

Date: 03.09.2019

To,

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051
NSE Symbol: RUPA

The Department of Corporate Services
BSE Ltd
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Scrip Code: 533552

Respected Ma'am/ Sir,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('SEBI Listing Regulations')

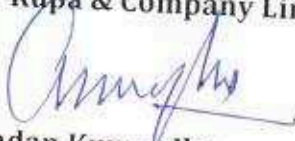
In Continuation of our letter dated 25.05.2019, we would like to inform you that the Company has incorporated a Wholly owned Subsidiary in the name of "Rupa Bangladesh Private Limited" in Bangladesh. A copy of our letter dated 25.05.2019 is enclosed herewith for your reference.

This is for your reference and record.

Thanking you.

Yours faithfully,

For Rupa & Company Limited



Kundan Kumar Jha
Company Secretary & Compliance Officer
ACS 17612



Date: 25.05.2019

To,

The Listing Department National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 NSE Symbol: RUPA	The Department of Corporate Services BSE Ltd Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 533552
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Respected Ma'am/ Sir,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Pursuant to Regulation 30, read with Part A of Schedule III, of the SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company, at its 232nd Meeting held on May 25, 2019, has, *inter alia*,

1. Approved to set up and incorporate a Wholly-owned Subsidiary Company in Bangladesh with the name 'Rupa Bangladesh Private Limited' or any other name, as may be approved by the Registrar of the Joint Stock Company and Firms in Bangladesh and to invest such amount in the said Company, as may be approved by the Board of Directors of the Company, from time to time. The details, as applicable, in terms SEBI Circular dated September 9, 2015, are as hereunder:

Sl	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	: 'Rupa Bangladesh Private Limited' or any other name, as may be approved by the Registrar of the Joint Stock Company and Firms in Bangladesh at the time of incorporation.
b	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length".	: The company is proposed to be formed as a wholly-owned subsidiary (WOS) company of the Company.
c	Industry to which the entity being acquired belongs	: Manufacturing and/or trading of hosiery and related goods
d	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	: Manufacturing and/or trading of hosiery and related goods
e	Brief details of any governmental or regulatory approvals required for the acquisition	: Approval is required from the Registrar of the Joint Stock Company and Firms in Bangladesh for incorporation of WOS. Approval also required from other authorities as applicable in Bangladesh

f	Indicative time period for completion of the acquisition	:	As per the applicable laws of Bangladesh.
g	Nature of consideration - whether cash consideration or share swap and details of the same	:	Equity Shares will be subscribed by the Company at cash consideration.
h	Cost of acquisition or the price at which the shares are acquired	:	Equity Shares will be subscribed at face value
i	Percentage of shareholding/ control acquired and/or number of shares acquired	:	Proposed new company would be WOS of the Company
j	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	:	Not applicable.

2. Approved the re-appointment of following Independent Directors of the Company, for a second term of Five (5) consecutive years, subject to approval of the Shareholders of the Company, at the ensuing Annual General Meeting (AGM) of the Company:

- Mr. Vinod Kumar Kothari (DIN: 00050850), as an Independent Director, w.e.f. the date of ensuing AGM;
- Mr. Dipak Kumar Banerjee (DIN: 00028123), as an Independent Director, w.e.f. the date of ensuing AGM;
- Mr. Dharam Chand Jain (DIN: 00453341), as an Independent Director, w.e.f. the date of ensuing AGM;
- Mr. Sushil Patwari (DIN: 00023980), as an Independent Director, w.e.f. the date of ensuing AGM;
- Mrs. Alka Devi Bangur (DIN: 00012894), as an Independent Director, w.e.f. November 14, 2019.

Further, we affirm that the aforesaid Independent Directors are not debarred from holding the office of director by virtue of any Securities Exchange Board of India order or any other such authority.

Other details which are required to be furnished in terms of Regulation 30 of the SEBI Listing Regulations, 2015, are enclosed herewith.

This is for your reference and record.

Thanking you.

Yours faithfully,

For Rupa & Company Limited



Kundan Kumar Jha

Company Secretary & Compliance Officer
ACS 17612

