

# 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.<br>GULABPURA, NA, BHILWARA, Rajasthan, India, 311 021 | KHARIGRAM P.O.<br>GULABPURA, NA, BHILWARA, Rajasthan, India, 311 021 |
| 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\*\*\*\*\*OM

(c) \*e-mail ID of the company

\*\*\*\*\*njbhilwara.com

(d) \*Telephone number with STD code

14\*\*\*\*\*61

| (e) Website   | <input type="text" value="www.rswm.in"/>                      |   |  |  |  |                             |                                  |   |                               |                                       |
|---|---|---|--|--|--|-----------------------------|----------------------------------|---|-------------------------------|---------------------------------------|
| iv *Date of Incorporation (DD/MM/YYYY)  | <input type="text" value="17/10/1960"/>                       |   |  |  |  |                             |                                  |   |                               |                                       |
| v (a) *Class of Company (as on the financial year end date)<br><i>(Private company/Public Company/One Person Company)</i>   | <input type="text" value="Public company"/>                   |   |  |  |  |                             |                                  |   |                               |                                       |
| (b) *Category of the Company (as on the financial year end date)<br><i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>   | <input type="text" value="Company limited by shares"/>        |   |  |  |  |                             |                                  |   |                               |                                       |
| (c) *Sub-category of the Company (as on the financial year end date)<br><i>(Indian Non-Government company/Union Government Company/State Government Company/Guarantee and association company/Subsidiary of Foreign Company)</i>  | <input type="text" value="Indian Non-Government company"/>    |   |  |  |  |                             |                                  |   |                               |                                       |
| 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"> <thead> <tr> <th>S. No.</th> <th>Stock Exchange Name</th> <th>Code</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td>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   | <input type="text" value="1"/>                                |   |  |  |  |                             |                                  |   |                               |                                       |
| <table border="1"> <thead> <tr> <th>CIN of the Registrar and Transfer Agent</th> <th>Name of the Registrar and Transfer Agent</th> <th>Registered office address of the Registrar and Transfer Agents</th> <th>SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td>U67120WB2011PLC165872</td> <td>MCS SHARE TRANSFER AGENT LIMITED</td> <td>383 LAKE GARDENS 1ST FLOOR,<br/>KOLKATA,Kolkata,West Bengal,India,700045</td> <td>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,<br>KOLKATA,Kolkata,West Bengal,India,700045 | INR000004108                  |                                       |
| 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,<br>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)  | <input type="text"/>  |   |  |  |  |                             |                                  |   |                               |                                       |
| (c) Due date of AGM (DD/MM/YYYY)  | <input type="text" value="30/09/2025"/>                       |   |  |  |  |                             |                                  |   |                               |                                       |
| (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  | <input type="text"/>  |   |  |  |  |                             |                                  |   |                               |                                       |

(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/Joint 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

| <b>Class of shares</b>                     | <b>Authorised Capital</b> | <b>Issued capital</b> | <b>Subscribed Capital</b> | <b>Paid Up capital</b> |
|--|---------------------------|-----------------------|---------------------------|------------------------|
| 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**

| <b>Particulars</b>                            | <b>Authorised Capital</b> | <b>Issued capital</b> | <b>Subscribed capital</b> | <b>Paid Up capital</b> |
|---|---------------------------|-----------------------|---------------------------|------------------------|
| 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

| <b>Class of shares</b>                         | <b>Authorised Capital</b> | <b>Issued capital</b> | <b>Subscribed Capital</b> | <b>Paid Up capital</b> |
|--|---------------------------|-----------------------|---------------------------|------------------------|
| 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       |                      |                      |               |
| <b>(i) Equity shares</b>                     |                  |          |             |                      |                      |               |
| <b>At the beginning of the year</b>          | 158619           | 46943065 | 47101684.00 | 471016840            | 471016840            |               |
| <b>Increase during the year</b>              | 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<br>Conversion form Physical to Demat  | 0                | 21919       | 21919.00    | 219190               | 219190               |               |
| <b>Decrease during the year</b>                         | 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<br>Conversion from Physical to Demar | 21919            | 0           | 21919.00    | 219190               | 219190               |               |
| <b>At the end of the year</b>                           | 136700.00        | 46964984.00 | 47101684.00 | 471016840.00         | 471016840.00         |               |
| <b>(ii) Preference shares</b>                           |                  |             |             |                      |                      |               |
| <b>At the beginning of the year</b>                     | 0                | 0           | 0.00        | 0                    | 0                    |               |
| <b>Increase during the year</b>                         | 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<br>NIL                              | 0                | 0           | 0.00        | 0                    | 0                    |               |
| <b>Decrease during the year</b>                         | 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<br>NIL                               |                  |             | 0           |                      | 0                    |               |
| <b>At the end of the year</b>                           | 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.xlsxm

**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) |
|---------------------------------------|-----------------|------------------------|--|
|                                       |                 |                        |  |
| <b>Total</b>                          |                 |                        |  |

| 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 |
|---------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
|                                       |   |                          |                          |                                       |
| <b>Total</b>                          |   |                          |                          |                                       |

**(b) Partly convertible debentures**

\*Number of classes

0

| Classes of partly convertible debentures | Number of units | Nominal value per unit | Total value<br>(Outstanding at the end of the year) |
|--|-----------------|------------------------|---|
|  |                 |                        |   |
| <b>Total</b>                             |                 |                        |   |

| 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 |
|--|---|--------------------------|--------------------------|---------------------------------------|
|  |   |                          |                          |                                       |
| <b>Total</b>                             |   |                          |                          |                                       |

**(c) Fully convertible debentures**

\*Number of classes

0

| Classes of fully convertible debentures | Number of units | Nominal value per unit | Total value<br>(Outstanding at the end of the year) |
|---|-----------------|------------------------|---|
|   |                 |                        |   |
| <b>Total</b>                            |                 |                        |   |

| 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 |
|---|---|--------------------------|--------------------------|---------------------------------------|
|   |   |                          |                          |                                       |
| <b>Total</b>                            |   |                          |                          |                                       |

**(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                                  |
| <b>Total</b>                  | <b>0.00</b>                                 | <b>0.00</b>              | <b>0.00</b>              | <b>0.00</b>                           |

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 |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
|                    |                      |                            |                     |                            |                     |
| <b>Total</b>       |                      |                            |                     |                            |                     |

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<br>(other than NRI) | 0           | 0.00  | 0    | 0.00 |
| 2  | Government                                 |             |       |      |      |
|    | (i) Central<br>Government                  | 0           | 0.00  | 0    | 0.00 |
|    | (ii) State Government                      | 0           | 0.00  | 0    | 0.00 |
|    | (iii) Government<br>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<br>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<br>(not mentioned above)    | 14946317    | 31.73 | 0    | 0.00 |
| 10 | Others<br><br>FCB                          | 9869540     | 20.95 | 0    | 0.00 |
|    | <b>Total</b>                               | 26232923.00 | 55.69 | 0.00 | 0    |

Total number of shareholders (promoters)

15

#### B Public/Other than promoters

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

|    |  |             |       |      |      |
|----|--|-------------|-------|------|------|
|    | (iii) Foreign national<br>(other than NRI) | 408490      | 0.87  | 0    | 0.00 |
| 2  | Government                                 |             |       |      |      |
|    | (i) Central<br>Government                  | 0           | 0.00  | 0    | 0.00 |
|    | (ii) State Government                      | 95865       | 0.20  | 0    | 0.00 |
|    | (iii) Government<br>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<br>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<br>(not mentioned above)    | 1034509     | 2.20  | 0    | 0.00 |
| 10 | Others                                     | 157971      | 0.34  | 0    | 0.00 |
|    | <b>Total</b>                               | 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      |
|       | <b>Total</b>             | 30812.00 |

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

|   |  |            |               |        |      |
|---|--|------------|---------------|--------|------|
| EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO                                | CITIBANK N.A.<br>CUSTODY SERVICES FIFC<br>9TH FLOOR, G BLOCK<br>PLOT C 54 AND C 55,<br>BKC BANDRA EAST,<br>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,<br>DB HOUSE HAZARIMAL<br>SOMANI MARG,<br>P.O.BOX NO. 1142,<br>FORT MUMBAI 400001                       | 31/03/2025 | Ireland       | 8578   | 0.02 |
| EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC                            | DEUTSCHE BANK AG,<br>DB HOUSE HAZARIMAL<br>SOMANI MARG,<br>P.O.BOX NO. 1142,<br>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.<br>CUSTODY SERVICES FIFC<br>9TH FLOOR, G BLOCK<br>PLOT C 54 AND C 55,<br>BKC BANDRA EAST,<br>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.<br>CUSTODY SERVICES FIFC<br>9TH FLOOR, G BLOCK<br>PLOT C 54 AND C 55,<br>BKC BANDRA EAST,<br>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.<br>CUSTODY SERVICES FIFC<br>9TH FLOOR, G BLOCK<br>PLOT C 54 AND C 55,<br>BKC BANDRA EAST,<br>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 |
| <b>A Promoter</b>                       | 1  | 3             | 1  | 3             | 0.8  | 1.31          |
| <b>B Non-Promoter</b>                   | 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             |
| <b>C Nominee Directors representing</b> | 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             |
| <b>Total</b>                            | 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

14

#### 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 CHOWDHARY    | 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<br>(DD/MM/YYYY) | Total Number of<br>Members entitled to<br>attend meeting | Attendance                       |                         |
|---------------------------|---------------------------------|--|----------------------------------|-------------------------|
|                           |                                 |  | Number of<br>members<br>attended | % of total shareholding |
| ANNUAL GENERAL<br>MEETING | 13/09/2024                      | 31957  | 90                               | 0.28                    |

##### B BOARD MEETINGS

\*Number of meetings held

5

| S.No | Date of meeting<br>(DD/MM/YYYY) | Total Number of directors<br>as on the date of<br>meeting | Attendance                      |                 |
|------|---------------------------------|---|---------------------------------|-----------------|
|      |                                 |   | Number of directors<br>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<br>(DD/MM/YYYY) | Total Number of<br>Members as on the<br>date of meeting | Attendance                    |                 |
|------|------------------------------------|---------------------------------|---|-------------------------------|-----------------|
|      |                                    |                                 |   | Number of members<br>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<br>Relationship       | 24/05/2024                      | 3   | 3                             | 100             |
| 7    | Stakeholders<br>Relationship       | 09/08/2024                      | 3   | 3                             | 100             |
| 8    | Stakeholders<br>Relationship       | 12/11/2024                      | 3   | 3                             | 100             |
| 9    | Stakeholders<br>Relationship       | 12/02/2025                      | 3   | 3                             | 100             |
| 10   | Nomination &<br>Remuneration       | 24/05/2024                      | 3   | 3                             | 100             |
| 11   | Nomination &<br>Remuneration       | 09/08/2024                      | 3   | 3                             | 100             |
| 12   | Nomination &<br>Remuneration       | 12/11/2024                      | 3   | 3                             | 100             |
| 13   | Nomination &<br>Remuneration       | 12/02/2025                      | 3   | 3                             | 100             |
| 14   | Corporate Social<br>Responsibility | 24/05/2024                      | 3   | 3                             | 100             |
| 15   | Corporate Social<br>Responsibility | 09/08/2024                      | 3   | 3                             | 100             |
| 16   | Corporate Social<br>Responsibility | 12/11/2024                      | 3   | 3                             | 100             |
| 17   | Corporate Social<br>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.<br>N<br>o | Name<br>of the<br>Director | Board Meetings   |                                      |                    | Committee Meetings  |                                      |                    | Whether<br>attended AGM<br>held on |
|--------------|----------------------------|--|--------------------------------------|--------------------|---|--------------------------------------|--------------------|------------------------------------|
|              |                            | Number of<br>Meetings<br>which<br>director<br>was<br>entitled to<br>attend | Number<br>of<br>Meetings<br>attended | % of<br>attendance | Number of<br>Meetings<br>which<br>director<br>was entitled<br>to attend | Number<br>of<br>Meetings<br>attended | % of<br>attendance | (Y/N/NA)                           |
| 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<br>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

|   |
|---|
| 3 |
|---|

| S.<br>No. | Name              | Designation       | Gross salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>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 |
|   | <b>Total</b>      |                   | 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/<br>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   |
|        | <b>Total</b>   |                   | 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/<br>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    |
|        | <b>Total</b>           |             | 0.00         | 0.00       | 0.00                          | 5850000.<br>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/<br>directors/<br>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/<br>punishment | Details of appeal (if any) including present status |
|--|--|----------------------------|--|-----------------------------------|---|
|  |  |                            |  |                                   |   |

B \*DETAILS OF COMPOUNDING OF OFFENCES

Nil

| Name of the company/<br>directors/<br>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 RSMW 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           |
|       | <b>Total</b>             | <b>30,812</b> |

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@lnjbihilwara.com](mailto:rswm.investor@lnjbihilwara.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](http://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.lnjbihilwara.com](http://www.lnjbihilwara.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 31<sup>st</sup> 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.

| RSWM Limited  |                       |             |            |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| BHILWARA TOWER,A-12 SEC-1 NOIDA-201301  |                       |             |            |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| CIN   | L17115RJ1960PLC008216 | Face Value  | 10         |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Last AGM  | 13/09/2024            | Current AGM | 05/09/2025 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Data 01/04/2024 to 31/03/2025   |                       |             |            |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| (iii) Details of shares/Debentures Transfers since closure date of last financial year<br>(or in the case of the first return at any time since the incorporation of the company) |                       |             |            |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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