

RSWM LIMITED

CIN: L17115RJ1960PLC008216

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

Phone: +91-1483-223144 to 223150, 223478, Fax: +91-1483-223361, 223479

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

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

E-mail: rswm.investor@lnjbihlware.com; Website: <https://www.rswm.in>

NOTICE OF THE 62nd ANNUAL GENERAL MEETING OF RSWM LIMITED TO BE HELD THROUGH VIDEO CONFERENCING /OTHER AUDIO-VISUAL MEANS

Notice is hereby given that the 62nd Annual General Meeting ("AGM") of RSWM Limited ("the Company") will be held on **Friday, the 15th day of September, 2023 at 02:00 P.M.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the businesses as set out in the Notice of the 62nd AGM which will be sent in due course of time. 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.

The Ministry of Corporate Affairs ("MCA") has vide its circular No. 10/2022 dated December 28, 2022 in furtherance of its earlier circulars (Circular No. 14/2020, 17/2020 and 20/2020 dated April 8th, 2020, April 13th, 2020, May 5th, 2020 respectively and subsequent circulars 02/2021, 21/2021 and 02/2022 dated January 13th, 2021, December 14th, 2021 and May 5th, 2022 as also the various circulars issued by Securities Exchange Board of India (SEBI) vide its Circular dated 5th January, 2023, (read together with Circulars dated 13th May, 2022, dated 15th January, 2021 and dated 12th May, 2020) (collectively referred as "Applicable Circulars") permitted the holding of AGM by the Companies through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without the physical presence of the members at the AGM venue. In compliance with these Applicable Circulars, the 62nd AGM of the Company shall be conducted through VC/OAVM without the physical presence of the members at the AGM venue. Hence, Members can attend and participate in the AGM through VC/OAVM only. The instructions for joining the AGM will be provided in the Notice of AGM.

Members may further note that in pursuance of above stated circulars and also in furtherance of Go-Green initiative of the government, the Notice of the AGM and Annual Report for the financial year 2022-23, will be sent through electronic mode only to those members whose email addresses are registered with the Company / Depository Participant. The aforesaid documents will also be 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.

Members may note that the Board of Directors of the Company at their meeting held on 26th May, 2023 has recommended a dividend of ₹ 5/- (50%) per share on the face value of ₹ 10/- per share for the financial year 2022-23 subject to the approval of the members of the Company at the 62nd AGM. Accordingly, the date for the purpose of determining the members eligible to receive dividend for financial year 2022-23 is **Friday, 8th September, 2023**.

The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, the 9th September, 2023 to Friday, the 15th September, 2023 (both days inclusive)** for the purposes of 62nd Annual General Meeting of the Company and for payment of dividend for financial year 2022-23, if declared at the AGM. The Dividend, if declared, will be paid within 30 days from the date of AGM through various online transfer modes to the members who have updated their bank account details with the Depositories in case of shares held in Demat mode and with the Registrar & Share Transfer Agent of the Company, in case shares are held in physical mode. For Members, who have not updated the bank account details, dividend warrants/demand drafts /cheques will be sent to the registered addresses by permitted mode.

The Company will be providing facility of remote e-voting and e-voting at the AGM to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has made arrangement with **National Securities Depository Limited (NSDL)** for facilitating voting through electronic means, as the authorized agency.

The remote e-voting period commences on **Tuesday, the 12th September, 2023 (9:00 a.m.) and end on Thursday, the 14th September, 2023 (5:00 p.m.)**. Members holding shares either in physical form or in dematerialized form, as on the **Cut-Off date of Friday, the 8th September, 2023**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and who have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

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 of Friday, the 8th September, 2023** shall only be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting. The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses will be provided in the Notice of AGM. Login details for e-voting shall be made available to the members on their registered email address.

Manner of registering of Email addresses and mandate of receiving Dividend electronically, if declared in the AGM:

Members are requested to provide their email addresses and bank account details to Registrar and Share Transfer Agent i.e. MCS Share Transfer Agent Limited of the Company or Depository Participants (DP). The process of registering the same is mentioned 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@mcsregistrar.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 Aadhar (self-attested) f) Copy of share certificate (front and back).</p> <p>Following additional details/documents need to be provided in case of updating Bank Account details:</p> <p>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	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.
-----------------------------------	--

Members who are holding shares in physical form or who have not registered their email addresses with the Company can cast their vote through remote e-voting or through the e-voting system during the meeting in the manner as provided in the notice of AGM.

Members may further note that, as per the Income Tax Act, 1961 (hereinafter referred to as IT Act), as amended by the Finance Act, 2020, dividends paid or distributed by the Company after April 1, 2020, shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the time of making the payment of the said Dividend, if declared at the ensuing AGM. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by shareholder of the Company and accepted by the Company. Accordingly, the Dividend will be paid after deducting TDS as per applicable TDS rates.

The shareholders are therefore requested to furnish the necessary documents/declarations to the Company at tds_rswm23@lnjbihlware.com /Company's RTA i.e. M/s. MCS Share Transfer Agent Limited to enable the Company in applying the appropriate TDS on Dividend payment. In this regard, a 'General Communication on Tax Deduction at Source on Dividend for the Financial Year 2022-23' was sent on 21st July, 2023 to all the shareholders and copy of the said communication is also available on the website of the Company at the following link <https://www.rswm.in/Intimation-Communication-of-TDS-on-Dividend>

In case of any queries/grievances, Members may refer to the "Frequently Asked Questions (FAQs) for Members and participation in AGM and remote e-Voting user manual for Members" available at downloads section of "<http://www.evoting.nsdl.com>" or call call at 022- 4886 7000 and 022- 2499 7000 or send a request to Ms. Pallavi Mhatre, Sr.Manager, NSDL, at evoting@nsdl.co.in.

The above information is being issued for the information and benefit of all Members of the Company and is in Compliance with the MCA Circulars and the SEBI Circular(s).

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

Sd/-

Surender Gupta

VP Legal & Company Secretary

FCS - 2615