

**Date:** February 13, 2026

**BSE Limited**

Department of Corporate Services,  
Pheroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block  
Bandra- Kurla Complex, Mumbai-400051

**SCRIP Code- 544136**

**SYMBOL-RKSWAMY**

**ISIN: INEONQ801033**

**Subject: Intimation under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby notify that the Board of Directors of R K SWAMY Limited (“the Company”) at its Meeting held today i.e. February 13, 2026 at the Corporate office of the Company at Esplanade House, Fort, Mumbai which commenced at 2:30 P.M. (IST) and concluded at 04:30 P.M (IST), based on the recommendation of the Nomination & Remuneration Committee, has inter alia, considered, approved and taken on record the following:-

**1. Re-appointment of Independent Directors**

- a. Mr. T. T. Srinivasaraghavan (DIN: 00018247) as an Independent Director for a second term, commencing from July 03, 2026 upto the conclusion of the Annual General Meeting of the Company to be held in the year 2029 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members of the Company.
  - b. Mrs. Nalini Padmanabhan (DIN: 01565909) as an Independent Director for a second term, commencing from July 03, 2026 upto the conclusion of the Annual General Meeting of the Company to be held in the year 2030 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members of the Company.
  - c. Mr. Rajiv Vastupal Mehta (DIN: 00647906) as an Independent Director for second term of five years commencing from July 03, 2026 upto July 02, 2031 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members of the Company.
2. Re-appointment of Mrs. Sangeetha Narasimhan (DIN: 07050848) as a Whole-time Director of the Company for a period of five consecutive years effective September 19, 2026 upto September 18, 2031 (both days inclusive) and terms of her remuneration, whose office is liable to retire by rotation, subject to approval of the Members of the Company.
3. Cessation of office on retirement of Mr. Sunil Sethy (DIN: 00244104) as an Independent Director of the Company, with effect from the close of business hours on March 26, 2026

**R K SWAMY Limited**

Esplanade House,  
29 Hazarimal Somani Marg,  
Fort, Mumbai 400001

**Phone:** +91 22 4057 6399, 2207 7476

**Email:** [reachout@rkswamy.com](mailto:reachout@rkswamy.com)

[www.rkswamy.com](http://www.rkswamy.com)

**CIN No.** L74300TN1973PLC006304

**Regd Office:** Plot No.19, Wheatcrofts Road,

Nungambakkam, Chennai- 600034.

**Offices also at** Bengaluru, Hyderabad,

Kochi, Kolkata, New Delhi

who will be attaining the age of 75 years on March 27, 2026. The copy of the letter received from Mr. Sunil Sethy is enclosed as **Annexure - A**.

The Board placed on record its sincere appreciation and gratitude for the invaluable contributions, guidance and dedicated service rendered by Mr. Sunil Sethy during his tenure as an Independent Director of the Company.

Details with respect to the above change in Directors as required under SEBI Listing Regulations read with SEBI Master Circular - SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 are provided in **Annexures B** to this letter.

The above disclosure will be uploaded on the Company's website [www.rkswamy.com](http://www.rkswamy.com)

You are requested to kindly take the same on record.

Thanking you

**For R K SWAMY Limited**

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**Aparna Bhat**  
**Company Secretary & Compliance Officer**  
**Membership No.:** A19995  
**Address:** Esplanade House, 29, Hazarimal Somani Marg,  
Fort, Mumbai 400 001

13<sup>th</sup> February 2026

To,  
**The Board of Directors,  
R K Swamy Limited**

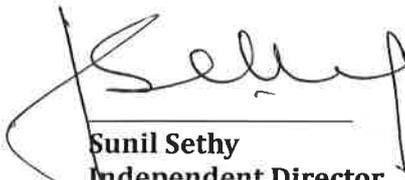
**Subject: Cessation of Office of Independent Director effective March 26, 2026**

Dear Sir, Madam,

In view of my attaining the age of 75 years on March 27, 2026, I am writing to communicate my retirement as a Non-Executive, Independent Director of the Company. Accordingly, I will be stepping down from the Board effective from the close of business hours on March 26, 2026.

This is in adherence to the age-related guidelines prescribed under Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

I hereby confirm that there are no material reasons for my stepping down other than the regulatory requirement associated with my age. I wish the Board and the Company continued success.

  
\_\_\_\_\_  
**Sunil Sethy**  
**Independent Director**  
**DIN: 00244104**

**Details of Re-appointment & Cessation of Directors**

Particulars as required under SEBI Listing Regulations read with SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

Sr. No.	Particulars	Mr. T. T. Srinivasaraghavan	Mrs. Nalini Padmanabhan	Mr. Rajiv Vastupal Mehta	Mrs. Sangeetha Narasimhan	Mr. Sunil Sethy
1.	Reason for change viz. <del>appointment, re-appointment, retirement, resignation, removal, death or otherwise.</del>	Re-appointment of Mr. T. T. Srinivasaraghavan (DIN: 00018247) as an Independent Director of the Company.	Re-appointment of Mrs. Nalini Padmanabhan (DIN: 01565909) as an Independent Director of the Company.	Re-appointment of Mr. Rajiv Vastupal Mehta (DIN: 00647906) as an Independent Director of the Company.	Re-appointment of Mrs. Sangeetha Narasimhan (DIN: 07050848) as Whole-time Director of the Company and terms of her remuneration.	Cessation of office on retirement of Mr. Sunil Sethy (DIN: 00244104) as an Independent Director of the Company with effect from the close of business hours on March 26, 2026 who will be attaining the age of 75 years on March 27, 2026.
2.	Date of <del>appointment/ re-appointment /</del> cessation (as applicable) & term of <del>appointment/ re-appointment;</del>	<b>Date of Re-appointment:</b> July 03, 2026 <b>Term of re-appointment:</b> For a second term commencing from July 03, 2026 upto the conclusion of the Annual General Meeting of the Company to be held in the year 2029 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members	<b>Date of Re-appointment:</b> July 03, 2026 <b>Term of re-appointment:</b> For a second term, commencing from July 03, 2026 upto the conclusion of the Annual General Meeting of the Company to be held in the year 2030 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members	<b>Date of Re-appointment:</b> July 03, 2026 <b>Term of re-appointment:</b> For a second term of five years commencing from July 03, 2026 upto July 02, 2031 (both days inclusive) and whose office shall not be liable to retire by rotation, subject to approval of the Members of the Company.	<b>Date of Re-appointment:</b> September 19, 2026 <b>Term of Re-appointment:</b> For a period of five consecutive years effective September 19, 2026 upto September 18, 2031 (both days inclusive) and terms of her remuneration, whose office is liable to retire by rotation, subject to approval of the Members of the Company	<b>Date of Cessation:</b> Close of business hours on March 26, 2026.

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		of the Company.	of the Company.			
3.	Brief profile (in case of appointment);	T. T. Srinivasaraghavan is a graduate in Commerce and holds a Masters in Business Administration from the Gannon University, Pennsylvania. He has over 40 years of experience in the banking and financial services sector and has been associated with leading trade related organisations including the International Finance and Leasing Association, UK, of which he is a past President. He is a past Chairman of Equipment Leasing Association (India) and the Founding Chairman of Finance Industry Development Council (FIDC), the Representative body of Assets and Loan Financing NBFCs in India. He was the Managing Director of Sundaram Finance for a period of 18 years till his retirement on March 31, 2021, after serving the Company for a period of 38 years at	Nalini Padmanabhan is a Fellow Member of the Institute of Chartered Accountants of India (ICAI), a Diploma in Information Systems Audit (DISA) from the ICAI and Certified Information Systems Auditor (CISA) from ISACA, USA. She is a Chartered Accountant in practice since 1988, with nearly four decades of distinguished professional experience spanning audit, taxation, corporate advisory and governance with specialization in Information systems audit and business consultancy areas. She possesses extensive experience in board-level oversight across public sector undertakings, banking, infrastructure, and financial institutions, with a strong focus on governance, compliance, and risk management.	Rajiv Vastupal Mehta has a Bachelor's degree in commerce and Law and a Diploma in Marketing. He is a first generation entrepreneur with four decades of experience in diversified business like petroleum, insurance and electric fitting business. He has served as a chairman of various prestigious trade and industry bodies like FICCI and has been on the Board of Governors of IIM -Udaipur, IIM - Bangalore and IIM-Rohtak and past president of All India Management Association (AIMA) and Ahmedabad Management Association (AMA).	Sangeetha Narasimhan is a Bachelor of Science in chemistry, Master of management studies and holds a Senior Diploma (vocal) from the Prayag Sangit Samiti, Allahabad. She is also the National Creative Director of our company. She has been associated with the Company since March 1, 1986 and accordingly has over 40 years of experience in the advertising and marketing services industry. Her forte is creation of Content in all Media and over the decades, she has created iconic advertising for many major brands in the company. Her depth of understanding of Clients' issues, strategic understanding and insight into consumer behaviour has led to the creation of consistent high-quality communication.	Not Applicable

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		different levels. He has been involved with various Committees constituted by the RBI on NBFC related matters, including the Group of Advisors to Regulations Review Authority. In September 2025, he was nominated as a member of RBI's Advisory Group on Regulation (AGR).				
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable	Not Applicable	Not Applicable	Spouse of Mr. Narasimhan K Swamy	Not Applicable
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/ 2018/ 24, both dated 20 <sup>th</sup> June 2018.	Mr. T. T. Srinivasaraghavan is not debarred from holding the office of Director by virtue of any SEBI order or order of any other such Authority.	Mrs. Nalini Padmanabhan is not debarred from holding the office of Director by virtue of any SEBI order or order of any other such Authority.	Mr. Rajiv Vastupal Mehta is not debarred from holding the office of Director by virtue of any SEBI order or order of any other such Authority.	Mrs. Sangeetha Narasimhan is not debarred from holding the office of Director by virtue of any SEBI order or order of any other such Authority.	Not Applicable

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