

(Formerly known as S R K Industries Limited) CIN: L17121MH1991PLC257750

Registered Office: A-325, Hari Om Plaza, M.G. Road, Near Om Kareshwar Temple, Borivali (East), Mumbai – 400066 (India)
Phone: 022-28959644; Email:-office@rrillimited.com; Website: - www.rrillimited.com

NOTICE OF POSTAL BALLOT

(Pursuant To Section 110 of the Companies Act, 2013, read with rule 22 of the Companies (Management and Administration) Rules, 2014)

VOTING STARTS ON	VOTING ENDS ON
Thursday, January 21, 2021 at 09:00 a.m.	Friday, February 19, 2021 at 5:00 p.m.

Dear Members.

NOTICEis hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated 31 December, 2020issued by the Ministry of Corporate Affairs, Government of India ("MCA") (the "MCA Circulars") and any other applicable laws and regulations, it is proposed to transact the below mentioned special businesses by the members of the RRIL Limited ("the Company") by passing resolutions through postal ballot ("Postal Ballot") only through remote e-voting.

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, MCA in terms of the MCA Circulars, has advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to June 30, 2021 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice only by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company has proposed to obtain the consent of themembers by way of Postal Ballot for the matters as considered in the Resolutions appended below. The Explanatory Statement pursuant to Section 102 of the Actpertaining to the said Resolutions setting out material facts and the reasons for the Resolution is also annexed.

You are requested to peruse the proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

The Board has appointed CS Shreyans Jain (Membership No. FCS 8519), of Shreyans Jain & Co., Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner.

Upon completion of the scrutiny of the votes cast, the Scrutinizer will submit his report to the Chairman or any other authorized Director of the Company. The results of the remote e-voting shall be declared by the Chairman or any authorized Director of the Company on or before Monday, February 22, 2021and intimate to the StockExchangeswhere the shares of the Company are listed, and displayed along with the Scrutinizer's report on the Company's website viz.www.rrillimited.com

SPECIAL BUSINESS:

ITEM NO. 1:-TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTLY ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To Consider and if thought fit, to pass with or without modification(s), the following Resolution as **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof for the time being in force) and the rules made there under and subject to the approval of the Central Government, consent of members be and arehereby accorded to increase the Authorised Share Capital of the Company from Rs.42,61,70,000 (Rupees Forty Two Crore Sixty One Lacs Seventy Thousand only) divided into 8,52,34,000 (Eight Crore Fifty Two Lacs Thirty Four Thousand) Equity Shares of Rs.5 (Rupees Five only) each to Rs.58,00,00,000 (Rupees Fifty Eight Crore only) divided into 11,60,00,000 (Eleven Crore Sixty Lacs) Equity Shares of Rs.5 (Rupees Five only) each by creation of 3,07,66,000 (Three Crore Seven Lacs Sixty Six Thousand only) equity Shares of Rs.5 (Rupees five only) each, ranking pari passu in all respects with the



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existing equity shares of the Company, with the power of Company to increase, reduce or modify the capital and to divide all or any of the shares in the capital of the Company, for the time being, and in accordance with the Articles of Association of the Company."

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing clause V thereof by the following new clause V(a) as under:

"V(a)The Authorised share capital of the company is Rs.58,00,00,000/- (Rupees Fifty Eight Crore Only) divided into 11,60,00,000 (Eleven Crore Sixty Lacs) Equity shares of Rs.5/- (Rupees Five Only) each, and the company shall have power to increase or reduce the capital and will be at liberty to issue any shares including preference shares or any other kind of shares with special rights or privileges as to voting, dividend, capital or otherwise, or to subject the same to any restrictions, limitations or conditions as the company deems fit and necessary."

RESOLVED FURTHER THATthe Board ofDirectors be and are hereby authorized to do all such things, acts, deeds and matters as may be considered necessary, usual, proper or expedient to give effect to the above resolution, including but not limited to incorporation of amendment / suggestion / observation made by the Registrar of Companies, to the extent applicable, intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

ITEM NO. 2:- TO APPROVE AND ADOPT A NEW SET OF ARTICLE OF ASSOCIATION IN THE PLACE OF EXISTING ARTICLE OF ASSOCIATION OF THE COMPANY:

To Consider and if thought fit, to pass with or without modification(s), the following Resolution as SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of section 5, 14 and any other applicable provisions of the Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and are hereby accorded to adopt new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act, in the place of existing Articles of Association of the Company.

RESOLVED FURTHER THATthe Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Registrar of Companies or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

ITEM NO. 3:- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS:

To consider and if thought fit, to pass with or without modification(s), the following as ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Regulation 23 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and read with the applicable provisions Companies Act, 2013 and any amendments thereto and the company's policy on Related Party Transaction(s) and such other approvals, consents, permissions and sanctions of any authorities as may be necessary, consent of the membersbe and arehereby accorded to the proposed acquisition / purchase of 32,55,485 equity shares of Rs.10 each of Raj Rajendra Industries Limited from the following related parties as defined under Section 2(76) of the Companies Act 2013 and SEBI Listing Regulations on such terms and conditions as may be mutually agreed upon, being material related party transaction;

Sl. No.	Name of Related Party	Nature of Relationship	Number of Shares to be acquired	Maximum amount of transactions Value
1.	Ganpat Ratanchand Jain			
2.	Kiran Ratanchand Jain			
3.	Harish Ratanchand Jain	Relative of the	32,55,485	Rs.15.00 Crores
4.	Leena Kiran Jain	Promoter/		
5.	Rekha Harish Jain	Director		
6.	Narpat Jain	Director .		
7.	Rameshkumar D Jain			
8.	Rameshkumar D Jain (HUF)			

RESOLVED FURTHER THATBoard of Directors be and are herebyauthorized to do all such acts, deeds, matters and things as may be required and to authorize, sign all such documents, instruments in writing on an ongoing basis as may be required in its absolute discretion pursuant to the above Resolution and to apply and take such other approvals as may be required in this connection."

By Order of the Board For RRIL Limited Sd/-Sanjay Vishwakarma Company Secretary& Compliance Officer

Date: January 09, 2021 Place: Mumbai



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NOTES:

- 1. The Postal Ballot Notice along with the Explanatory Statement pursuant to Section 102(1) of the Act is being sent only by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, January 15, 2021 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, PurvaSharegistry (I) Private Limited ("RTA").
- 2. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up share capital of the Company as on the cut-off date.
- 3. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail ID are requested to register the same with the Company's Registrar and Transfer Agent / Depositories in order to receive the Company's Annual Report and other communications electronically.
- 4. Resolutions, if passed by the Members through Postal ballot are deemed to have been duly passed on the last date specified for the e-voting i.e. Friday, February 19, 2021 in terms of Secretarial Standard 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.
- 5. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in Maharashtra (in vernacular language, i.e. Marathi).
- 6. In case of any query/grievance in connection with the Postal Ballot including e-voting, Members may contact NSDL by e-mail at evoting@nsdl.co.in or the Company Secretary at the contact details given hereinabove or at office@rrillimited.com.
- The Postal Ballot Notice is also placed on the website of the Company www.rrillimited.com and website of NSDL www.evoting.nsdl.com.
- 8. The Board has appointed CS Shreyans Jain (Membership No. FCS 8519), of Shreyans Jain & Co., Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman, Managing Director or Company Secretary of the Company. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before Monday, February 22, 2021.
- 9. The results of the postal ballot will be placed on the Company's website at www.rrillimited.com and on the website of NSDL at www.evoting.nsdl.com and will also be intimated to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited, in accordance with the provisions of SEBI Listing Regulations.
- 10. The last date specified by the Company for remote e-voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.

REMOTE E-VOTING INSTRUCTIONS:

In compliance with provisions of Sections 108, 110 and other applicable provisions of the Act read with Rules framed thereunder, Regulation 44 of the SEBI Listing Regulations and SS-2, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their vote electronically instead of dispatching the physical Postal Ballot form by post. The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its members.

The instruction for e-voting are as under:

The e-voting period commences on Thursday, January 21, 2021 at 9:00 a.m.(IST) and ends on Friday, February 19, 2021 at 5:00 p.m.(IST). During this period the Members of the Company, holding shares either in physical form or in demat form, as on the cut-off date i.e. Friday, January 15, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter and the voting shall not be allowed beyond thesaid date and time.

The details of the process and manner for remote e-voting are explained as mentioned below:

Voting electronically using NSDL e-Voting system.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/



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Step 2: Cast your vote electronically on NSDL e-Voting system. Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

 Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- 4. Your User ID details are given below:

Manner of holding shares i.e. DEMAT (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in DEMAT account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12******.
b) For Members who holdshares in DEMAT account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12******** then your user ID is 12************************************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your DEMAT account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your DEMAT account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your DEMAT account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting
 Cycles.
- 2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- 3. Select "EVEN" of company i.e.115533to cast your vote.
- 4. Now you are ready for e-Voting as the Voting page opens.
- 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



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In case of members who have not registered their email address:

On account of threat posed by COVID-19 and in terms of the MCA Circulars, the Company will send Postal Ballot Notice in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.

Therefore, those members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate
 (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email
 to RTA PurvaSharegistry (I) Private Limited at support@purvashare.com.
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client
 master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested
 scanned copy of Aadhar Card) to your Depository Participant (DP).

General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to shreyanscs@gmail.comwith a copy marked to evoting@nsdl.co.in.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of https://www.evoting.nsdl.com or contact NSDL by email at evoting@nsdl.co.inor call on: 1800-222-990 / 1800-22-44-30.

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EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all the material facts relating to the items proposed in the Notice of the Postal Ballot of the Company as mentioned aforesaid.

ITEM NO. 1

The Board of Directors in its meeting held on Saturday, January 09, 2021 has considered and proposed to increase Company's Authorised Share Capital from existing Rs.42,61,70,000 to Rs.58,00,00,000, as specified in this Notice of Postal Ballot in view of proposed allotment of equity shares consequent upon approval of Scheme of merger by absorption to the shareholders of KRKumar Industries Limited and to accommodate future fund raising, if any by the Company. The proposed increase in Authorised capital will require alteration incapital clause of the Memorandum of Association of the Company.

In term of the provisions of Section 61 of the Companies Act, 2013 approval of Shareholders is required to alter the Capital Clause of Memorandum of Association.

Therefore, your Directors recommend passing of the Resolution as set out in item No. 1 of the Notice by way of Ordinary Resolution.

None of the Directors/Key managerial personnel / relatives of the Directors or Key managerial personnel of the Company may be deemed to be concerned or interested in the said resolution except to the extent of their shareholding in the company.

ITEM NO. 2

The Articles of Association ("AOA") of the Company are presently in force since incorporation. The existing Articles of Association was in line with the erstwhile Companies Act 1956, which is no longer in full conformity with the Companies Act, 2013 ('New Act'). The New Act is now largely in force and substantive sections of the Act which deals with the general working of companies stand notified. With the coming into force of the New Act several articles of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles. It is thus expedient to adopt new set of Articles of Association (primarily based on Table F set out under the Companies Act, 2013), in place of existing Articles of Association of the Company instead of amending the Articles of Association by alteration/incorporation of provisions of the Companies Act, 2013. Hence the Board of Directors at its meeting held on January 09, 2021approved to adopt new set of Articles in place of existing Articles of Association of the Company and seek shareholders' approval for the same. In terms of section 5 and 14 of the Companies Act, 2013, the consent of the members by way of Special Resolution is required for adoption of new set of Articles of Association of the Company.

The documents mentioned in this item of postal ballot are open for inspection at the Registered Office of the Company during normal business hours on any working day of the Company.

Your Directors recommend passing of the Resolution as set out in item No. 2 of the Notice by way of Special Resolution.

None of the Directors/Key managerial personnel / relatives of the Directors or Key managerial personnel of the Company may be deemed to be concerned or interested in the said resolution except to the extent of their shareholding in the company.

ITEM NO. 3

The Board of Directors at its meeting held on Saturday, January 9, 2021 has considered and approved acquisition of 32,55,485 equity shares of Rs.10 each of Raj Rajendra Industries Limited (Raj Rajendra) which is representing 38.30 % of paid-up capital of Raj Rajendra from its existing Shareholders who are related parties as defined under Section 2(76) of the Companies Act 2013 and SEBI Listing regulations.

Your Company is already holding 18.59% equity shares of Raj Rajendra and the Board has approved to acquire further 38.30% of Raj Rajendra aggregating to 56.89% of paid-up capital of Raj Rajendra. The transaction to acquire shares is being done at arm's length and in the ordinary course and on the basis of valuation carried out by Merchant Banker. The proposed acquisition is approved by the Board in order to deploy available resources of the Company for integration of the business activities in the field of textile products. Upon completion of the proposed acquisition, Raj Rajendra become subsidiary of the Company. Raj Rajendra is having manufacturing capacity of approximately 48 lakh meters per annum of cloth at its weaving mill and brief financial performance for previous 3 financial years are given below.

(Rupees in Crores)

Financial Year	2017-18	2018-19	2019-20
Turnover	63.05	64.79	75.35
Net Profit	0.57	1.14	1.86
EPS in Rs.	0.67	1.34	2.19



Sd/-

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The details of the proposed acquisition of equity shares from the following existing shareholders are given as below;

Sl. No.	Name of Related Party	Nature of Relationship	Number of Shares to be acquired	Maximum amount of transactions Value
1.	Ganpat Ratanchand Jain			
2.	Kiran Ratanchand Jain		32,55,485	Rs.15.00 Crores
3.	Harish Ratanchand Jain	Relative of the		
4.	Leena Kiran Jain	Promoter/		
5.	Rekha Harish Jain	Director		
6.	Narpat Jain	2 nector		
7.	Rameshkumar D Jain			
8.	Rameshkumar D Jain (HUF)			

The proposed acquisition is from the related parties and value of the transaction is not exceeding Rs.15.00 Crores, which is material related party transaction, in terms of the provisions of Regulation 23 of SEBI Listing Regulations, approval of members through resolution is required for all material related party transactions, even if they are entered into in the ordinary course of business and on arm's length basis.

The documents mentioned in this item of postal ballot are open for inspection at the Registered Office of the Company during normal business hours on any working day of the Company.

Your, Board of Directors are of the opinion that to acquire Raj Rajendra and to integrate the business activities will help company to achieve better returns in long term and maximization of shareholders worth and therefore commends the approval of the public shareholders by way of Ordinary Resolution.

Except Mr. Ratanchand D Jain and their relatives, to the extent of their shareholding interest, if any, in the company/ies none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested in the Resolution mentioned at item No. 3 of the accompanying Notice.

By Order of the Board For RRIL Limited Date: January 09, 2021 Sanjay Vishwakarma Company Secretary& Compliance Officer

Place: Mumbai

Registered Office:

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