

Date: 13/02/2019

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

Respected Ma'am/ Sir,

Sub: Clarification_ Rupa

With reference to your e-mail dated February 12, 2019, with respect to an announcement submitted to the Exchange dated February 09, 2019, seeking clarification on disclosure of relationship between the Director (in case of Appointment of a Director). In this regard we would like to inform you that, as per the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, disclosure of relationship between the Director is required to be given in case of appointment of a director only. Further, the Board of Directors of the Company, at their Meeting held on February 08, 2019, has, *inter alia*:

- (i) approved the appointment of Mr. Dinesh Lodha, as the Chief Executive officer of the Company, w.e.f. February 25, 2019;
- (ii) Pursuant to Section 204 of the Companies Act, 2013, re-appointed M/s. Nidhi Bagri & Company, Practising Company Secretaries, as the Secretarial Auditor of the Company, for the Financial Year 2018-19.

As, there was no appointment of Director at the said Board Meeting, the question of disclosure of relationship between the director does not arise.

However, we would like to clarify that, Mr. Dinesh Lodha and M/s. Nidhi Bagri & Company, Practising Company Secretaries, are not related to any of the director of the Company.

Thanking you.

Yours faithfully,

For Rupa & Company Limited


Kundan Kumar Jha

Company Secretary & Compliance Officer
ACS 17612

