

RSWM/SECTT/2026

April 9, 2026

BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI - 400 001 Scrip Code: 500350	National Stock Exchange of India Limited Listing Department, Exchange Plaza, C-1, Block - G, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051 Scrip Code: RSWM
--	---

Sub: Outcome of the Board Meeting - Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/Madam,

With reference to our earlier letter dated 6th April, 2026, and in compliance with the Regulation 30 and other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and up to date (“**SEBI Listing Regulations**”), we wish to inform you that the Board of Directors of the RSWM Limited (“**the Company**”) in their meeting held today i.e. 9th April, 2026, has, *inter-alia*, considered and approved, the following matters;

A. Preferential Issue to Promoter/Promoter Group in terms of applicable provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Subject to the approval of shareholders and such other regulatory and governing authorities including the National Stock Exchange of India Limited and BSE Limited (“**Stock Exchanges**”), as may be required and in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and in terms of applicable provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, (“**SEBI ICDR Regulations**”) and other applicable laws, regulations, the Board of Directors has approved raising of funds to the tune of INR 36.06 Crore, by way of issuance of fresh convertible warrants up to 24,70,000 (Twenty Four Lakhs Seventy Thousand Only), on preferential basis, convertible in to equivalent number of equity shares of face value of Rs. 10/- (Rupees Ten Only) each at an Issue Price of Rs. 146/- (Rupees One Hundred Forty Six Only), [higher than the today’s closing price] including a premium of Rs. 136/- (Rupees One Hundred Thirty Six Only) calculated after taking in to consideration and in compliance with the applicable provisions of SEBI ICDR Regulations, 2018, to the Promoter/Promoter Group, as mentioned below, on such terms and condition as may be determined by the Board of Directors:

(Formerly Rajasthan Spinning & Weaving Mills Limited)

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

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
GSTIN:08AAACR9700M1Z3

Corporate Identification Number:L17115RJ1960PLC008216

Sr. No.	Name of Proposed Allottee	Category
1	LNJ Textiles Advisory LLP	Promoter Group

B. Approval for convening the Extra-Ordinary General Meeting (EGM) of the Company and Issuance of Notice thereof.

For seeking the approval of the shareholders on the above matter, the Board of Directors of the Company has also approved for convening the (1/2026-27) Extra-Ordinary General Meeting (EGM) on **Friday, 8th May, 2026**, together with the draft Notice of EGM to be issued to the Shareholders of the Company.

The Board of Directors has fixed **Friday, 10th April, 2026**, as the Cut-off date for the purpose of determining the eligibility of the Shareholders, for the purpose of dispatch of the Notice of EGM along with the details of E-Voting to the Shareholders.

The Board has appointed Mr. Mahesh Gupta & Co., (Membership No. FCS 2870) Practicing Company Secretaries as Scrutinizer to conduct the e-voting process in fair and transparent manner, for the said EGM.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 with respect to issuance of equity shares is enclosed as **Annexure-A** to this letter.

In Compliance with the Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the aforesaid disclosure is also being uploaded on the Company's website at www.rswm.in.

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

The Board meeting commenced at 03:00 p.m. (IST) and concluded at 03:45 p.m. (IST).

Please take the above on record.

Thanking you,

Yours faithfully,
For **RSWM LIMITED**

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

(Formerly Rajasthan Spinning & Weaving Mills Limited)

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

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
GSTIN:08AAACR9700M1Z3

Corporate Identification Number:L17115RJ1960PLC008216

ANNEXURE A

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are enclosed herewith as under:

Issuance of Securities

S. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Convertible Warrants
2	Type of Issuance	Preferential Issue
3	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	To issue up to maximum of 24,70,000 number of convertible warrants convertible in to equivalent number of equity shares of face value of Rs. 10/- each, at a price of Rs. 146/- per share including premium of Rs. 136/-, determined in compliance with Regulation 164 of SEBI (ICDR) Regulations, 2018.
4	In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):	As attached The Issue Price of the warrants is Rs. 146/- including premium of Rs. 136/- as determined as per the Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
	i. Names of Investor(s)	
	ii. Post allotment of securities – outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	

(Formerly Rajasthan Spinning & Weaving Mills Limited)

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

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
GSTIN:08AAACR9700M1Z3

Corporate Identification Number:L17115RJ1960PLC008216

	<p>iii. In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument</p>	<p>Each Warrant is convertible into One (1) equity share and the conversion can be exercised at any time within a period of 18 months from the date of allotment of warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>Option for conversion of warrants shall be available upon payment of full price of warrant before such exercise of option. The warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.</p>
--	--	--

(Formerly Rajasthan Spinning & Weaving Mills Limited)

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

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
GSTIN:08AAACR9700M1Z3

Corporate Identification Number:L17115RJ1960PLC008216

LIST OF PROPOSED ALLOTTEE

SR. NO.	NAME OF THE ALLOTEES	CATEGORY	MAXIMUM NO. OF WARRANTS PROPOSED TO BE ALLOTTED	POST PREFERENTIAL PERCENTAGE ON FULLY DILUTED BASIS*
1	LNJ Textiles Advisory LLP	Promoter Group	24,70,000	4.98 %

***Note: This Percentage has been calculated on fully diluted basis assuming full conversion of warrants.**

(Formerly Rajasthan Spinning & Weaving Mills Limited)

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

Regd. Office:
Kharigram, P.O. Gulabpura – 311 021
District Bhilwara, Rajasthan, India
Tel.: +91-1483-223144 to 223150, 223478
Fax: +91-1483-223361, 223479
Website : www.rswm.in
GSTIN:08AAACR9700M1Z3

Corporate Identification Number:L17115RJ1960PLC008216