

RSWM LIMITED

CIN: L17115RJ1960PLC008216

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

Distt. Bhilwara, Rajasthan

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(U.P.)**Phone:**+91-120-4390300 (EPABX), **Fax:**+91-120-4277841

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NOTICE OF THE 60TH ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

In continuation of our Newspaper Advertisement dated 11th August, 2021, NOTICE is hereby given that the 60th Annual General Meeting (“AGM”) of RSWM Limited (“the Company”) will be held on **Wednesday, the 15th day of September, 2021 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 Sixtieth 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.

In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular No. 02/2021 dated January 13, 2021 read together with circular No.14/2020 dated 8th April, 2020, circular No.17/2020 dated 13th April, 2020, followed by circular No. 20/2020 dated 5th May, 2020, and Securities Exchange Board of India (“SEBI”) also issued its circular SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020 read with circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (**“collectively referred as Applicable Circulars”**) permitting the holding of AGM by the Companies through Video Conferencing/Other Audio Visual Means (“VC/OAVM”) during the calendar year 2021, without the physical presence of the members at the venue. In compliance with these Applicable Circulars, the 60th AGM of the Company shall be conducted through VC/OAVM without the physical presence of the members at the venue.

In compliance with the Applicable Circulars, the Notice of the 60th AGM and the Annual Report of the Company including audited financial statements for the financial year 2020-21 along with Directors’ Report, Auditors’ Report and other documents required to be attached thereto, have been sent on 20th August, 2021 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 60th AGM and Annual Report to the Members have been dispensed vide Applicable Circulars.

The Notice of the 60th 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 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 to be transacted at the AGM as set forth in the Notice of 60th 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.

Members holding shares either in physical form or in dematerialized form, as on the **cut-off date of 8th September, 2021**, 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. 8th September, 2021** only shall be entitled to avail the facility of remote e-voting as well as e-voting at the Annual General Meeting.

The remote e-voting period commences on Sunday, the 12th September, 2021 at 9:00 A.M. and ends on Tuesday, the 14th September, 2021 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. Wednesday, 8th September, 2021**. 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. 8th September, 2021** 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 60th 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 60th 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 is not registered with the Company or with their respective Depository Participant/s, are requested to get their email address registered by following the steps as given below:

a) Members holding shares in physical form, please send a duly signed request letter to the RTA of the Company i.e. MCS Share Transfer Agent Limited (Unit: RSWM Limited), F-65, Okhla Industrial Area, Phase - I, New Delhi-110020 or email at rswm.investor@lnjbihlvara.com or admin@mcsregistrars.com / helpdeskdelhi@mcsregistrars.com and provide the following details/documents for registering email address:

(a) Folio No.; (b) Name of shareholder; (c) Email ID; (d) Copy of PAN card (self-attested); and (e) Copy of Aadhar (self-attested).

Following additional details/documents need to be provided in case of updating Bank Account details:

(a) Name and Branch of the Bank; (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

b) For the Members holding shares in demat form, please update your email address and bank details through your respective Depository Participant/s.

The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 9th September, 2021 to Wednesday, the 15th September, 2021 (both days inclusive) for the purpose of AGM.

The Board of Directors of the Company has appointed Mr. Mahesh Kumar 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 and 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. 15th September, 2021.

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 toll free no.: 1800-222-990 and 1800-224- 430 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, Manager, NSDL at the designated email ID: evoting@nsdl.co.in or pallavid@nsdl.co.in or at telephone number +91 22 24994360.

By order of the Board

For RSWM LIMITED

Surender Gupta

Company Secretary

M. No. FCS - 2615

Place: Noida (U.P.)

Date: 20th August, 2021