



RSWM LIMITED

CIN: L17115RJ1960PLC008216

Regd. Off.: Kharigram, P.O. Gulabpura-311 021, Distt. Bhilwara, Rajasthan

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NOTICE OF THE 59TH ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

In continuation of our Newspaper Advertisement dated 19th August, 2020, NOTICE is hereby given that the 59th Annual General Meeting (“AGM”) of RSWM Limited (“the Company”) will be held on **Thursday, the 24th day of September, 2020 at 02:00 P.M.** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the Ordinary and Special Businesses as set out in the Notice of the Fifty Ninth AGM, in compliance with applicable provisions of Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Ministry of Corporate Affairs (“MCA”) issued Circular No. 20/2020 dated 5th May, 2020 to be read with circular No.14/2020 and Circular No. 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively and also Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by Securities Exchange Board of India (SEBI) (collectively referred as **Applicable Circulars**), without the physical presence of the members at the venue. The venue of the meeting shall be deemed to be Registered Office of the Company at Kharigram, P.O. Gulabpura – 311 021, Distt. Bhilwara, Rajasthan.

In compliance with the Applicable Circulars, the Notice of the 59th AGM and the Annual Report of the Company including standalone and consolidated financial statements for the financial year 2019-20 along with Board’s Report, Auditor’s Report and other documents required to be attached thereto, have been sent on 24th August, 2020 through electronic mode to the members of the Company whose email addresses are registered with the Company /Depository Participant(s). The requirements of sending physical copies of the Notice of 59th AGM and Annual Report to the Members have been dispensed vide Applicable Circulars.

The Notice of the 59th AGM and the Annual Report of the Company are also available on the website of the Company at www.rswm.in, on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and also on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

Instructions for remote e-voting and e-voting during the AGM:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), Secretarial Standard No. 2 on General Meetings and the Applicable Circulars, the Company is providing facility of remote e-voting/e-voting to its Members to cast their votes electronically in respect of the business to be transacted at the AGM as set forth in the 59th notice of AGM provided by National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency.

Members holding shares either in physical form or in dematerialized form, as on the **cut-off date of 17th September, 2020**, may cast their vote electronically. A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on the **cut-off date i.e. 17th September, 2020** only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.

The remote e-voting period commences on Monday, the 21st September, 2020 (9:00 A.M. IST) and ends on Wednesday, the 23rd September, 2020 (5:00 P.M. IST). The remote e-voting module shall not be allowed beyond 5:00 P.M. on Wednesday, the 23rd September, 2020. The remote e-voting module shall be disabled by NSDL for voting thereafter. The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses has been provided in the Notice. Login details for remote e-voting/ e-voting at AGM has been made available to the members on their registered email address. A facility of joining the AGM through VC/OAVM is available through NSDL e-voting portal at www.evoting.nsdl.com. Members are requested to refer to the 59th AGM Notice for details and procedure for login during the AGM.

Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. In case a person has become the Member of the Company after the dispatch of Notice but on or before the **cut-off date i.e. 17th September, 2020**, he/she may obtain login id and password by sending a request over at evoting@nsdl.co.in mentioning demat account number/folio number, PAN, name and registered address. Such Members may cast their votes using the e-voting instructions, in the manner specified by the Company in the Notice of 59th AGM. However, members who are already registered with NSDL for e-voting can use their existing User id and Password for casting their vote through remote e-voting/ e-voting at the AGM.

The facility of e-voting shall be made available at the AGM and members attending the AGM, who have not already cast their vote, may cast their vote electronically on business(es) set forth in Notice. The members who have cast their vote by remote e-voting may attend the AGM but shall not be entitled to cast their vote(s) again at the AGM.

Members holding shares in physical form, whose email address is not registered with the Company or with their respective Depository Participant/s, may register their email address by sending a scan copy of a signed request letter mentioning name, folio number, complete address, scanned copy of self- attested PAN Card and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) in support of the address of the Members registered with the Company, by sending an email at rswm.investor@lnjbhilwara.com/ or admin@mcsregistrars.com and /or send letter to MCS Share Transfer Agent Limited, F-65, Okhla Industrial Area, Phase I, New Delhi – 110 020. Members holding shares in demat form, can update their email address with their respective Depository Participant/s.

The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 18th September, 2020 to Thursday, the 24th September, 2020 (both days inclusive) for the purpose of AGM.

The Board of Directors of the Company has appointed Mr. Mahesh Gupta, Practicing Company Secretary (Membership No. FCS 2870), as Scrutinizer to scrutinize the e-voting procedure in a fair and transparent manner.

The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company at www.rswm.in, website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com and by filing with the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

By order of the Board
For **RSWM LIMITED**

Surender Gupta
Company Secretary

Place : Noida (U.P.)

Date : 25th August, 2020

FCS - 2615