

RSWM/SECTT/2024
December 21, 2024

BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI - 400 001. Scrip Code: 500350	National Stock Exchange of India Limited Listing Department, Exchange Plaza, C-1, Block - G, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051. Scrip Code: RSWM
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Sub: Proceedings of Postal Ballot pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

The Board of Directors of the Company at its meeting held on 12th November, 2024, had decided to obtain consent of the members through Postal Ballot 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 (including any statutory modification(s) or re-enactment thereof, for the time being in force) (“**the Rules**”), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India also read with General Circulars No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December, 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as the “**MCA Circulars**”) and any other applicable laws and regulations, to transact the below mentioned special businesses by the Members of RSWM Limited (“**the Company**”) through Postal Ballot by remote e-voting process (remote e-voting) only:

Resolution No.1 (Special) - Appointment of Shri Sunil Dharamvir Dhawan (DIN: 02618343) as an Independent Director of the Company.

Resolution No.2 (Special) - Approval for the Continuation of Directorship of Shri Arun Kumar Churiwal (DIN: 00001718).

(Formerly Rajasthan Spinning & Weaving Mills Limited)

Corporate Office:
Bhilwara Towers, A-12, Sector-1
Noida-201 301 (NCR-Delhi), India
Tel. : +91-120-4390300 (EPABX)
Fax : +91-120-4277841
Website : www.rswm.in
GSTIN:09AAACR9700M1Z1

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
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Corporate Identification Number:L17115RJ1960PLC008216

Resolution No.3 (Special) – Increase in the Borrowing Power Limit of the Board of Directors.

Resolution No.4 (Special) – Approval for an Amendment in the Articles of Association of the Company.

Resolution No.5 (Special) – Approval for the creation of Mortgage/Charge on the Company's Assets.

In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the members to exercise their votes electronically and vote on the Resolutions through remote e-voting service facility arranged by National Securities Depository Limited ("NSDL").

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company have appointed Shri Mahesh Kumar Gupta, a Practicing Company Secretary (Certificate of Practice No. 1999 & Membership No.FCS-2870), Proprietor of M/s Mahesh Gupta & Company, Company Secretaries, as the Scrutinizer to conduct the Postal Ballot only through remote e-voting process in a fair and transparent manner.

The Postal Ballot Notice dated November 12, 2024 was sent to Members of the Company whose names appeared on the Register of Members/List of beneficiaries as on November 15, 2024 (Cut Off date). The Company has completed sending Postal Ballot Notices by way of emails on 21st November, 2024 through NSDL to those members/ shareholders who have registered their e-mail ids with the depositories or with the Company.

The e-voting commenced from Friday, November 22, 2024 at 9.00 A.M. (IST) and ended on Saturday, December 21, 2024 at 5.00 P.M. (IST) (both days inclusive).

The results shall be declared within 2 working days i.e. Tuesday, December 24, 2024 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 the equity shares of the Company are listed. It shall also be displayed on the Notice Board at the Registered Office & Corporate Office of the Company.

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The Company will submit the details of voting results as required under Regulation 44(3) of the SEBI Listing Regulations, along with the Scrutinizer Report separately, in due course.

The Resolutions, if passed by the requisite majority, shall be deemed to have been passed on Saturday, December 21, 2024 i.e. the last date specified for remote e-voting.

This is for your information and record.

Thanking you,

Yours faithfully,
For RSWM LIMITED

SURENDER GUPTA
VICE PRESIDENT – LEGAL & COMPANY SECRETARY
FCS-2615

Encl.: As above

rswm.investor@lnjbhilwara.com

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