

CORPORATE GOVERNANCE

| General Information of the Company | |
|--|--------------------------|
| Scrip Code | 500350 |
| NSE Symbol | RSWM |
| MSEI Symbol | NOTLISTED |
| ISIN | INE611A01016 |
| Name of the Entity | RSWM LIMITED |
| Date of start of Financial Year | 01-04-2021 |
| Date of end of Financial Year | 31-03-2022 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2021 |
| Risk Management Committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |

Annexure I
Annexure I to be Submitted by Listed Entity on Quarterly Basis
I. Composition of Board of Directors

Disclosure of notes on Composition of Board of Directors Explanatory

| | | Whether the listed entity has a regular Chairperson | | Yes | | | | | | | | | | | | | | | | |
|----|-----------------|---|------------|----------|--|-------------------------|-------------------------|---------------|--|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| | | Whether Chairperson is related to MD or CEO | | Yes | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg-17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
| 1 | Mr | Riju Jhunjhunwala | AAKPJ4377M | 00061060 | Executive Director | Chairperson | CEO-MD | 13-01-1979 | NA | | 23-10-2003 | 01-05-2016 | | | 3 | 0 | 2 | 1 | | |
| 2 | Mr | Ravi Jhunjhunwala | AAGPJ0739D | 00060972 | Non-Executive - Non Independent Director | Not Applicable | | 28-10-1955 | NA | | 18-05-1979 | 18-05-1979 | | | 6 | 2 | 6 | 2 | | |
| 3 | Mr | Shekhar Agarwal | AAEPA6590M | 00066113 | Non-Executive - Non Independent Director | Not Applicable | | 09-10-1952 | NA | | 13-02-1984 | 25-09-2009 | | | 5 | 0 | 4 | 0 | | |
| 4 | Mr | Brij Mohan Sharma | AOMPS2044A | 08195895 | Executive Director | Not Applicable | MD | 08-11-1957 | NA | | 07-08-2018 | 07-08-2020 | | | 1 | 0 | 0 | 0 | | |
| 5 | Mr | Arun Churiwal | ACTPC0401E | 00001718 | Non-Executive - Non Independent Director | Not Applicable | | 15-05-1950 | NA | | 23-10-2003 | 01-04-2016 | | | 3 | 0 | 4 | 1 | | |
| 6 | Mr | Kamal Gupta | AAHPG1101F | 00038490 | Non-Executive - Independent Director | Not Applicable | | 12-02-1946 | Yes | 11-09-2019 | 16-09-2014 | 16-09-2019 | | 81 | 3 | 3 | 9 | 4 | | |
| 7 | Mr | Amar Nath Choudhary | ABVPC0060A | 00587814 | Non-Executive - Independent Director | Not Applicable | | 06-03-1944 | Yes | 11-09-2019 | 16-09-2014 | 16-09-2019 | | 81 | 2 | 2 | 3 | 2 | | |
| 8 | Mr | Priya Shankar Dasgupta | ADWPD2072J | 00012552 | Non-Executive - Independent Director | Not Applicable | | 30-06-1955 | NA | | 16-09-2014 | 16-09-2018 | | 81 | 6 | 6 | 7 | 4 | | |
| 9 | Mr | Deepak Jain | AAEPJ1525D | 00004972 | Non-Executive - Independent Director | Not Applicable | | 06-04-1975 | NA | | 11-05-2016 | 11-05-2016 | | 62 | 3 | 1 | 3 | 1 | | |
| 10 | Mrs | Archana Capoor | ABSPC4053C | 01204170 | Non-Executive - Independent Director | Not Applicable | | 17-09-1958 | NA | | 13-02-2018 | 13-02-2018 | | 41 | 5 | 5 | 3 | 1 | | |

| Annexure I | | | | | | |
|--|---|--|------------------------------|--|------------------------------|---|
| III. Meeting of Board of Directors | | | | | | |
| Disclosure of notes on Composition of Board of Directors Explanatory | | | | | | |
| Sr. | Date(s) of Meeting (Enter dates of Previous quarter and Current Quarter in chronological order) | Madmimum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | 11-02-2021 | | | Yes | 10 | 5 |
| 2 | 28-05-2021 | 105 | | Yes | 10 | 5 |

* To be filled in only for the current quarter meetings

| Annexure I | | | | | | | | |
|--|---|---|--|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees | | | | | | | | |
| Disclosure of notes on Composition of Committees Explanatory | | | | | | | | |
| Sr. | Name of Committee | Date(s) of Meeting (Enter dates of Previous quarter and Current Quarter in chronological order) | Madmimum gap between any two consecutive (in number of days) | Name of Other Committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 11-02-2021 | | | | Yes | 3 | 3 |
| 2 | Audit Committee | 28-05-2021 | 105 | | | Yes | 3 | 3 |
| 3 | Nomination and Remuneration Committee | 11-02-2021 | | | | Yes | 3 | 2 |
| 4 | Nomination and Remuneration Committee | 28-05-2021 | 105 | | | Yes | 3 | 2 |
| 5 | Stakeholders Relationship Committee | 11-02-2021 | | | | Yes | 3 | 1 |
| 6 | Stakeholders Relationship Committee | 28-05-2021 | 105 | | | Yes | 3 | 1 |
| 7 | Corporate Social Responsibility Committee | 11-02-2021 | | | | Yes | 3 | 1 |
| 8 | Corporate Social Responsibility Committee | 28-05-2021 | 105 | | | Yes | 3 | 1 |

* To be filled in only for the current quarter meetings.

| Annexure I | | | |
|-------------------------------|--|-------------------------------|--|
| V. Related Party Transactions | | | |
| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Whether prior approval of Audit Committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

| Annexure 1 | | |
|------------------|---|----------------------------|
| VI. Affirmations | | |
| Sr | Subject | Compliance status (Yes/No) |
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | YES |
| 2 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee | YES |
| 3 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & Remuneration Committee | YES |
| 4 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders Relationship Committee | YES |
| 5 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | YES |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | YES |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | YES |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. (This report will be placed in ensuing Board meeting and the previous report had been placed in the previous Board meeting.) | YES |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: (There were no comments/observations/advice on the said report by the Board of Directors.) | |

| Annexure I | | |
|------------|-------------------|--|
| 1 | Name of Signatory | SURENDER GUPTA |
| 2 | Designation | Company Secretary and Compliance Officer |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | SURENDER GUPTA |
| Designation of person | Company Secretary and Compliance Officer |
| Place | NOIDA |
| Date | 16-07-2021 |