



RSWM/SECTT/2023
December 1, 2023



Proud To Be Indian
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BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI - 400 001. Scrip Code: 500350	National Stock Exchange of India Limited Listing Department, Exchange Plaza, C-1, Block - G, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051. Scrip Code: RSWM
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- Sub:** Intimation regarding approval granted by the board of directors of the RSWM Limited (“**RSWM or Company**”) in relation to the signing of a binding term sheet with Ginni Filaments Limited for proposed acquisition of its Spinning, Knitting and Processing Undertaking situated at 110 KM Stone, Delhi-Mathura Road, Chhata, Kosi, Distt. Mathura (UP) – 281401 as a going concern on a slump sale basis.
- Ref:** Intimation under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”) and SEBI Circular bearing number SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023.

Dear Madam/ Sir,

With reference to the captioned subject, we would like to inform you that:

- a) The Company has signed a binding term sheet on December 1, 2023 with Ginni Filaments Limited (“**GFL**”) for proposed acquisition of its Spinning, Knitting and Processing Undertaking situated at 110 KM Stone, Delhi-Mathura Road, Chhata, Kosi, Distt. Mathura (UP) – 281401 as a going concern on a slump sale basis for a lump sum consideration of Rs.160 crores, subject to the necessary adjustments as may be specified in the Business Transfer Agreement to be executed in this regard.
- b) GFL is a company engaged in the business of textiles which, *inter-alia* includes spinning, knitting and processing of textile products, since 1989 in India.
- c) The proposed completion of the transaction is subject to execution of definitive agreements which *inter-alia* include Business Transfer Agreement, completion of conditions precedent and other closing conditions which are essential and customary for consummation of the proposed transaction.

(Formerly Rajasthan Spinning & Weaving Mills Limited)

Corporate Office :	Regd. Office :
Bhilwara Towers, A-12, Sector-1 Noida - 201 301 (NCR-Delhi), India	Kharigram, P. B. No. 28, Post Office Gulabpura - 311 021 Distt. Bhilwara, (Rajasthan), India
Tel: +91-120-4390300 (EPABX)	Tel : +91-1483-223144 to 223150, 223478
Fax: +91-120-4277841	Fax : +91-1483-223361, 223479
Website: www.rswm.in	Website: www.lnjbihlwara.com
GSTIN: 09AACR9700M1Z1	GSTIN: 08AACR9700M1Z3
Corporate Identification Number: L17115RJ1960PLC008216	



- d) The Company does not require any governmental or regulatory approval for the proposed transaction.
- e) The proposed transaction will not fall within the ambit of 'related party transaction' either under the Companies Act, 2013 or under SEBI LODR. None of the promoter/ promoter group/ group companies of the Company have any conflict of interest in the proposed transaction.
- f) The Company is not acquiring any shares in GFL pursuant to the proposed transaction.
- g) The proposed transaction is expected to be completed within 90 days of the execution of the binding term sheet, subject to completion of conditions precedent and other closing conditions as may be specified in the Business Transfer Agreement to be executed between the Company and RSWM Limited.
- h) With this proposed acquisition, the Company would be in a position to enhance its production capacity and may augment future business prospects of the Company in its textile business.

We will intimate your good office once the Business Transfer Agreement in this regard is executed.

The meeting of the Board of Directors commenced at 3.30 P.M. and concluded at 5:35 P.M

This is for your information and record.

Thanking You,

Yours faithfully,
For **RSWM LIMITED**

SURENDER GUPTA
VICE PRESIDENT – LEGAL & COMPANY SECRETARY
FCS – 2615

rswm.investor@lnjbihlvara.com

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