



For R&B Denims Limited

Rajkumar M. Borana
Managing Director DIN :
01091166

R.k. Jariwala

Perkin Jariwala
CFO

Amit A. Dalmia

Amit A. Dalmia
Whole time Director DIN :
00034642

Sujata

Sujata Chirag Dudhrejiya
Company Secretary



R&B Denims Ltd

Regd. Office: Block No. 467, Sachin Palsana Road, Palsana, Surat-394315, Gujarat India.

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Email:-info@rnbdenims.com CIN: L17120GJ2010PLC062949

PRADEEP K. SINGHI & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditor's Limited Review Report on the Quarterly Unaudited Consolidated Financial Results of the R&B Denims Limited, for the Quarter ended 30th June, 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To
The Board of Directors
R&B Denims Limited

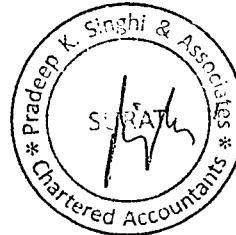
We have reviewed the accompanying Statement of Unaudited Consolidated Unaudited Financial Results of R&B Denims Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the Quarter ended 30th June, 2024 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) "Interim Financial Reporting", prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

The Statement includes the results of the following entities:

1. RB Industries ("Partnership firm")
2. Ricon Industries ("Partnership firm")

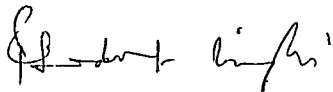


PRADEEP K. SINGHI & ASSOCIATES

CHARTERED ACCOUNTANTS

Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the statement provided by the Management related to subsidiary, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Pradeep K. Singhi & Associates
Chartered Accountants

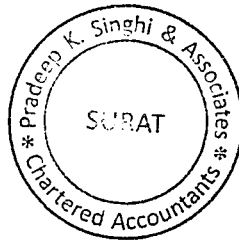


Pradeep Kumar Singhi
Partner

M No.: 024612

FRN No.: 126027W

UDIN: 24024612BKATEV1999



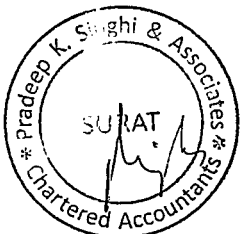
Place: Surat

Date: 14/08/2024



UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2024

Sr. No.	Particulars	(₹ in lakhs)			
		Quarter ended			Year ended
		30-Jun-24 Unaudited	31-Mar-24 Audited	30-Jun-23 Unaudited	31-Mar-24 Audited
1	Revenue from Operations				
	(i) Sales	7,811.013	12,046.564	5,194.860	34,398.885
	(ii) Other Operating Revenues	28.097	274.354	3.950	506.238
	Total Revenue from operations	7,839.110	12,320.918	5,198.810	34,905.123
2	Other Income	186.162	173.989	44.520	312.883
3	Total Income (1+2)	8,025.272	12,494.907	5,243.330	35,218.006
4	Expenses:				
	(i) Cost of Materials Consumed	7,026.110	9,512.488	3,738.270	25,843.522
	(ii) Purchases of Stock-in-Trade	-	-	-	-
	(iii) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(1,363.104)	(139.505)	(325.420)	(208.679)
	(iv) Employee Benefit Expenses	628.824	676.317	401.780	2,165.836
	(v) Finance Costs	175.672	13.895	122.640	534.131
	(vi) Depreciation / Amortisation	417.624	513.447	292.310	1,664.974
	(vii) Other Expenses	497.623	915.709	229.280	2,221.771
	Total Expenses	7,382.749	11,492.351	4,458.860	32,221.555
5	Profit before Exceptional items and Tax (3-4)	642.523	1,002.556	784.470	2,996.451
6	Exceptional items and prior period items	16.732	38.106	-	38.106
7	Profit before Tax (5-6)	659.255	1,040.662	784.470	3,034.557
8	Tax Expense:	(146.443)	(298.329)	(271.410)	(836.906)
	(i) Current tax	(175.559)	(281.904)	(269.670)	(815.872)
	(ii) Deferred Tax	16.615	(16.426)	(1.740)	(21.034)
	(iii) Earlier Year Tax	12.501	-	-	-
9	Net profit/ loss for the period (7-8)	512.812	742.333	513.060	2,197.651
10	Other Comprehensive Income				
	A (i) Items that will not be reclassified to Statement of profit and loss	49.314	(8.088)	(1.110)	(9.692)
	(ii) Income Tax relating to items that will not be reclassified to Statement of profit and loss	(17.108)	2.927	0.410	3.383
	B (i) Items that will be reclassified to statement of profit and loss	-	-	-	-
	(ii) Income Tax relating to items that will be reclassified to profit and loss	-	-	-	-
11	Total comprehensive income for the year (9+10)	545.017	737.172	512.360	2,191.342
12	Paid-up Equity Share Capital (F.V. of Rs 2/- each)	1,799.469	1,799.469	1,399.470	1,799.469
13	Earnings Per Equity Share				
	(1) Basic	0.606	0.998	0.730	3.092
	(2) Diluted	0.606	0.998	0.730	3.092



R&B Denims Ltd

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Notes:


- 1 The above unaudited consolidated financial results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on August 14, 2024. The unaudited standalone financial results are in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013. The above results have been subjected to "limited review" by the statutory auditors of the Company.
- 2 The consolidated results include the result of following subsidiaries:
(i) RB Industries, a Partnership Firm
(ii) Ricon Industries, a Partnership Firm
- 3 Pursuant to the Regulations 13(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we are enclosing herewith the details regarding investor's complaints:

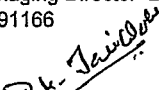
Particulars	No. of Complaints
No. of investor complaints pending at the beginning of quarter	Nil
Received during the quarter	Nil
Disposed during the quarter	Nil
Remaining unresolved at the end of quarter	Nil


- 4 The reportable segments (for 30.06.2024 presented) are as follows:
a) Textiles: This segment comprises of manufacturing and Sale of Quality Denim Yarn and Fabrics;
b) Renewable Energy: This segment comprises generation of Renewable Energy through roof-top solar PV installed at factory premises in operation from April, 2021 and off-site captive wind farms in operation from Mid of Sep, 2021.
- 5 Figures pertaining to the previous years/period have been regrouped/rearranged, reclassified and restated wherever considered necessary, to make them comparable with those of current year/period.
- 6 The ratios for the quarter ending June 30, 2024 are mentioned as below:

(i) Debt Equity Ratio	0.418
(ii) Debt Service Coverage Ratio	0.851
(iii) Interest Service Coverage Ratio	7.110

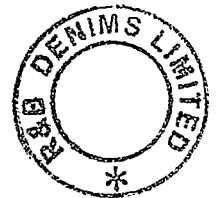
For R&B Denims Limited


Rajkumar M. Borana
Managing Director DIN :
01091166


Perkin Jariwala
CFO


Amit A. Dalmia
Whole time Director
DIN : 00034642


Sujata Chirag Dudhrejiya
Company Secretary



R&B Denims Ltd

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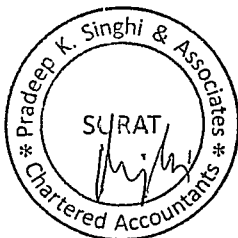


CONSOLIDATED SEGMENT INFORMATION FOR THE QUARTER ENDED 30TH JUNE, 2024

(₹ in lakhs)

Particulars	Quarter ended			Year ended
	30-Jun-24	31-Mar-24	30-Jun-23	31-Mar-24
	Unaudited	Audited	Unaudited	Audited
A. Segment Revenue				
Revenue from operations				
(i) Denim	7,839.110	12,320.918	5,198.810	34,905.123
(ii) Solar Energy	-	80.659	34.350	212.855
(iii) Wind Energy	-	233.707	284.860	1,075.102
Total	7,839.110	12,635.284	5,518.020	36,193.080
Less: Inter segment revenue	-	314.366	319.210	1,287.957
Revenue from operations	7,839.110	12,320.918	5,198.810	34,905.123
B. Segment results before exceptional items:				
(i) Denim	407.559	869.282	732.520	2,874.686
(ii) Solar Energy	70.234	69.397	23.460	167.466
(iii) Wind Energy	268.006	77.772	151.130	488.431
Total segment results	745.799	1,016.451	907.110	3,530.583
C. Segment results after exceptional items:				
(i) Denim	424.290	907.388	732.520	2,912.791
(ii) Solar Energy	70.234	69.397	23.460	167.466
(iii) Wind Energy	268.006	77.772	151.130	488.431
Total segment results	762.530	1,054.557	907.110	3,568.688
Finance costs	(103.276)	(13.895)	(122.640)	(534.131)
Profit/(loss) before tax	659.255	1,040.662	784.470	3,034.557
D. Segment assets:				
(i) Denim	26,506.238	26,307.476	13,293.740	26,307.476
(ii) Solar Energy	663.872	405.362	312.940	405.362
(iii) Wind Energy	2,242.006	2,041.833	1,977.490	2,041.833
Total segment assets	29,412.116	28,754.671	15,584.170	28,754.671
Total assets	29,412.116	28,754.671	15,584.170	28,754.671
E. Segment liabilities:				
(i) Denim	9,033.030	8,174.582	5,823.200	8,174.582
(ii) Solar Energy	411.843	435.433	193.930	435.433
(iii) Wind Energy	1,388.577	2,176.340	1,819.200	2,176.340
Total segment liabilities	10,833.450	10,786.355	7,836.330	10,786.355
Total liabilities	10,833.450	10,786.355	7,836.330	10,786.355

For R&B Denims Limited



Rajkumar M. Borana
Managing Director, DIN :
01091166

Perkin Jariwala
CFO

[Signature]

Amit A. Dalmia
Whole time Director
DIN : 00034642

Sujata Chirag Dudhrejija
Company Secretary



R&B Denims Ltd

Regd. Office: Block No. 467, Sachin Palsana Road, Palsana, Surat-394315, Gujarat India.

Tel:+91 9601281648 Website: www.rnbdenims.com

Email:-info@rnbdenims.com CIN: L17120GJ2010PLC062949



CERTIFIED TRUE COPY OF EXTRACT OF MINUTES OF 05/2024-25 MEETING OF THE BOARD OF DIRECTORS OF R & B DENIMS LIMITED HELD ON FRIDAY, THE 14TH DAY OF AUGUST, 2024 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT BLOCK NO.467, SACHIN PALSANA ROAD, PALSANA, SURAT-394315, GUJARAT, INDIA AT 03:00 PM.

RECLASSIFICATION OF CERTAIN PERSONS OF "PROMOTER GROUP" TO "PUBLIC" SHAREHOLDER CATEGORY:

The Board was apprised that Mrs. Shashi Anand Dalmia, and M/s Rawatkhedha Processors Private Limited, persons belonging to the 'promoter group' of the company ("Outgoing promoters"), had vide respective letter dated August 13, 2024 requested the company for reclassification from the 'promoter group' category to 'public' category shareholder of the company ("request letters"). The company intimated the aforesaid request(s) for re-classification to BSE Limited on August 13, 2024 within 24 hours of receipt of request letters.

The request letters received from outgoing promoters were placed before the board for its perusal. Provisions of Regulation 31A of the Listing Regulations prescribing the process to be followed for reclassification of Promoters/ Promoter Group into 'Public' category and the conditions to be fulfilled by the Outgoing Promoters/ Promoter Group of the Company were briefed to the Board.

The Board analysed the request letters received from the Outgoing Promoters vis-à-vis the requirements under Regulation 31A of the Listing Regulations and noted the following:

- Mr. Amit Dalmia and Mr. Deepak Dalmia have been promoters of the company since its inception. Mrs. Shashi Dalmia and her concern, M/s Rawatkhedha Processors Private Limited, has never controlled or managed the affairs of the company, but is a part of promoter group because of her relation with her step sons.
- Mrs. Shashi Dalmia has severed her ties / relations with her step sons and now has no concern with them and their company, because of a family dispute. Pursuant to the dispute their family entered into a settlement agreement, vide which, Mrs. Shashi Anand Dalmia have gifted all her shares of the company to Mr. Amit Dalmia and M/s Rawatkhedha Processors Private Limited have transferred all its shares of the company to M/s Mayfair Vinimay Private Limited (a company managed by the aforesaid step-sons).
- As on today, Mrs. Shashi Dalmia and M/s Rawatkhedha Processors Private Limited do not hold any shares of the company.

In view of the rationale provided by Mrs. Shashi Dalmia and her concern, M/s Rawatkhedha Processors Private Limited, the Board was of the view that the requests made by the Outgoing Promoters for reclassification of their shareholding be accepted and approved for the betterment of the company, subject to approval of the members and stock exchange/ other regulatory authorities, if any.

Further, the Chairman informed that as on date, the total Promoters/ Promoter Group holding in the Company is 57.39%. In the event, the reclassification is approved by the Board of Directors, shareholders and the Stock Exchange, the total Promoters/ Promoter Group holding in Company will remain same i.e. 57.39%.

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The Board was further informed that none of the directors of the company has any interest in the resolution except Mr. Amit Dalmia and Mr. Deepak Dalmia and they left the Boardroom during the discussion of the matter.

Accordingly, board considered the matter and passed the following resolution:

“RESOLVED THAT pursuant to provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”) and other applicable laws and subject to approval of members and BSE Limited (“BSE”) and such other approvals as may be necessary, the consent of the Board be and is hereby accorded to reclassify the following persons from 'promoter/promoter group' category to 'public' category:

Sr. No.	Name of the persons	Number of Equity Shares held	% of shareholding
1	Shashi Anand Dalmia	0	0%
2	Rawatkhedha Processors Private Limited	0	0%

RESOLVED FURTHER THAT pursuant to provisions of 31A(3)(c) of SEBI LODR Regulations, the board hereby confirms that:

- (i) company is and post reclassification will be compliant with the requirement for minimum public shareholding as required under Regulation 38 of SEBI LODR Regulations;
- (ii) Trading in company's shares has not been suspended by stock exchanges;
- (iii) The company does not have any outstanding dues to the Securities and Exchange Board of India, the stock exchanges or depositories.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and the reclassification, Mr. Rajkumar Mangilal Borana, Managing Director and / or the company secretary of the company be and are hereby jointly and/or severally authorised and empowered to sign and submit such intimations, disclosures, undertakings, confirmations, documents etc. as may be necessary, make application for reclassification to the Stock Exchange and to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem proper, necessary, or expedient and to settle any question, difficulty or doubt, that may arise in giving effect to aforementioned matter.

RESOLVED FURTHER THAT a copy of the aforesaid resolution certified by any director or the company secretary of the company be provided to the concerned persons/ authorities as may be necessary.”

For R & B Denims Limited

Rajkumar Mangilal Borana
Managing Director
DIN: 01091166
Date: 14/08/2024
Place: Surat



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