

Date: 06.09.2024

To
Department of Corporate Services,
BSE Limited
Phiroze jeejeebhoy Towers,
Dalal Street, Mumbai -400001

Company Code: 540358

Subject: Notice of Annual General Meeting and Intimation of Remote E-voting

Ref: Pursuant to Regulation 30 and 34 of the SEBI (LODR) Regulations, 2015

Dear Sir,

Pursuant to Regulation 30 and 34 of the SEBI (LODR) Regulations, 2015, please find enclosed herewith Notice of 30th Annual General Meeting (AGM) of the company which is scheduled to be held on Saturday, 28th September, 2024 at 11:00 AM (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The notice is available on the website of the company <https://www.rmcindia.in/>

The Company is providing the remote e-voting facility to its shareholders to cast their votes on the resolutions set forth in the Notice of AGM through Central Depository Services (India) Limited (CDSL).

The remote e-voting will commence on Wednesday, 25th September, 2024 at 9:00 am and ends on Friday, 27th September, 2024 at 05:00 pm. During this period, Members of the Company holding shares as on Saturday, 21st September, 2024 ('cut-off date') may cast their vote electronically through remote e-voting.

You are requested to kindly take the above information on record.

Thanking You

Yours Faithfully

For RMC Switchgears Limited

ASHOK
KUMAR
AGARWAL
Ashok Kumar Agarwal
Managing Director
DIN: 00793152

Digitally signed by
ASHOK KUMAR
AGARWAL
Date: 2024.09.06
21:40:37 +05'30'

CIN:L25111RJ1994PLC008698

Corp. Office: B-11(B&C), Malviya Industrial Area, Jaipur-302017 (Rajasthan)

Regd. Office & Factory: 7K.M From Chaksu, Kotkhawda Road, Village-Badodiya, Tehsil-Chaksu, Tonk Road, Jaipur-303901 (Raj.)



NOTICE

▶ NOTICE

NOTICE is hereby given that the 30th Annual General Meeting (hereinafter referred to as "AGM") of the Members of RMC Switchgears Limited ("the Company") will be held on Saturday, the 28th September, 2024 at 11:00 A.M. ("IST") through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:.

ORDINARY BUSINESSES:

1. Adoption of Financial Statements

To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Ankit Agrawal (DIN: 00793035), who is liable to retire by rotation

To appoint a Director, in place of Mr. Ankit Agrawal (DIN: 00793035), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

3. Appointment of Mr. Kuljit Singh Popli (DIN: 01976135) as an Independent Director of the Company:

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to provision of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Kuljit Singh Popli (DIN: 01976135), who was appointed as an Additional Director of the Company in Independent Category w.e.f 15th July, 2024 in terms of Section 161(1) of the Act, and from whom the Company has received a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (LODR) Regulations 2015, be and is hereby appointed as Non-executive Independent Director of the Company for a period of 5 years commencing from 15th July, 2024 to 14th July, 2029, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to

do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard."

4. Appointment of Mr. Akhilesh Kumar Jain (DIN: 03466588) as a Director of the Company:

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT, pursuant to provision of Section 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and upon the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Akhilesh Kumar Jain (DIN: 03466588) who was appointed as an Additional Director of the Company in Executive Category w.e.f 15th July, 2024 in terms of Section 161(1) of the Companies Act, 2013 and who holds office up to the conclusion of this Annual General Meeting, be and hereby appointed as Non-executive Non-Independent Director of the Company and he shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard."

5. To ratify the remuneration of the Cost Auditor for the financial year 2024-25

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 read with applicable provisions of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of ₹ 30,000/- (Rupees Thirty Thousand Only) plus GST and re-imbursment of actual out of pocket expenses to M/s. Deepak Mittal & Co., Cost Accountants (Firm Registration No. 003076), who were appointed by the Board of Directors of the Company as "Cost Auditors" to conduct the audit of the cost records at a remuneration to conduct the audit of the Cost Records of the Company for the financial year 2023-24, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts

and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. Re-appointment of Mr. Ashok Kumar Agrawal (DIN:00793152) as Chairman cum Managing Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended, from time to time and Article of Association of the Company and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company in their meeting held on 1st April, 2024, the consent of the Members be and is hereby accorded to re-appoint Mr. Ashok Kumar Agrawal (DIN:00793152) as Chairman & Managing Director of the Company for a period of 5 Years w.e.f. 1st April, 2024 to 31st March, 2029 on such terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any Financial year) with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration, as it may deem fit, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, in accordance with the statutory limits/ approvals as may be applicable for the time being in force, be and is hereby authorized to revise/ alter/modify/amend the terms and conditions of the said re-appointment and/or remuneration, from time to time, in the manner and to the extent it deems appropriate, provided that such revision/ variation are in consonance of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and/ or other competent authority, if any, as may be mutually agreed to between the Board of Directors and Mr. Ashok Kumar Agrawal;

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to

do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard.”

7. Re-appointment of Mr. Ankit Agrawal (DIN:00793035) as Whole-time Director and Chief Executive Officer (CEO):

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended, from time to time and Article of Association of the Company and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company in their meeting held on 1st April, 2024, the consent of the Members be and is hereby accorded to re-appoint Mr. Ankit Agrawal (DIN:00793035) as Whole-time Director and Chief Executive Officer (CEO) of the Company for a period of 5 Years w.e.f. 1st April, 2024 to 31st March, 2029 on such terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any Financial year) with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration, as it may deem fit, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, in accordance with the statutory limits/ approvals as may be applicable for the time being in force, be and is hereby authorized to revise/ alter/modify/amend the terms and conditions of the said re-appointment and/or remuneration, from time to time, in the manner and to the extent it deems appropriate, provided that such revision/ variation are in consonance of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and/ or other competent authority, if any, as may be mutually agreed to between the Board of Directors and Mr. Ankit Agrawal;

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to

do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard.”

8. Re-appointment of Mrs. Neha Agrawal (DIN:07540311) as Executive Director:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended, from time to time and Article of Association of the Company and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company in their meeting held on 1st April, 2024, the consent of the Members be and is hereby accorded to re-appoint Mrs. Neha Agrawal (DIN:07540311) Whole-time Director designated as Executive Director of the Company for a period of 5 Years w.e.f. 1st April, 2024 to 31st March, 2029 on such terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any Financial year) with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or remuneration, as it may deem fit, and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, in accordance with the statutory limits/ approvals as may be applicable for the time being in force, be and is hereby authorized to revise/ alter/modify/amend the terms and conditions of the said re-appointment and/or remuneration, from time to time, in the manner and to the extent it deems appropriate, provided that such revision/ variation are in consonance of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time and/ or other competent authority, if any, as may be mutually agreed to between the Board of Directors and Mrs. Neha Agrawal;

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to

do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard.”

9. Approval for RMC Switchgears Limited Employees Stock Option Scheme-2024:

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any amendment thereto or re-enactment thereof), Regulation 6(1) and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI (SBEB & SE) Regulations, 2021”), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations”), relevant provisions of Memorandum of Association and Articles of Association of the Company and any other applicable and prevailing statutory Guidelines / Circulars in that behalf and subject further to such other approval(s) ,consent(s), permission(s) and/ or sanction(s) as may be necessary from the appropriate regulatory authority(ies) / institution(s) and such conditions and modifications as may be prescribed / imposed by the appropriate regulatory authority(ies) / institution(s) while granting such approval(s), consent(s), permission(s) and/or sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors for approval of RMC Switchgears Limited Employees Stock Option Scheme-2024 (“the Scheme”) and the Board of Directors (hereinafter referred to as the “Board of Directors” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee, which the Board of Directors has constituted to exercise its powers, including the powers, conferred by this resolution) be and is hereby authorised to create, grant, offer, issue and allot under the Scheme, in one or more tranches not exceeding 2,00,000 (Two Lakhs) Equity Shares (“Shares”) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of Employees and Directors of the Company and to such persons as may, from time to time, be allowed to be eligible for the benefits of the Scheme (as permitted under the applicable laws), exercisable into not more than 2,00,000 (Two Lakhs) Equity Shares (“Shares”) of face value of ₹ 10/- each (or such other adjusted figure

for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) on such terms and in such manner as the Board of Directors may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.

RESOLVED FURTHER THAT the Scheme shall be administered by the Nomination and Remuneration Committee ("the Committee") of the Company who shall have all the necessary powers as defined in the Scheme and is hereby designated as Compensation Committee in pursuance of the SEBI (SBEB & SE) Regulations, 2021, for the purpose of administration and implementation of the Scheme.

RESOLVED FURTHER THAT the Scheme shall be implemented directly, by way of fresh allotment by the Company and the Board/Committee shall have issue and allot shares directly to such Employee(s).

RESOLVED FURTHER THAT the Shares to be issued and allotted by the Company under the Scheme shall rank pari passu in all respects with the then existing Shares of the Company.

RESOLVED FURTHER THAT the Company shall conform to the applicable Accounting Policies, Guidelines or Accounting Standards as may be applicable from time to time, including the disclosure requirements prescribed therein.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary for the effective implementation and administration of the Scheme and to make applications to the appropriate authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.

RESOLVED FURTHER THAT the Board of Directors, subject to compliance with the SEBI (SBEB & SE) Regulations, 2021, and other applicable laws, rules and regulations, be and are hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisors, Merchant Bankers, Consultants or Representatives, being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate Authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.

RESOLVED FURTHER THAT the Board of Directors be and are hereby also authorized to nominate and appoint one or more persons for carrying out any or all of the activities that the Board of Directors are authorized to do for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For **RMC Switchgears Limited**

Ashok Kumar Agarwal
Managing Director
DIN: 00793152

Place: Jaipur
Date: 31.08.2024

Notes:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of the business under Item No. 3 to 9 set out above and details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking re-appointment at this Annual General Meeting are annexed hereto.
2. The 30th Annual General Meeting (AGM) is convened through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), which permit the companies to hold AGM through VC/OAVM, which does not require physical presence of members at a common venue. The deemed venue for the 30th AGM shall be the Registered Office of the Company i.e. 7 KM. from Chaksu, Khotkawda Road, Village- Badodiya, Tehsil Chaksu, Tonk Road, Jaipur-303901
3. In compliance with the aforesaid Circulars, the Notice of 30thAGM along with the Annual Report for the financial year 2023-24 is sent only through electronic mode to those Members whose E-mail addresses are registered with the Company / Depositories / RTA as on 30th August, 2024. The AGM Notice and Annual Report of the Company are made available on the Company's website at www.rmccindia.in and also on the website of the Stock Exchanges where the shares of the Company have been listed viz., BSE Limited - www.bseindia.com
4. Though a Member entitled to attend and vote at the meeting, is entitled to appoint one or more proxies (proxy need not be a member of the Company to attend and vote instead of himself / herself), the facility of appointment of Proxies is not available as the AGM is convened through VC / OAVM.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. In case of joint holders only such joint holder who is higher in the order of names will be entitled to vote during the meeting.
7. Effective from 1st April, 2020, dividend income is taxable in the hands of shareholders. Hence the Company is required to deduct tax at source [TDS] from the amount of dividend paid to shareholders at the prescribed rates. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to investor@linkintime.co.in on or before 16th September, 2024. Further no tax shall be deducted on the dividend payable to a resident individual shareholder if the total amount of dividend to be received from the Company during the financial year 2024-25 does not exceed ₹ 5,000/-. Shareholders may note that in case PAN is not updated with the Depository Participant/ RTA, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial tax rates under Double Tax Avoidance Agreement [DTAA] i.e. tax treaty between India and their country of residence. Non-resident shareholders are required to provide details on applicability of beneficial tax rates and provide following documents:
 - Copy of PAN card, if any, allotted by Indian Income Tax Authorities duly self-attested by the member.
 - Copy of Tax Residency Certificate [TRC] for the FY 2023-24 obtained from the revenue authorities of country of tax residence duly attested by the member.
 - Self-Declaration in Form 10-F.
 - NoPE [permanent establishment] certificate.
 - Self-declaration of beneficial ownership by the non-resident shareholder.
 - Lower withholding Tax certificate, if any, obtained from the Indian Tax Authorities.

The members/shareholders are required to provide above documents/declarations by sending an E-mail to investor@bigshareonline.com on or before 16th September, 2024. The aforesaid documents are subject to verification by the Company and in case of ambiguity, the Company reserves its right to deduct the TDS as per the rates mentioned in the Income Tax Act, 1961. In case of Foreign Institutional Investors / Foreign Portfolio Investors tax will be deducted under Section 196D of the Income Tax Act @20% plus applicable surcharge and cess.

8. Members wish to claim dividends that remained unclaimed are requested to correspond with the RTA/ Company Secretary. Members are requested to note that dividends that are not claimed within 7 years from the date of transfer to the Company's unpaid dividend account, will be transferred to the Investor Education and Protection Fund (IEPF) as per section 124 of the Act. Shares on which dividends remain unclaimed for seven consecutive years will also be transferred to the IEPF as per section 124 of the Act and the applicable rules.
9. As a part of the green initiatives the Members, who have not yet registered their E-mail addresses, are requested to register their E-mail addresses with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form. Upon such Registration, all communication from the Company/RTA will be sent to the registered E-mail address.
10. Members are requested to intimate, indicating their folio number, the changes, if any, in their registered address, either to the Company's Registrar and Share Transfer Agents or to their respective Depository Participant ("DP") in case the shares are held in dematerialized form.
11. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's RTA. In respect of shares held in demat form, the nomination form may be filed with the respective DP.
12. As per Regulation 40 of SEBI (LODR) Regulations, 2015 as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. Hence, the Members holding shares in physical form are requested to consider converting their holdings in the dematerialized form. The Members who are desirous to convert their physical holdings into dematerialized form, may contact the Depository Participant of their choice.
13. The Register of Directors and KMP and their shareholding and Register of contracts or arrangements in which Directors are interested maintained under Sections 170 and 189 of the Companies Act, 2013 respectively will be available electronically for inspection by the members at the AGM.
14. Updation of Members' details: The format of the Register of Members prescribed by the MCA under the Act requires the Company/RTA to record additional details of Members, including their PAN details, E-mail address, bank details for payment of dividend, etc. Members holding shares in physical form are requested to furnish the above details to the Company or RTA. Members holding shares in electronic form are requested to furnish the details to their respective DP.
15. The members / investors may send their complaints/ queries, if any to the Company's RTA at rnt.helpdesk@linkintime.in or to the Company at cs@rmcindia.in
16. CS Brij Kishore Sharma, Practicing Company Secretary (Membership No. FCS-6206) has been appointed as the Scrutinizer for the conduct of remote e-voting and e-voting process to be carried out at the AGM of the Company in a fair and transparent manner.
17. Since the AGM being held through VC/OAVM, the Route Map, Attendance Slip and proxy form are not attached to this Notice.
18. Voting through electronic means.
 1. The Annual General Meeting (AGM) is convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") pursuant to the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), which permit the companies to hold Annual General Meeting (AGM) through VC/ OAVM, which does not require physical presence of members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company i.e. 7 KM. from Chaksu, Khotkawda Road, Village- Badodiya, Tehsil Chaksu, Tonk Road, Jaipur-303901.
 2. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with

Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.rmcindia.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular

No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Wednesday, 25th September, 2024 at 9:00 A.M. and ends Friday, 27th September, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21st September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21st September, 2024.

How do I vote electronically using CDSL e-Voting system?

The way to vote electronically on CSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to CDSL e-Voting system

- A) Login method for e-Voting for Individual shareholders holding securities in demat mode
 - (i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

| Type of shareholders | Login Method |
|---|--|
| | 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com . Select "Register Online for IDeAS "Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp |
| | 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

Important note:Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 2109911 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.

| | |
|--|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@rmcindia.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/ EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 4 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM/ EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/ AGM.

- If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr.RakeshDalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 3: Appointment of Mr. Kuljit Singh Popli (DIN: 01976135) as an Independent Director of the Company:

The Board of Directors of the Company ("Board"), based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") read with the Articles of Association of the Company, has approved the appointment of Mr. Kuljit Singh Popli (DIN: 01976135) as an additional Director in category of Independent Director of the Company for a period of 5 (five) years with effect from July 15, 2024. Pursuant to the provisions of Section 161(1) of the Act, Mr. Kuljit Singh Popli hold office upto the date of this Meeting. Mr. Kuljit Singh Popli is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declarations from him, confirming that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the LODR Regulations 2015.

The Company has received a notice in writing pursuant to section 160 of the Act from a member proposing his candidature for the reappointment as an Independent Director of the Company.

Mr. Kuljit Singh Popli having Bachelor of Engineering (Electrical) from Birla Institute of Technology, Ranchi and worked as Chairman and Managing Director of Indian Renewable Energy Development Agencies Ltd during 2014 to 2019. After completing tenure at IREDA, he served International Solar Alliance as Adviser for one and half years. Through strategic planning, out of box thinking, making new financial products, raising long term capital through multi-lateral and bilateral agencies, green bonds, etc.

Details of Mr. Kuljit Singh Popli, pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2014 ("Listing Regulations"); and (ii) Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

In accordance with the provisions of Section 149 & 152 of the Act and applicable provisions of the Listing

Regulations, appointment of a director requires approval of Members of the company by way of an ordinary resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the notice for approval by the shareholders.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the notice except of their shareholding in the Company.

Item No. 4: Appointment of Mr. Akhilesh Kumar Jain (DIN: 03466588) as a Director of the Company:

The Board of Directors of the Company ("Board"), based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") read with the Articles of Association of the Company, has approved the appointment of Mr. Akhilesh Kumar Jain (DIN: 03466588) as an additional Director (Executive) of the Company with effect from July 15, 2024. Pursuant to the provisions of Section 161(1) of the Act, Mr. Akhilesh Kumar Jain hold office upto the date of this AGM. Mr. Akhilesh Kumar Jain is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declarations from him, confirming that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

The Company has received a notice in writing pursuant to section 160 of the Act from a member proposing his candidature for the reappointment as an Independent Director of the Company.

Mr. Akhilesh Kumar Jain renowned professional, holds a Bachelor's in Electronics Engineering and an Honorary Doctorate in Business Administration. He served as Managing Director at REIL (a mini-ratna PSU) from 2011 to 2020, excelling in Renewable Energy, Dairy Energy Storage and Electric Mobility. He is currently a Director in the Insolation Energy Limited and Rays Power Infra Limited. A visionary with 40+ years in the field of Electronics, Energy, Electric Mobility and IT Mr. Jain brings a wealth of expertise to RMC's Team. He is known for his innovative and out-of-the-box sustainable ideas, he has committed to applying for societal benefits, focusing on Smart Electronics, Solar Energy, Energy Storage and Electric Mobility.

Details of Mr. Akhilesh Kumar Jain, pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2014 ("Listing Regulations"); and (ii) Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice

In accordance with the provisions of Section 152 of the Act and applicable provisions of the Listing Regulations, appointment of a director requires approval of Members of the company by way of an ordinary resolution. The Board recommends the Ordinary Resolution set out at Item No. 4 of the notice for approval by the shareholders

The board recommends the special resolution set out at item no 4 of the notice for the approval by shareholders.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the notice except of their shareholding in the Company.

Item No. 5: To ratify the remuneration of the Cost Auditor for the financial year 2024-25

The Board on the recommendation of the Audit Committee, has approved the appointment of M M/s. Deepak Mittal & Co., Cost Accountants (Firm Registration No. 003076) as the Cost Auditors to conduct the audit of the cost records of the Company at a remuneration of ₹ 30,000/- (Rupees Thirty Thousand only) plus reimbursement of out of pocket expenses for the financial year 2024-25.

As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014 read with Section 148 (3) of the Companies Act, 2013, the remuneration recommended by the Audit Committee shall be considered and approved by the Board of Directors and ratified subsequently by the Shareholders.

Accordingly, consent of the members is sought through Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the financial year 2024-25. The Board recommends the Ordinary Resolution set out at Item No. 5 of the notice for approval by the shareholders.

The board recommends the ordinary resolution set out item no 5 of the notice for the approval by shareholders.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or

interested, financially or otherwise, in the resolution set out at Item No. 5 of the notice except of their shareholding in the Company.

Item No.: 6: Re-Appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company

The Board recommends the re-appointment of Mr. Ashok Kumar Agarwal as Managing Director of the Company for a further period of 5 (five) years w.e.f. 1st April, 2024 to 31st March, 2029 on the terms and conditions mentioned below.

During the proposed period of appointment he will attain the age of 70 years. In consideration of his vast experience, his appointment will be in the interest of the Company

Further, the Board of Directors in its Meeting held on 1st April, 2024 on the recommendation received from the Nomination and Remuneration Committee had approved the remuneration payable to Mr. Ashok Kumar Agarwal ₹ 7,50,000/- per month for the month of April, 2024 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and remuneration payable to Shri Ashok Kumar Agarwal as a Managing Director on below mentioned terms and conditions:

Basic Salary: ₹ 7,50,000/- per month

Perquisites and Allowances:

1. Housing

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

2. Gas, Electricity, Water Etc.

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

3. Reimbursement of Medical Expenses

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The

value of benefit will be determined as per company's Policy and rules.

4. Leave Travel Concession

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

5. Club Fees:

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs The value of benefit will be determined as per company's Policy and rules.

6. Personal Accident Insurance

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

7. Contribution to Provident Fund And Superannuation Fund

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

8. Leave and Encashment of Leave

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

9. Gratuity And / Or Contribution To The Gratuity Fund of Company

As per applicable laws for the time being in force and as per the policy & rules of the Company.

10. Use of Car

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

11. Reimbursement of Expenses

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

12. Variable Pay:

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

13. Others

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/ varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution in Item No. 6 of the Notice of this AGM for your approval.

None of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agrawal, Whole Time Director and Mrs. Neha Agarwal, Executive Director and their relatives are interested in the resolution.

Item No. 7: Re-appointment of Mr. Ankit Agrawal (DIN:00793035) as Whole-time Director and Chief Executive Officer (CEO)

The Board recommends the re-appointment of Mr. Ankit Agrawal (whose current tenure expires on 31st March, 2024) as Whole-time Director and Chief Executive Officer (CEO) of the Company for a further period of 5 (five) years w.e.f. 1st April, 2024 to 31st March, 2029 on the terms and conditions mentioned below.

Further, the Board of Directors in its Meeting held on 1st April, 2024 on the recommendation received from the Nomination and Remuneration Committee had approved the remuneration payable to Mr. Ankit Agrawal ₹ 7,00,000/- per month for the month of April, 2024 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and remuneration payable to Shri Ankit Agrawal as a Whole-time Director and Chief Executive Officer (CEO) on below mentioned terms and conditions:

Basic Salary: ₹ 7,00,000/- per month

Perquisites and Allowances:

1. Housing

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's

Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

2. Gas, Electricity, Water Etc.

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

3. Reimbursement of Medical Expenses

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The value of benefit will be determined as per company's Policy and rules.

4. Leave Travel Concession

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

5. Club Fees:

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs The value of benefit will be determined as per company's Policy and rules.

6. Personal Accident Insurance

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

7. Contribution to Provident Fund And Superannuation Fund

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

8. Leave and Encashment of Leave

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

9. Gratuity And / Or Contribution To The Gratuity Fund of Company

As per applicable laws for the time being in force and as per the policy & rules of the Company.

10. Use of Car

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

11. Reimbursement of Expenses

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

12. Variable Pay:

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

13. Others

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/ varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution in Item No. 7 of the Notice of this AGM for your approval.

None of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agarwal, Whole Time Director and Mrs. Neha Agarwal, Executive Director and their relatives are interested in the resolution.

Item No. 8: Re-appointment of Mrs. Neha Agrawal (DIN:07540311) as Executive Director:

The Board recommends the re-appointment of Mrs. Neha Agrawal as Executive Director of the Company for a further period of 5 (five) years w.e.f. 1st April, 2024 to 31st March, 2029 on the terms and conditions mentioned below.

Further, the Board of Directors in its Meeting held on 1st April, 2024 on the recommendation received from the Nomination and Remuneration Committee had approved the remuneration payable to Mrs. Neha Agrawal

₹ 5,50,000/- per month for the month of April, 2024 and onwards, subject to the ratification by the Members in the ensuing General Meeting.

Therefore, in compliance with the applicable provisions of the Act, it is hereby proposed to seek Members' approval for the re-appointment and remuneration payable to Smt. Neha Agrawal as Executive Director on below mentioned terms and conditions:

Basic Salary: ₹ 5,50,000/- per month

Perquisites and Allowances:

1. Housing

The Company shall provide free furnished accommodation or HRA in lieu of Company provided accommodation. The value of benefit will be determined as per company's Policy and rules and the permissible limit of Income Tax Act, 1961/ Income Tax Rules, 1962.

2. Gas, Electricity, Water Etc.

Reimbursement of expenses on actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation. The value of benefit will be determined as per company's Policy and rules.

3. Reimbursement of Medical Expenses

Reimbursement of medical expenses (including insurance premium for medical and hospitalisation policy, if any) incurred for self and family, subject to the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents. The value of benefit will be determined as per company's Policy and rules.

4. Leave Travel Concession

Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company. For the above purpose, "Family" includes spouse, dependent children and parents.

5. Club Fees:

Aforesaid directors shall be allowed to avail Corporate Membership of the Clubs. The value of benefit will be determined as per company's Policy and rules.

6. Personal Accident Insurance

Coverage for Personal Medical/ Accident Insurance/ Key man Insurance or any other coverage as per company's Policy and rules.

7. Contribution to Provident Fund And Superannuation

Fund

Contribution to Provident Fund and Superannuation Fund, as per applicable laws for the time being in force and as per company's Policy and rules shall be provided.

8. Leave and Encashment of Leave

Leave Travel Expenses for self and family in accordance with the policy & rules of the Company.

9. Gratuity And / Or Contribution To The Gratuity Fund of Company

As per applicable laws for the time being in force and as per the policy & rules of the Company.

10. Use of Car

Cars for use of Company's Business as well as for own use, as per Company policy & rules.

11. Reimbursement of Expenses

Reimbursement of telephone, entertainment, travelling and all other expenses incurred for the business of the Company, as per Company policy & rules.

12. Variable Pay:

Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time.

13. Others

Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may from time to time decide.

The terms and conditions as stated above may be altered/ varied from time to time by the Board of Directors if it deems fit in accordance with the provisions of section 197 and Schedule V of the Companies Act, 2013 and all other applicable laws, subject to the ratification of such variation by the members in the next general meeting

Where in any year, the Company has no profits or its profits are inadequate, the total remuneration payable to the directors shall be limited to the ceiling limit stated under Schedule V annexed to the Companies Act, 2013.

Your Directors recommend the proposed Special resolution in Item No. 8 of the Notice of this AGM for your approval.

None of the Directors except Shri Ashok Kumar Agarwal, Chairman & Managing Director, Shri Ankit Agrawal, Whole Time Director and Mrs. Neha Agarwal, Executive

Director and their relatives are interested in the resolution.

Item No. 9: Approval for RMC Switchgears Limited Employees Stock Option Scheme-2024:

Equity based remuneration includes alignment of personal goals of the Employees with Organizational objectives by participating in the ownership of the Company. The Board of Directors of your Company understands the need to enhance the Employee engagement, to reward the Employees for their association and performance as well as to motivate them to contribute to the growth and profitability of the Company.

In order to reward and retain the Employees and to create a sense of ownership and participation amongst them, the Board of Directors has in its meeting held on 31st August, 2024, approved the RMC Switchgears Limited Employees Stock Option Scheme - 2024 ("Scheme") to or for the benefit of such Employees as defined in the Scheme.

In terms of Regulation 6(1) of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ["SEBI (SBEB & SE) Regulations"] and Section 62 and other applicable provisions, if any, of the Companies Act, 2013, the issue of Equity Shares under an Scheme requires approval of the shareholders by way of a Special Resolution. The Special Resolution set out at Item No. 9 is to seek your approval for the said purpose. The main features and other details of the Scheme as per Regulation 6(2) of the SEBI (SBEB & SE) Regulations, 2021 are as under:

1. Brief Description of the Scheme:

This Scheme shall be called the "RMC Switchgears Limited Employees Stock Option Scheme - 2024".

The purpose of the Scheme includes the following:

- i. To attract new talent into the Company to drive its growth plans.
- ii. To motivate the Employees to contribute to the growth and profitability of the Company;
- iii. To retain the Employees and reduce the attrition rate of the Company;
- iv. To achieve sustained growth and the creation of shareholder value by aligning the interests of the Employees with the long-term interests of the Company;

- v. To create a sense of ownership and participation amongst the Employees to share the value they create for the Company in the years to come; and

- vi. To provide deferred rewards to Employees.

2. The total number of shares to be granted under the Scheme:

The maximum number of Options that may be Granted pursuant to this Scheme shall not exceed 2,00,000 (Two Lakh) Options which shall be convertible into equal number of Shares.

If any Option Granted under the Scheme lapses or is forfeited or surrendered under any provision of the Scheme, such Option shall be available for further Grant under the Scheme unless otherwise determined by the Committee.

Further, the maximum number of Options that can be Granted and the Shares arise upon Exercise of these Options shall stand adjusted in case of Corporate Action.

The Company reserves the right to increase or decrease such number of Options and Shares as it deems fit, in accordance with the Applicable Law.

3. Identification of classes of Employees entitled to participate in the Scheme:

- a. An Employee as designated by the Company, who is exclusively working in India or outside India; or
- b. A Director of the Company, whether a Whole Time Director or not, including a Non –Executive Director who is not a Promoter or member of the Promoter Group, but excluding an Independent Director.

4. Requirement of Vesting and period of Vesting:

Vesting Period shall commence from the Grant Date subject to minimum of 1 (One) year from the Grant Date and a maximum of 7 (Seven) years from the Grant Date, at the discretion of and in the manner prescribed by the Committee and set out in the Grant Letter.

Provided further that in the event of death or Permanent Incapacity of a Grantee, the minimum Vesting Period of one year shall not be applicable and in such instances, the Options shall vest in terms of SEBI (SBEB & SE) Regulations, on the date of the death or Permanent Incapacity.

Vesting of Options can vary from Grantee to Grantee as per the discretion of the Committee whose decision shall be final and binding.

The vesting schedule will be clearly defined in their Grant Letter of respective Grantees subject to minimum and maximum Vesting Period as specified in article 10.1 above.

However, the suggestive vesting schedule is as follow:

| Time Period | % Of Options to be vested |
|--|----------------------------------|
| At the end of 1st year from the grant date | 10% of the Options Granted |
| At the end of 2nd year from the grant date | 10% of the Options Granted |
| At the end of 3rd year from the grant date | 15% of the Options Granted |
| At the end of 4th year from the grant date | 20% of the Options Granted |
| At the end of 5th year from the grant date | 20% of the Options Granted |
| At the end of 6th year from the grant date | 25% of the Options Granted |

The Vesting would be subject to the continued employment of the Grantee and may further be linked with the certain performance and other criteria's, as determined by the Committee and mentioned in the Grant Letter.

The Committee shall have the power to modify or accelerate the vesting schedule on a case-to-case basis subject to the minimum gap of 1 (One) Year between the Grant and first Vesting.

Further any fraction entitlement, to which the Grantee would become entitled to upon Vesting of Options (other than the last tranche of vesting), then the Options to be actually vested be rounded off to the nearest lower integer. Accordingly, in the last vesting, the number of the Options to be vested shall include the Options which were not earlier vested due to fraction adjustment.

The Vesting of Options shall be communicated to the eligible Grantees in writing through vesting letter.

The Grantees not required to pay any amount at the time of Vesting of Options.

5. Maximum period within which the Shares shall be vested:

Maximum period within which the Shares shall be vested is 7 (Seven) years from the Date of Grant

6. Exercise Price or Pricing Formula:

Under this Scheme, the Exercise Price of the Shares will be decided by the Board of Director/ Committee.

The Committee has the power to provide a suitable discount, as deems fit, on such price as arrived above. However, in any case, the exercise price shall not go below the par value of Share of the Company.

7. Exercise period and process of Exercise:

After Vesting, Options can be Exercised either wholly or partly, within a maximum period of 3 (Three) years from the date of respective Vesting, through Cash Mechanism after submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any.

The mode and manner of the Exercise shall be communicated to the Grantees individually.

8. Appraisal process for determining the eligibility of the Employees to the Scheme:

The Committee may on the basis of all or any of the following criteria, decide on the Employees who are eligible for the Grant of Options under the Scheme, the number of Options to be Granted and the terms and conditions thereof.

- Longevity of Service: It will be determined on the basis of tenure of employment of an Employee in the Company / Group Company(ies) / Subsidiary Company(ies) / Associate Company(ies).
- Performance of Employee: Employee's performance during the financial year in the Company / Group Company(ies) / Subsidiary Company(ies) / Associate Company(ies) on the basis of decided parameters.
- Performance of Company: Performance of the Company as per the standards to be set by the Committee/ Board of Directors from time to time.
- Any other criteria as decided by the Committee in consultation with Board of Directors from time to time.

9. The Maximum number of Shares to be granted per Employee and in aggregate:

The maximum number of options that may be granted pursuant to this Scheme shall not exceed 2,00,000 (Two Lakhs) in aggregate which shall be convertible into equal number of Shares.

Subject to availability of Options in the pool under the Scheme, the maximum number of Options that can be granted to any eligible Employee during any one year shall not be equal to or exceed 1% of the issued capital

of the Company at the time of Grant. The Committee may decide to Grant such number of Options equal to or exceeding 1% of the issued capital to any eligible Employee as the case may be, subject to the separate approval of the shareholders in a general meeting.

10. The Maximum quantum of benefits to be provided per Employee under the scheme:

The maximum quantum of benefits that will be provided to every eligible employee under the Scheme will be the difference between the market value of Company's share on the recognized stock exchanges as on the Date of Exercise of Options and the Exercise Price paid by the Employee.

11. Whether the Scheme is to be implemented and administered directly by the Company:

The Scheme shall be implemented directly by way of fresh allotment of shares by the Company, subject to Applicable Laws and the framework laid down by the Board of Directors, the Scheme shall be administered by the Committee as per the Applicable Laws, for proper administration of the Scheme.

12. Whether the Scheme involves new issue of shares by the company or secondary acquisition by the Trust or both:

The Scheme involves issue and allotment of 200000 equity shares by the Company only.

13. The amount of loan to be provided for implementation of the Scheme by the Company to the Trust, its tenure, utilization, repayment terms, etc.:

Not Applicable as the Scheme shall be implemented directly by way of fresh allotment by the Company. No amount of loan to be provided for implementation of the Scheme by the Company

14. The Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the Trust for the purposes of the Scheme:

- NOT APPLICABLE -

15. Disclosure and accounting policies:

The Company shall comply with the disclosures requirements and the accounting policies prescribed under Regulation 15 of the SEBI (SBEB & SE) Regulations, 2021 or as may be prescribed by regulatory authorities from time to time.

16. The method which the Company shall use to value its Options:

The Company shall make all the necessary disclosures required under the provisions of the SEBI (SBEB & SE) Regulations, 2021 and other Applicable Laws. The Company shall comply with the requirements of Ind AS-102 and shall use Fair value method and the fair value

of Shares would be calculated as per the prescribed method under the applicable regulations.

17. Statement with regard to Disclosure in Director's Report:

As the company is adopting fair value method, presently there is no requirement for disclosure in director's report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report.

18. Period of lock-in:

The Shares allotted to the Grantees pursuant to Exercise of Options will not be subject to any lock-in period and can be freely sold by the Grantee.

19. Terms & conditions for buy-back, if any, of specified securities: Not Applicable

In terms of Section 62 of the Companies Act, 2013 and Regulation 6 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the approval of the Shareholders is sought by way of Special Resolution for the approval of the RMC Switchgears Limited Employees Stock Option Scheme - 2024 ("Scheme").

The Board of Directors of the Company recommend the Special resolutions as set out at item No.9 for approval by members.

None of the Directors and Key Managerial Personnel of the Company and any relatives of such Director and Key Managerial Personnel are in anyway concerned or interested in the resolution.

RMC Switchgears Limited Employees Stock Option Scheme-2022 ("Scheme") and other documents referred to in the aforesaid resolutions are available for inspection electronically in the website of the Company

By Order of the Board of Directors
For **RMC Switchgears Limited**

Ashok Kumar Agarwal
Managing Director
DIN: 00793152

Place: Jaipur
Date: 31.08.2024

Annexure

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 On General Meetings]

| Name | Mr. Ashok Kumar Agrawal | Mr. Ankit Agarwal | Mrs. Neha Agrawal |
|--|---|---|---|
| Category / Designation | Chairman & Managing Director | Whole-time Director & CEO | Executive Director |
| Director Identification No. (DIN) | 00793152 | 00793035 | 03466588 |
| Date of Birth | 28.06.1956 | 09.03.1982 | 05.10.1982 |
| Nationality | Indian | Indian | Indian |
| Date of first appointment on the Board | 23.08.1994 | 20.11.2008 | 28.06.2016 |
| Brief Profile / Expertise in Specific field/ Qualification | Mr. Ashok Kumar Agarwal, aged 68 years, has been on Board since the inception of the Company and currently holding the position as Chairman cum Managing Director and is one of the Promoters of our Company. He has an overall experience of around 50 years out of which 30 years in the field of Electrical Industry. He is instrumental in taking major policy decisions of the Company. He is playing a vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the Business of our Company. | Mr. Ankit Agarwal aged 42 years bringing 22 years of industry experience, Mr. Ankit Agarwal is whole time director and CEO of the Company and he plays a vital role in RMC's growth and diversification. His leadership spans sales, marketing, and quality assurance.. | Mrs. Neha Agrawal, aged 42 years is executive director of the Company. She has an experience of 8 years. She currently looks after the overall administration of the Company. |
| Board Meetings held & attended during the FY 2023-24 | 8 attended out of 9 meetings held | 9 attended out of 9 meetings held | 9 attended out of 9 meetings held |
| Directorship held in other companies | 1. Intelligent hydel solutions private limited 2. RMC Green Energy Private Limited | 1. Saviour Rescuerator Private Limited 2. Intelligent Hydel Solutions Private Limited 3. RMC Green Energy Private Limited | Nil |

| Name | Mr. Ashok Kumar Agrawal | Mr. Ankit Agarwal | Mrs. Neha Agrawal |
|---|---|---|--|
| Memberships/ Chairmanships of Committees of other Companies | Nil | Nil | Nil |
| Number of shares held in the company | 23,73,480 | 10,04,820 | 7,05,000 |
| Relationship with other directors / KMP | Father of Ankit Agrawal and Father in Law of Neha Agrawal | Son of Mr. Ashok Kumar Agarwal and Spouse of Neha Agarwal | Spouse of Ankit Agrawal and Daughter in Law of Ashok Kumar Agarwal |

| Name | Mr. Kuljit Singh Popli | Mr. Akhilesh Kumar Jain |
|--|---|--|
| Category / Designation | Independent Director | Director |
| Director Identification No (DIN) | 01976135 | 03466588 |
| Date of Birth | 16-06-1960 | 15-03-1960 |
| Nationality | Indian | Indian |
| Date of first appointment on the Board | 15.07.2024 | 15.07.2024 |
| Brief Profile / Expertise in Specific field/ Qualification | Mr. Kuljit Singh Popli having Bachelor of Engineering (Electrical) from Birla Institute of Technology, Ranch and worked as Chairman and Managing Director of Indian Renewable Energy Development Agencies Ltd in 2019 (2014-2019). After completing my tenure at IREDA, he served International Solar Alliance as Adviser for one and half years. Through strategic planning, out of box thinking, making new financial products, raising long term capital through multi-lateral and bilateral agencies, green bonds, etc. | Mr. Akhilesh Kumar Jain renowned professional, holds a Bachelor's in Electronics Engineering and an Honorary Doctorate in Business Administration. He served as Managing Director at REIL (a mini-ratna PSU) from 2011 to 2020, excelling in Renewable Energy, Dairy Energy Storage and Electric Mobility. He is currently a Director in the Insolation Energy Limited and Rays Power Infra Limited. A visionary with 40+ years in the field of Electronics, Energy, Electric Mobility and IT Mr. Jain brings a wealth of expertise to RMC's Team. He is known for his innovative and out-of-the-box sustainable ideas, he has committed to applying for societal benefits, focusing on Smart Electronics, Solar Energy, Energy Storage and Electric Mobility. |
| Board Meetings held & attended during the FY 2023-24 | NIL | NIL |

| Name | Mr.Kuljit Singh Popli | Mr.Akhilesh Kumar Jain |
|---|--|--|
| Directorship held in other companies | <ol style="list-style-type: none"> 1. Varindera Constructions Limited 2. Zandria Retail And Hospitality Private Limited 3. IOV Registered Valuers Foundation 4. Clime Finance Private Limited 5. Gensol Engineering Private Limited 6. Insulation Energy Limited | <ol style="list-style-type: none"> 1. Insolation Energy Limited 2. Rays Power Infra Limited 3. RMC Green Energy Private Limited |
| Memberships/Chairmanships of Committees of other Companies | - | 2 |
| Number of shares held in the company | NIL | NIL |
| Relationship with other directors / KMP | NIL | NIL |
| Listed entities from where the person resigned in the last 3 year | NIL | NIL |

By order of the Board of Directors
For **RMC Switchgears Limited**

Ashok Kumar Agarwal

Managing Director
DIN : 00793152

Place: Jaipur

Date: 31.08.2024