

RSWM/
September 28, 2017

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

Re: Appointment of Joint Statutory Auditors

Dear Sir,

The members at the 56th Annual General Meeting of the Company held on Wednesday, the 27th Day of September, 2017 approved the appointment of M/s Lodha & Co, Chartered Accountants (Firm registration No. 301051E) as the Joint Statutory Auditors of the Company for a period of 5 years from the conclusion of AGM to be held in the year 2017 (to conduct audit w.e.f. Financial Year 2017-18), in place of M/s S. Bhargava Associates, Chartered Accountants (Firm Registration No. 003191C), existing Joint Statutory Auditors in compliance with the mandatory rotation of auditor, pursuant to the provisions of the Companies Act, 2013.

The brief profile of M/s Lodha & Co, Chartered Accountants is enclosed herewith as Annexure –I.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,
For RSWM LIMITED



SURENDER GUPTA
COMPANY SECRETARY
FCS - 2615
E-205, Satya Shanti Apartment
Plot No.23, Sector -13, Rohini
Delhi – 110085

Encl.: As above

(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

CERTIFIED COPY OF THE RESOLUTION PASSED AT 56TH ANNUAL GENERAL MEETING OF THE MEMBERS OF RSWM LIMITED HELD ON WEDNESDAY, THE 27TH DAY OF SEPTEMBER, 2017, AT 11.30 A.M. AT THE REGISTERED OFFICE AT KHARIGRAM, P. O. GULABPURA - 311 021, BHILWARA DISTRICT, RAJASTHAN.

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 and The Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Lodha & Co., Chartered Accountants (Firm Registration No.301051E) in place of M/s S. Bhargava Associates, Chartered Accountants (Firm Registration No. 003191C), be and are hereby appointed as Joint Statutory Auditors of the Company for a period of 5 (Five) years commencing from the conclusion of this Annual General Meeting until the conclusion of the 61st Annual General Meeting to be held in the year 2022, subject to ratification by members in every subsequent Annual General Meeting on a remuneration to be fixed by the Board of Directors plus out of pocket expenses as may be incurred by them for the purpose of Audit.

**CERTIFIED TRUE COPY
FOR RSWM LIMITED**



**SURENDER GUPTA
COMPANY SECRETARY
FCS No.2615
E-205, SATYA SHANTI APARTMENT,
PLOT NO.-23, SECTOR-13, ROHINI,
DELHI-110085**

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Brief profile of Lodha & Co., Chartered Accountants

M/s. Lodha & Co. is a well known firm of Chartered Accountants registered with Institute of Chartered Accountants of India (ICAI) vide registration No. FRN 301051E. The firm has presence in India for over seven decades with six offices across India and is also a member firm of UHY International Network. The firm apart from conducting audits provide cross sectoral expert services including internal audit/risk advisory services, forensic/management audit and due diligence services.

The firm also provides advice on transition to IFRS, joint venture & collaborations, fund mobilization, taxation and have expertise in Merger & Amalgamation, Corporate Restructuring. The firm also has an experience of special audit for IAS / IFRS as required by International Monetary Funds (IMF) and is registered with PCAOB to conduct the audit of significant Indian subsidiaries/associates of Companies listed in USA. The firm has carried out more than 250 financial model review assignments for European clients and has an experience of over 12,500 hours of model review. The staff strength is approx 300 personnel.