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RSWM LIMITED

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NOTICE OF THE 63rd ANNUAL GENERAL MEETING, REMOTE E-VOTING / E-VOTING AND BOOK CLOSURE

In continuation of our Newspaper Advertisement dated 10th August, 2024, NOTICE is hereby given that the **63rd Annual General Meeting ("AGM")** of RSWM Limited ("**the Company**") will be held on **Friday, the 13th day of September, 2024 at 2:00 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 63rd AGM 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.

Pursuant to General Circular No.09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs ("**the MCA**") read together with previous circulars issued by the MCA in this regard (hereinafter referred as "**MCA Circulars**") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by the Securities Exchange Board of India ("**the SEBI**") read together with previous circulars issued by the SEBI (hereinafter referred as "**SEBI Circulars**") (MCA Circulars and SEBI Circulars are collectively referred as "**Applicable Circulars**"), the Companies are permitted to hold the AGM through Video Conferencing/Other Audio Visual Means ("**VC/OAVM**"), without physical presence of Members at a common venue till 30th September, 2024. Accordingly, 63rd AGM of the Company shall be conducted through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company at Kharigram, P.O. Gulabpura – 311021, Distt. Bhilwara, Rajasthan.

In compliance with the Applicable Circulars, the Notice of the 63rd AGM and the Annual Report of the Company including audited financial statements for the financial year 2023-24 along with Directors' Report, Auditor's Report and other documents required to be attached thereto, have been sent on **14th August, 2024** 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 63rd AGM and Annual Report to the Members have been dispensed with vide Applicable Circulars.

The Notice of the 63rd 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 and e-voting during the AGM 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), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and the Applicable Circulars, the Company is providing facility of remote e-voting/as well as e-voting during the AGM to its Members to cast their votes electronically in respect of the business(es) to be transacted at the AGM as set forth in the Notice of 63rd AGM provided by National Securities Depository Limited (NSDL) as the authorized agency.

The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses have been provided in the Notice of AGM. Login details for e-voting have been made available to the members on their registered email address.

The Register of Members and Share Transfer Books of the Company shall remain closed from **Saturday, the 7th September, 2024 to Friday, the 13th September, 2024 (both days inclusive)** for the purpose of AGM.

Members holding shares either in physical form or in dematerialized form, as on **the cut-off date of Friday, 6th September, 2024**, 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 **cut-off date i.e. Friday, 6th September, 2024** only shall be entitled to avail the facility of remote e-voting as well as voting during the Annual General Meeting.

The remote e-voting period commences on **Tuesday, the 10th September, 2024 at 9:00 A.M.** and **end on Thursday, the 12th September, 2024 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The remote e-voting shall not be allowed beyond the said date and time.

The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut-off date i.e. Friday, 6th September, 2024**. A person whose name is recorded in the Register of Members/Beneficial owners as on the cut-off date shall only be entitled to avail the facility of remote e-voting/e-voting at the AGM and a person who is not a member as on the cut-off date should treat the Notice of AGM for information purpose only.

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. Friday, 6th September, 2024** 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 63rd 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 during 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 of 63rd AGM. 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, whose email address and banks details are not registered with the Company or with their respective Depository Participant/s, are requested to get their email address and banks details registered by following the steps as given below:

In case Physical shareholding	<p>Send a duly signed request letter in Form ISR-1 along with supporting documents to the RTA of the Company i.e. MCS Share Transfer Agent Limited (Unit : RSWM Limited), F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 or scanned copy on email at helpdeskdelhi@mcsregistrars.com and provide the following details/documents for registering email address:</p> <p>a) Folio No., b) Name of shareholder, c) Email ID, d) Copy of PAN card (self-attested), e) Copy of Aadhaar (self-attested) f) Copy of share certificate (front and back) g) Contact Number.</p> <p>Following additional details/documents need to be provided in case of updating Bank Account details: a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number, d) MICR Code Number, e) IFSC Code, and f) Copy of the cancelled cheque bearing the name of the first shareholder.</p>
In case Demat shareholding	<p>Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.</p>

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

The results shall be declared not later than two working days of the conclusion of the Annual General 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/ e-voting during the AGM 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. It shall also be displayed on the Notice Board at the Registered Office & Corporate Office of the Company. Subject to the requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM i.e. **13th September, 2024**.

In case of any queries, members may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022-4886 7000 and 022-2499 7000 or send a request at evoting@nsdl.co.in. In case of any grievance connected with facility for remote e-voting or e-voting, please contact to Ms. Pallavi Mhatre, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in.

By order of the Board
for RSWM LIMITED
Sd/-

Surender Gupta

V.P Legal & Company Secretary

FCS - 2615

Place : Noida (U.P.)

Date : 14th August, 2024