

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L17115RJ1960PLC008216

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	RSWM LIMITED	RSWM LIMITED
Registered office address	KHARIGRAM P.O. GULABPURA,NA,BHILWARA,Rajasthan,India,311021	KHARIGRAM P.O. GULABPURA,NA,BHILWARA,Rajasthan,India,311021
Latitude details	25.89166	25.89166
Longitude details	74.63332	74.63332

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****0M

(c) *e-mail ID of the company

*****njbhilwara.com

(d) *Telephone number with STD code

14*****61

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.rswm.in</div>									
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">17/10/1960</div>									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px;">1</div>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67120WB2011PLC165872</td> <td style="text-align: center;">MCS SHARE TRANSFER AGENT LIMITED</td> <td style="text-align: center;">383 LAKE GARDENS 1ST FLOOR, KOLKATA,Kolkata,West Bengal,India,700045</td> <td style="text-align: center;">INR000004108</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67120WB2011PLC165872	MCS SHARE TRANSFER AGENT LIMITED	383 LAKE GARDENS 1ST FLOOR, KOLKATA,Kolkata,West Bengal,India,700045	INR000004108	
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U67120WB2011PLC165872	MCS SHARE TRANSFER AGENT LIMITED	383 LAKE GARDENS 1ST FLOOR, KOLKATA,Kolkata,West Bengal,India,700045	INR000004108							
ix * (a) Whether Annual General Meeting (AGM) held	<input type="radio"/> Yes <input checked="" type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; height: 20px;"></div>									
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	<div style="border: 1px solid black; height: 20px;"></div>									

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

Will hold in prescribed time

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	13	Manufacture of Textiles	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U31101DL2006PLC148862		LNJ SKILLS & ROZGAR PRIVATE LIMITED	Associate	47.3
2	U40300DL2014PLC272660		BG WIND POWER LIMITED	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	60000000.00	47101684.00	47101684.00	47101684.00
Total amount of equity shares (in rupees)	600000000.00	471016840.00	471016840.00	471016840.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	60000000	47101684	47101684	47101684
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	600000000.00	471016840.00	471016840	471016840

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	52500000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	750000000.00	0.00	0.00	0.00

Number of classes

2

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Prference				
Number of preference shares	2500000	0	0	0
Nominal value per share (in rupees)	150	150	150	150
Total amount of preference shares (in rupees)	375000000.00	0.00	0	0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference				
Number of preference shares	50000000	0	0	0
Nominal value per share (in rupees)	7.5	7.5	7.5	7.5
Total amount of preference shares (in rupees)	375000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	158619	46943065	47101684.00	471016840	471016840	
Increase during the year	0.00	21919.00	21919.00	219190.00	219190.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div>Conversion form Physical to Demat</div>	0	21919	21919.00	219190	219190	
Decrease during the year	21919.00	0.00	21919.00	219190.00	219190.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>Conversion from Physical to Demar</div>	21919	0	21919.00	219190	219190	
At the end of the year	136700.00	46964984.00	47101684.00	471016840.00	471016840.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>NIL</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NIL</div>			0		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE611A01016

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

18

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

48252878269

ii * Net worth of the Company

13078321669

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1417066	3.01	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	14946317	31.73	0	0.00
10	Others	9869540	20.95	0	0.00
	FCB				
	Total	26232923.00	55.69	0.00	0

Total number of shareholders (promoters)

15

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	18012933	38.24	0	0.00
	(ii) Non-resident Indian (NRI)	418500	0.89	0	0.00

	(iii) Foreign national (other than NRI)	408490	0.87	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	95865	0.20	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	31701	0.07	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	706717	1.50	0	0.00
7	Mutual funds	2075	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1034509	2.20	0	0.00
10	Others	157971	0.34	0	0.00
	IEPF & OTHERS				
	Total	20868761.00	44.31	0.00	0

Total number of shareholders (other than promoters)

30797

Total number of shareholders (Promoters + Public/Other than promoters)

30812.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	8264
2	Individual - Male	22227
3	Individual - Transgender	0
4	Other than individuals	321
	Total	30812.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

23

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	31/03/2025	United States	15214	0.03
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	United States	8000	0.02
AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	United States	288	0.01
CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	31/03/2025	Singapore	1179	0.01
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	31/03/2025	United States	34734	0.06
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	31/03/2025	Mauritius	103	0.01
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	31/03/2025	Canada	6982	0.01

DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	12091	0.03
DIMENSIONAL EMERGING MARKETS EX CHINA CORE EQUITY ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	112	0.01
DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	8717	0.02
DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	25247	0.04
CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	Ireland	1576	0.01
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	United Kingdom	15788	0.03
EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSI	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	220070	0.47
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	18172	0.04

EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	4197	0.01
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	Ireland	8578	0.02
EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	31/03/2025	Ireland	15334	0.03
FIRST WATER FUND	Kotak Mahindra Bank Ltd A wing, 5th floor, Intellion Square Infinity IT Park Gen AK Vaidya Marg, Malad E, Mumbai 400097	31/03/2025	Mauritius	216569	0.45
LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	3380	0.01
QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	31/03/2025	Cyprus	53040	0.11
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	25143	0.04
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	31/03/2025	United States	12203	0.03

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	21	15
Members (other than promoters)	33207	30797
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	3	1	3	0.8	1.31
B Non-Promoter	1	5	2	6	0.00	0.00
i Non-Independent	1	0	2	0	0	0
ii Independent	0	5	0	6	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	8	3	9	0.80	1.31

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
RIJU JHUNJHUNWALA	00061060	Managing Director	377000	
RAVI JHUNJHUNWALA	00060972	Director	607410	
SHEKHAR AGARWAL	00066113	Director	3463	
RAJEEV GUPTA	02049516	Managing Director	0	
ARUN KUMAR CHURIWAL	00001718	Director	3310	
DEEPAK JAIN	00004972	Director	0	
ARCHANA CAPOOR	01204170	Director	0	
SURYA KANT GUPTA	00323759	Director	0	
SUMAN JYOTI KHAITAN	00023370	Director	0	
SUNIL DHARAMVIR DHAWAN	02618343	Director	0	
THOMAS VARGHESE	02263496	Director	0	
BRIJ MOHAN SHARMA	08195895	Managing Director	0	
SURENDER KUMAR GUPTA	AEVPG4534L	Company Secretary	0	
NITIN TULYANI	ACMPT6693E	CFO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
KAMAL GUPTA	00038490	Director	15/09/2024	Cessation
AMAR NATH CHOUDHARY	00587814	Director	15/09/2024	Cessation
AVINASH BHARGAVA	AAYPB1346E	CFO	25/07/2024	Cessation
SUMAN JYOTI KHAITAN	00023370	Director	09/08/2024	Appointment
SUNIL DHARAMVIR DHAWAN	02618343	Director	11/10/2024	Appointment

THOMAS VARGHESE	02263496	Director	12/02/2025	Appointment
RAJEEV GUPTA	02049516	Managing Director	12/02/2025	Appointment
NITIN TULYANI	ACMPT6693E	CFO	13/08/2024	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	13/09/2024	31957	90	0.28

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2024	10	10	100
2	09/08/2024	11	11	100
3	12/11/2024	10	9	90
4	12/02/2025	12	11	91.67
5	10/03/2025	12	10	83.33

C COMMITTEE MEETINGS

Number of meetings held

24

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit	24/05/2024	3	3	100
2	Audit	09/08/2024	3	3	100
3	Audit	12/11/2024	3	3	100
4	Audit	12/02/2025	3	3	100
5	Audit	10/03/2025	3	3	100
6	Stakeholders Relationship	24/05/2024	3	3	100
7	Stakeholders Relationship	09/08/2024	3	3	100
8	Stakeholders Relationship	12/11/2024	3	3	100
9	Stakeholders Relationship	12/02/2025	3	3	100
10	Nomination & Remuneration	24/05/2024	3	3	100
11	Nomination & Remuneration	09/08/2024	3	3	100
12	Nomination & Remuneration	12/11/2024	3	3	100
13	Nomination & Remuneration	12/02/2025	3	3	100
14	Corporate Social Responsibility	24/05/2024	3	3	100
15	Corporate Social Responsibility	09/08/2024	3	3	100
16	Corporate Social Responsibility	12/11/2024	3	3	100
17	Corporate Social Responsibility	12/02/2025	3	3	100
18	Share Transfer	15/04/2024	2	2	100
19	Share Transfer	09/08/2024	2	2	100
20	Share Transfer	12/11/2024	2	2	100
21	Share Transfer	05/12/2024	2	2	100
22	Independent Director	12/02/2025	6	6	100
23	Risk Management	24/05/2024	3	3	100
24	Risk Management	12/11/2024	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	
1	SHEKHAR AGARWAL	5	5	100	12	12	100	
2	RAJEEV GUPTA	2	2	100	0	0	0	
3	RIJU JHUNJHUNWALA	5	5	100	6	6	100	
4	RAVI JHUNJHUNWALA	5	4	80	2	2	100	
5	ARUN KUMAR CHURIWAL	5	5	100	8	8	100	
6	DEEPAK JAIN	5	3	60	0	0	0	
7	ARCHANA CAPOOR	5	5	100	11	11	100	
8	SURYA KANT GUPTA	5	5	100	4	4	100	
9	SUMAN JYOTI KHAITAN	4	4	100	6	6	100	
10	SUNIL DHARAMVIR DHAWAN	3	3	100	1	1	100	
11	THOMAS VARGHESE	2	2	100	1	1	100	
12	BRIJ MOHAN SHARMA	5	5	100	0	0	0	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager
whose remuneration details to be entered

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RIJU JHUNJHUNWALA	Managing Director	39299146				39299146.00

2	BRIJ MOHAN SHARMA	Managing Director	39924214				39924214.00
3	RAJEEV GUPTA	Managing Director	12287236				12287236.00
	Total		91510596.00	0.00	0.00	0.00	91510596.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SURENDER GUPTA	Company Secretary	7726762	0	0	0	7726762.00
2	NITIN TULYANI	CFO	05025526	0	0	0	5025526.00
	Total		12752288.00	0.00	0.00	0.00	12752288.00

C *Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAVI JHUNJHUNWALA	Director	0	0	0	450000	450000.00
2	SHEKHAR AGARWAL	Director	0	0	0	1275000	1275000.00
3	ARUN KUMAR CHURIWAL	Director	0	0	0	675000	675000.00
4	DEEPAK JAIN	Director	0	0	0	300000	300000.00
5	ARCHANA CAPOOR	Director	0	0	0	1200000	1200000.00
6	SURYA KANT GUPTA	Director	0	0	0	675000	675000.00
7	SUMAN JYOTI KHAITAN	Director	0	0	0	750000	750000.00
8	SUNIL DHARAMVIR DHAWAN	Director	0	0	0	300000	300000.00
9	THOMAS VARGHESE	Director	0	0	0	225000	225000.00
	Total		0.00	0.00	0.00	5850000.00	5850000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

30812

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of RSWM LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Sunita Mathur

Date (DD/MM/YYYY)

28/07/2025

Place

Noida

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

7*1

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

00061060

*(b) Name of the Designated Person

RIJU JHUNJHUNWALA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 13 dated* (DD/MM/YYYY) 30/05/2015 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*0*1*6*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

2*1*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB5700138

eForm filing date (DD/MM/YYYY)

29/07/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

TO WHOMSOEVER IT MAY CONCERN

With reference to Point No.VI-B of the form MGT -7, which seeks the breakup of the total number of shareholders (Promoters + Other than Promoters), Please be noted the shareholder data segregated under the categories of Individual - Male, Individual - Female, and Individual - Transgender, is currently not available and such information has also not been provided by the depositories.

As per available records, the total number of shareholders is 30,812. Since we do not have the gender-wise breakup, the entire shareholder count is being reported as tentative.”

The breakup is therefore provided as below:

Sl.No	Category	
1	Individual – Female	8264
2	Individual – Male	2227
3	Individual – Transgender	0
4	Other than individuals	321
	Total	30,812

Further, with reference to Point No. VI-C, which requires the Date of Incorporation of Foreign Institutional Investors (FIIs), we would like to state that such specific details are also not available, and such information has also not been provided by the depositories. Therefore, we have mentioned 31/03/2025 in the Date of Incorporation column for FIIs.

We confirm that we shall enter the relevant details and update the records once the above-mentioned information becomes available.

Thanking you,

Yours faithfully,
For **RSWM LIMITED**



SURENDER GUPTA
VICE PRESIDENT – LEGAL & COMPANY SECRETARY
FCS-2615
rswm.investor@lnjbhilwara.com

(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, P. B. No. 28, 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



FORM NO. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of the Companies
(Management and Administration) Rules, 2014]
CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

*I have examined the registers, records and books and papers of **RSWM Limited having CIN L17115RJ1960PLC008216** (the company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2025. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the foresaid financial year, the company has complied with provisions of the Act & Rules made there under in respect of;

1. its status under the Act;
2. maintenance of registers / records & making entries therein within the time prescribed therefore;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the minute book/ registers maintained for the purpose and the same have been signed; -

Five Circular Resolutions were passed by Nomination and Remuneration Committee and Board of Directors on 22/8/2024, 11/10/2024, 06/12/2024, 25/02/2025 and 28/02/2025.

5. closure of Register of Members/ security holders, as the case may be;
6. advances/loans to its Directors and/or persons or firms or companies referred in section 185 of the Act;
7. contracts/arrangements with the related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debenture/alteration or reduction of shares capital/conversion of shares/securities and issue of security certificates in all instances;

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with the section 125 of the Act;
11. signing of audit financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointment/retirement/ filling up casual vacancies /disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

Name	DIN/PAN	Director/KMP	WEF	Change
MR. KAMAL GUPTA	00038490	Director	15/09/2024	Cessation
MR. AMAR NATH CHOUDHARY	00587814	Director	15/09/2024	Cessation
Ms. SUMAN JYOTI KHAITAN	00023370	Director	09/08/2024	Appointment
MR. SUNIL DHARAMVIR DHAWAN	02618343	Director	11/10/2024	Appointment
MR. THOMAS VARGHESE	02263496	Director	12/02/2025	Appointment
MR. RAJEEV GUPTA	02049516	Managing Director	12/02/2025	Appointment
MR. AVINASH BHARGAVA	AAYPB1346E	CFO	25/07/2024	Cessation
MR. NITIN TULYANI	ACMPT6693E	CFO	13/08/2024	Appointment

13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act; - **There was NO CHANGE**
14. No approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted any deposits from the public or its employees during the year. There were no acceptance/renewal/repayment of deposits;
16. borrowings from its directors, members, public financial institution, banks and other and creation/modification/satisfaction of charges in that respect, wherever applicable;

17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the company. - ***There was NO CHANGE***

Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis. Our Certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: NOIDA
Date: 30/07/2025

Sunita Mathur
FCS No.: 1743 /C P No.: 741
ICSI UDIN:
PR: 1297/2021

*Disclaimer Note: The Certification of this "MGT-8" has been undertaken to the best of my capability based on of e verification of scans, soft copies, information, confirmations, records and documents made available to us by the management.

