

RSWM/
November 20, 2018

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, C-1, Block - G,
Bandra-Kurla Complex,
Bandra (East),
MUMBAI - 400 051.

Subject: Clarification sought on announcement submitted on 2nd November, 2018 regarding acquisition of control under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

With reference to the above subject, please find point wise clarification as under:

1. M/s. LNJ Skills & Rozgar Private Limited (hereinafter referred to as 'LNJSRPL') is carrying out activities in the field of Skill development with the objective to give a fillip to the skill levels of youth in the Country. The required details are given below:

Date of Incorporation	Consolidated Turnover of LNJ Skills & Rozgar Pvt. Ltd. last 2 Years (Rs. In Lakh)		Place of Operations
	2017	2018	
16/06/2016	110.98	350.13	India

2. The present paid up equity share capital of LNJSRPL is Rs.19.95 Lakh comprising of 19,94,728 Equity shares. At present our Company, i.e., RSWM Limited (hereinafter referred to as 'RSWM') holds 10,00,000 Equity shares in LNJSRPL comprising of 50.13% of the total paid up share capital of LNJSRPL.
3. RSWM has paid the entire consideration to LNJSRPL in cash.
4. The Company acquired 10,00,000 equity shares of nominal value of Rs.1/- each at a premium of Rs.99/- each aggregating to Rs.10.00 Crores.
5. RSWM is likely to complete its investment of Rs.15.00 Crore by the financial year ending on 31st March, 2019.

(Formerly Rajasthan Spinning & Weaving Mills Limited)

Corporate Office :
Bhilwara Towers, A-12, Sector-1
Noida - 201 301 (NCR-Delhi), India
Tel. : +91-120-4390300 (EPABX)
Fax : +91-120-4277841
Website : www.rswm.in
GSTIN: 09AAACR9700M1Z1

Regd. Office :
Kharigram, Post Office Gulabpura - 311 021
Distt. Bhilwara, (Rajasthan), India
Tel. : +91-1483-223144 to 223150, 223478
Fax : +91-1483-223361, 223479
Website : www.lnjbhilwara.com
GSTIN: 08AAACR9700M1Z3

Corporate Identification Number: L17115RJ1960PLC008216

6. Any Governmental and Regulatory approvals are not required for the above said acquisition.
7. RSWM operates in the highly labour and capital intensive industry of Textiles, where a lot of skilled personnel are required. The Company recognizing the training and skill development requirements of the Industry and Country also decided to take responsibility of skilling people to cater to the industrial need.

With a view to achieve the above stated objectives, RSWM decided to invest an amount upto Rs.15.00 Crores in LNJSRPL, which shall be 75% of total paid up capital of LNJSRPL, at different time phases and up-till now Rs.10.00 Crores have been invested in the share capital of LNJSRPL.

8. LNJSRPL is operating in the field of skill developments and provides training in the areas of Textile and Information Technology.
9. LNJSRPL and its subsidiary M/s LNJ Institute of Skills & Technology Private Limited are related parties. The disclosure to this effect was already made in the Annual Report of the Company for the financial year ended 31st March, 2018 being Associate of the Company holding 40.66% as on 31st March, 2018.
10. The valuation of acquired shares has been got done from an Independent valuer at arm's length.

We hope we have been able to clarify your queries and should you require any other clarification, please write to the undersigned.

Thanking you,

Yours faithfully,
For RSWM LIMITED



SURENDER GUPTA
COMPANY SECRETARY
FCS - 2615

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