

RSWM LIMITED

Registered Office: Kharigram, P.O. Gulabpura-311021, Distt. Bhilwara, Rajasthan

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

Corporate Office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P)

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

E-mail: rswm.investor@lnjbhilwara.com; Website: www.rswm.in | CIN:L17115RJ1960PLC008216

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 ("the Rules") also read with General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020 issued by Ministry of Corporate Affairs ("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 16th March, 2021 completed dispatch of the Postal Ballot Notice dated March 8, 2021 ('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, March 12, 2021 ('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.

S. No.	Type of Resolution	Particulars
1	Special Resolution	To approve re-appointment of Shri Riju Jhunjhunwala (DIN: 00061060) as Managing Director of the Company for a period of five years w.e.f. 1 st May, 2021.
2	Special Resolution	To approve revised Remuneration of Shri Brij Mohan Sharma (DIN: 08195895), Joint Managing Director of the Company w.e.f. 1 st January, 2021 for his remaining tenure.
3	Special Resolution	To approve re-appointment of Shri Deepak Jain (DIN: 00004972) as Independent Director of the Company for second term of five consecutive years commencing from 11 th May, 2021 upto 10 th May, 2026.

A copy of the Postal Ballot Notice is available on the website of the Company: <https://www.rswm.in> and in the relevant section of the website of BSE Limited ('BSE'): <https://www.bseindia.com>, National Stock Exchange of India Limited ('NSE'): 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

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 Saturday, March 20, 2021 at 9.00 A.M. and ends on Sunday, April 18, 2021 at 5.00 P.M. (both days inclusive). The remote e-voting shall not be allowed beyond the said date and time.

Members who do not have registered their E-mail ID are required to register their email addresses, in respect of electronic holding with their concerned Depository Participants and in respect of physical holding, with the Company's Share Transfer Agent i.e. M/s. MCS Share Transfer Agent Ltd. (Unit: RSWM Limited), F-65, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Tel.:011-41406149-52 Fax No.:011-41709881 E-mail: helpdeskdelhi@mcsregistrars.com by following due procedure, which is as under:

In case, Physical Holding	In case, Demat Holding
<p>Send a duly signed request letter to the RTA of the Company i.e. M/s. MCS Share Transfer Agent Limited (Unit: RSWM Limited), F-65, 1st Floor, Okhla Industrial Area, Phase -1, New Delhi – 110020, Phone No.011-41406149-52 or scanned copy on e-mail 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)</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 and, e) IFSC Code</p> <p>Copy of the cancelled cheque bearing the name of the first shareholder</p>	<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>

Members who are holding shares as on the cut-off date i.e. March 12, 2021 and who have not registered their e-mail may send an e-mail to helpdeskdelhi@mcsregistrars.com or rswm.investor@lnjbhilwara.com to receive copy of Postal Ballot Notice or download from the website of the Company i.e. 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) and National Stock Exchange of India Limited (www.nseindia.com) and can vote electronically after following the instructions as mentioned at point No. 8 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 or call on toll free No.: 1800-1020-990 or 1800-22-44-30 or send a request at evoting@nsdl.co.in

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

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. Sunday, April 18, 2021. The results shall be declared on or before Tuesday, April 20, 2021 at 5:00 P.M. by posting the same on the website of the Company (www.rswm.in), website of NSDL (www.evoting.nsdl.com) and by filing with BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (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**

(Surender Gupta)

Company Secretary

Membership No.: FCS -2615