

## RSWM LIMITED

CIN: L17115RJ1960PLC008216

Registered Office: Kharigram, P.O. Gulabpura – 311 021, Distt. Bhilwara,

Rajasthan, Phone:+91-1483-223144 to 223150, 223478

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Corporate Office: Bhilwara Towers, A-12, Sector -1, Noida-201 301 (U.P)

Phone:+91-120-4390300 (EPABX), Fax:+91-120-4277841

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### POSTAL BALLOT / E-VOTING NOTICE

**NOTICE** is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force (**"the Rules"**) also read with General Circulars including No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (**"MCA"**) (**"hereinafter collectively referred to as MCA Circulars"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**) including any statutory modification or re-enactment thereof for the time being in force, Secretarial Standard -2 issued by the Institute of Company Secretaries of India and any other applicable laws and regulations, RSWM Limited (**"the Company"**) has on **20<sup>th</sup> February, 2025** completed dispatch of the Postal Ballot Notice dated **12<sup>th</sup> February, 2025 ('Postal Ballot Notice')** by e-mail only to the Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**) (hereinafter collectively referred to as **"the Depositories"**) and whose e-mail addresses are available with the Depositories, the Company or Registrar and Share Transfer Agent of the Company viz. MCS Share Transfer Agent Ltd (**"RTA"**) as on **Friday, 14<sup>th</sup> February, 2025 ('Cut-off Date')**. The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Member(s) as on the Cut-off Date. 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. Any recipient of the Postal Ballot Notice who was not a member of the Company as on the Cut-off date should treat the Postal Ballot Notice for information purpose only.

The Postal Ballot Notice comprises of following resolutions which are to be transacted through Postal Ballot by remote e-voting process (e-voting) only (**"Postal Ballot"**).

S. No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Shri Thomas Varghese (DIN: 02263496) as an Independent Director of the Company.
2.	Ordinary Resolution	Appointment of Shri Rajeev Gupta (DIN: 02049516) as Director of the Company.
3.	Special Resolution	Appointment of Shri Rajeev Gupta (DIN: 02049516) as Joint Managing Director of the Company.

A copy of the Postal Ballot Notice is available on the website of the Company: [www.rswm.in](http://www.rswm.in) and in the relevant section of the website of BSE Limited ('BSE'): [www.bseindia.com](http://www.bseindia.com), National Stock Exchange of India Limited ('NSE'): [www.nseindia.com](http://www.nseindia.com), on which the equity shares of the Company are listed and also on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot form and pre-paid business reply envelope has not been sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

The Company has engaged the services of National Securities Depository Limited (NSDL) for providing remote e-voting facilities to the Eligible Members, to enable them to cast their vote electronically and in a secure manner.

The remote e-voting period commences on **Friday, 21<sup>st</sup> February, 2025 at 9.00 A.M.** and ends on **Saturday, 22<sup>nd</sup> March, 2025 at 5.00 P.M. (both days inclusive)**. The remote e-voting shall not be allowed beyond the said date and time.

Members who are holding shares as on the Cut-off date i.e. Friday, 14<sup>th</sup> February, 2025 and who have not registered their e-mail may send an e-mail to [helpdeskdelhi@mcsregistrars.com](mailto:helpdeskdelhi@mcsregistrars.com) or [rswm.investor@lnjbhilwara.com](mailto:rswm.investor@lnjbhilwara.com) to receive copy of Postal Ballot Notice or download from the website of the Company i.e. [www.rswm.in](http://www.rswm.in) and also from the websites of the stock exchanges where the shares of the Company are listed i.e. BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and can vote electronically after following the instructions as mentioned at point No.9 of the Postal Ballot Notice.

In case of any queries, you 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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mahatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com).

In case of any further queries or grievances, Shri Surender Gupta, Company Secretary may be contacted at the following contact details: Shri Surender Gupta, Company Secretary, RSWM Limited, Bhilwara Towers, A-12, Sector -1, Noida - 201301 (U.P), Tel: (0120) 4390300, Email: [rswm.investor@lnjbhilwara.com](mailto:rswm.investor@lnjbhilwara.com).

The resolution, if passed by the requisite majority, shall be deemed to have been passed as if the same has been passed at a general meeting of the members convened in that behalf. The resolution, if approved by the requisite majority of members by means of Postal Ballot (i.e. remote e-voting), shall be deemed to have been passed on the last date specified by the Company for remote e-voting, i.e. **Saturday, 22<sup>nd</sup> March, 2025**. The results shall be declared on or before **Tuesday, 25<sup>th</sup> March, 2025** by posting the same on the website of the Company ([www.rswm.in](http://www.rswm.in)), website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and by filing with BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) where shares of the Company are listed. It shall also be displayed on the Notice Board at the Registered Office & Corporate Office of the Company.

**By order of the Board of Directors  
For RSWM Limited  
Sd/-**

**Surender Gupta**

**Vice President - Legal & Company Secretary**

**M. No. FCS-2615**

**Place: Noida (U.P.)**

**Date : 20<sup>th</sup> February, 2025**