NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting (hereinafter referred to as "AGM/Meeting") of the Members of RMC Switchgears Limited ("the Company") will be held on **Saturday** the **19** day of September, 2026 at 12:00 P.M. ("IST") through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) at corporate office of the company situated at B-11 (B&C) Malviya Industrial Area, Jaipur-302017 Rajasthan, India to transact the following business:.

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026 together with the reports of the Board of Directors and Auditors thereon; and

b) The Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026 together with the report of Auditors thereon.

2. To appoint a Director in place of Mrs. Neha Agarwal (DIN: 07540311), who is liable to retire by rotation

To appoint a Director, in place of Mrs. Neha Agarwal (DIN: 07540311), who is liable to retire by rotation and being eligible, offers herself for re-appointment.

"Resolved that pursuant to the provisions of section 152 of the Companies Act, 2013 read with applicable rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force), Mrs. Neha Agarwal (holding Director Identification No.: 07540311), Non-executive Director of the Company, who retires from office by rotation at this meeting and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. To consider and adopt Increase in Authorised Share Capital of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Section 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company, the consent of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from ₹ 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore fifty Lakhs Only) equity shares of ₹ 10/- (Rupees Ten only) each to ₹ 20,00,00,000/- (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crore only) equity shares of ₹ 10/- (Rupees Ten only) by the creation of additional ₹ 5,00,00,000 (Rupees Five Crore only) share capital ranking pari passu in all respect with the existing Equity shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V.

"The Authorised Share Capital of the Company is ₹ 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two crore only) Equity Shares of ₹ 10/- (Ten only) each."

RESOLVED FURTHER THAT Mr. Ashok Kumar Agarwal, Managing Director & Mr. Ankit Agrawal, Director of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution."

4. To ratify the remuneration of the Cost Auditors for the financial year 2026-27

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the payment of remuneration of ₹ 35,000/- (Rupees Thirty Five Thousand Only) plus GST and re-imbursement 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" on the recommendation of Audit Committee to conduct the audit of the cost records maintained by the Company for the financial year 2026-27, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution and for the matters connected therewith or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard.."

5. Approval of Payment of Remuneration to Mr. Akhilesh Kumar Jain (DIN: 03466588), Non-Executive Director

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 197 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory, modification, amendment, clarification, substitution or re-enactment thereof for the time being in force) and Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and any other applicable provisions of the Act and/or the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and as recommended by the Nomination and Remuneration committee and the Board of Directors, approval of the member be and is hereby accorded for payment of commission to all or some or any of the Non-Executive Director(s) of the Company (other than the Managing Director or Whole-Time Directors of the Company) in the manner as may be determined by the Board of Directors based on the recommendation of Nomination and Remuneration Committee from time to time and that the total amount of such commission shall not exceed one percent of the net profits of the Company, calculated in accordance with the provisions of Section 198 of the Act, and such payments shall be made in respect of the profits of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(6)(ca) of Listing Regulations, Mr. Akhilesh Kumar Jain (DIN: 03466588), Non-Executive Director of the Company may be paid a remuneration not exceeding ₹ 24 Lakhs in the form performance incentive for the financial year 2026-27, towards his professional services rendered to the Company and such remuneration/compensation may exceed fifty percent of the total annual remuneration/compensation payable to all Non-Executive Directors of the Company.

RESOLVED FURTHER THAT the above remuneration shall be in addition to the sitting fees and other reimbursement of expenses payable to him for participation in the Board, Committee and other meetings.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any questions that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6. TO GRANT LOAN(S), GIVE GUARANTEE(S) TO SUBSIDIARY COMPANIES AND PROVIDE SECURITY (IES) IN CONNECTION WITH ANY LOAN TAKEN/TO BE TAKEN BY SUBSIDIARY COMPANIES OF THE COMPANY PURSUANT TO PROVISIONS OF SECTION 185 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 185, and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder(including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the enabling provisions of Articles of Association of the Company and subject to such approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to grant loan(s), in one or more tranches, including loan represented by book debts, give guarantee(s), provide security(ies) in connection with any loan taken/to be taken, to the following subsidiary companies of the Company covered under the category of 'a person in whom any of the directors of the company is interested', up to the limits specified against their names, on such terms and conditions as may be decided by the Board, provided that such loans are utilized by the Subsidiary Companies for their principal business activities:

Name of Subsidiary Company	Maximum Limit (₹ in Crores)
RMC GREEEN ENERGY PVT LTD-	225 CR
RMC SOLAR PARK PVT LTD	215 CR
RMC SOLAR TWO PVT LTD	15 CR
RMC SOLAR TWO PVT LTD	15 CR
RMC SOLAR THREE PVT LTD	15 CR
RMC SOLAR FIVE PVT LTD	15 CR

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide, vary, alter and finalize the terms and conditions of the above transactions, including pricing, tenure, interest rate (subject to Section 186(7) of the Act), securities, guarantees, repayment schedules, utilization of funds, and other related matters, and to do all such acts, deeds, matters and things as may be deemed proper, necessary, desirable or expedient for the purpose of giving effect to the foregoing resolution and for matters connected therewith or incidental thereto, including but not limited to settling any questions, difficulties, or doubts that may arise in this regard."

7. APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH SUBSIDIARIES

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

"**RESOLVED THAT** pursuant to the provisions of section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 2(1)(zc), Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re- enactment(s) thereof for the time being in force), and subject to such approvals as may be necessary, and based

Notice (contd.)

on the prior approval of the Audit Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s), arrangement(s) or transaction(s) (whether individually or taken together with previous transactions during a financial year), with the subsidiary companies as detailed in the Explanatory Statement annexed to this notice, during the period of one (1) year from the date of according approval of members through this Notice and on such terms and conditions as mentioned in the Explanatory Statement and as may be agreed between the Company and the subsidiaries, provided that such contract(s)/arrangement(s)/transaction(s) shall be carried out in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize and execute all deeds, documents, writings and to take all such steps and do all such acts, deeds, and things as may be deemed proper, necessary, desirable or expedient for the purpose of giving effect to the foregoing resolution and for matters connected therewith or incidental thereto, including but not limited to settling any questions, difficulties, or doubts that may arise in this regard."

By Order of the Board of Directors

For RMC Switchgears Limited
Ashok Kumar Agarwal
Chairman and Managing Director
DIN: 00793152

Date: 12.08.2026
Place: Jaipur

Registered Office: Khasra No.-163,164,Village-Badodiya, Tehsil- Kotkhawda, Jaipur-303908, Rajasthan, India

Website: www.rmcindia.in E-mail: cs@rmcindia.in
Tel- +919549897421

Notes:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with the rules made thereunder which sets out material facts in respect of the special business to be transacted at the AGM. The details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Clause 1.2.5 of Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") in respect of Directors seeking appointment /re- appointment at this AGM are also annexed hereto.

2. The 32nd AGM is convened through VC / OAVM pursuant to General Circular No. 03/2025 dated 22nd September, 2025 and earlier circulars issued in this regard by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and earlier circulars issued in this regard by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") which permit the companies to hold AGM/EGM through VC / OAVM, without the physical presence of members at a common venue . The deemed venue for the 32nd AGM shall be the Corporate Office of the Company i.e. B-11(B&C) Malviya Industrial Area, Jaipur-302017 Rajasthan, India. Since the AGM is being held through VC/ OAVM facility, the route map is not annexed in this Notice.

3. In compliance with the aforesaid Circulars, the Notice of the 32nd AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose name appear in the Register of Members/ List of Beneficial Owners, as received from the Depositories as on 21st August, 2026 and whose email addresses are registered with the company/ depositories/RTA. Members who wish to receive a physical copy of the Annual Report for FY 2025-26 may request the same by sending an e-mail to cs@rmcindia.in mentioning their Folio No./DP ID and Client ID. Further, in terms of Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for those Members whose e-mail addresses are not registered, a letter providing the web-link (including the exact path where the complete details of the Annual Report are available) is being sent at their registered address. The Notice of AGM and the Annual Report are also made available on the Company's website at www.rmcindia.in, on the website of BSE Limited at www.bseindia.com and on NSE www.nseindia.com .

4. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this 32nd AGM. Therefore, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the 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 AGM without restriction on account of first come first served basis.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. In case of joint holders attending the AGM only such joint holder whose name appears as the first holder in the order of names as per the Register of Members of the company will be entitled to vote, provided the votes are not already cast by remote e-voting by the first holder.

8. Institutional Investors who are Members of the Company are encouraged to attend and vote at the AGM through VC/OAVM facility. Corporate Members and other non-individual Members intending to appoint their authorized representatives to attend the AGM through VC/OAVM and vote thereat through remote e-voting or e-voting are requested to send a certified copy of the Board Resolution/

Power of Attorney/Authorization Letter to the Scrutinizer by e-mail at cs.vmanda@gmail.com , with a copy marked to the Company at cs@rmcindia.in. Institutional Shareholders can also upload their Board Resolution/Power of Attorney/ Authorization Letter, etc., on the e-voting website of CDSL by logging in to www.evotingindia.com and clicking on the "Upload Board Resolution / Authority Letter" option under the "e-voting" tab.

9. Members wishing to claim dividends that remain unclaimed are requested to correspond with the Company or the Company's Registrar & Share Transfer Agent (RTA). Members may kindly note that the amount of dividend remaining unpaid or unclaimed for a period of seven consecutive years from the date of transfer to the Company's Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF) pursuant to Section 124 of the Act. Further, the equity shares on which dividends have not been claimed for seven consecutive years or more will also be transferred to the IEPF Authority in accordance with the provisions of Section 124 of the Act read with the applicable IEPF Rules.

10. Members are requested to update/intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, power of attorney , bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

    a. For shares held in electronic form: to their Depository Participants ("DPs")

11. As per the provisions of Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members may file their nomination in the prescribed Form SH-13, in respect of shares held in dematerialized form, with the respective Depository Participant (DP).

    If any Member desires to cancel/ vary/ opt out of the earlier nomination, he/she may do so by submitting the prescribed Form SH-14 or Form ISR-3, to the respective DP in case of Demat shareholding.

12. As per Regulation 40 of SEBI Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019. Further', transmission and transposition of securities shall be effected only in dematerialized form.

13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, the Certificate from Secretarial Auditor of the Company certifying that the ESOP Scheme of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any amendment thereof and the Memorandum and Articles of Association of the Company (with proposed amended), will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice and Directors' Report will also be available for inspection in electronic form without any fee by the Members from the date of Circulation of this Notice upto the date of 32nd AGM i.e 19th September, 2026. Members desirous of inspecting the said Registers are requested to send their request in writing from their registered e-mail address to cs@rmcindia.in.

14. The Annual Accounts of the subsidiary companies along with the related detailed information are available for inspection at the Registered Office of the Company and at the respective subsidiary companies. Copies thereof shall be made available to the Shareholders of the Company and its subsidiaries upon request. The said documents are also available on the website of the Company at www.rmcindia.in.

15. Members can submit questions in advance with regards to the financial statements or any other matter to be asked at the 32nd AGM, from their registered email address, mentioning their name, DP ID and Client ID and mobile number, to reach the company's email address at cs@rmcindia.in in advance atleast 10 (ten) days prior to the meeting. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.

    Further, Members who would like to ask questions during the AGM with regards to the financial statements or any other matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID and mobile number, to reach the company's email address at cs@rmcindia.in at least 10 (ten) days prior to the meeting. Those Members who have registered themselves as a speaker shall only be allowed to speak/ask questions during the AGM, depending upon the availability of time.

16. The Members / investors may send their complaints or queries, if any, to the Company's Registrar & Transfer Agent (RTA) at rnt.helpdesk@in.mpms.mufg.com or to the Company at cs@rmcindia.in.

17. The Board of Directors has appointed Mr. Manoj Maheshwari (FCS 3355, CP 1971), Practicing Company Secretary, as the Scrutinizer and failing him, Ms. Sunita Manish Agarwal (FCS 11024, CP 10097), Practicing Company Secretary, as the Alternate Scrutinizer, to scrutinize the voting at the 32nd AGM and the remote e-voting process in, a fair and transparent manner.

18. VOTING THROUGH ELECTRONIC MEANS

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. 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 applicable MCA Circulars ,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 AGM will be provided by CDSL. Members who have cast their votes by remote e-voting prior to the Meeting may attend the Meeting but shall not be entitled to cast their

Notice (contd.)

votes again. The instructions for e-voting are annexed to the Notice.

2. The remote e-voting period shall commence on 15th September, 2026, 9.00 A.M. (IST) and ends on 18th September, 2026, 5.00 P.M. (IST)]. During this period, Members holding shares either in physical form or in dematerialized form, as on the cut-off date of 12th September, 2025 may cast their votes electronically. The remote e-voting facility shall be disabled thereafter by CDSL.

3. The Members can join the 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 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 AGM without restriction on account of first come first served basis.

4. Members will be provided with the facility for voting through an electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote by remote e-voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again.

5. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date of 12th September, 2026 as per the Register of Members/Beneficial Owners maintained by the Depositories and the RTA. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. A person who is not a shareholder as on the cut-off date should treat this notice for information purpose only.

6. Only those Members whose names appear in the Register of Members/Beneficial Owners as on the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting at the AGM.

7. The final results including votes cast during the AGM and votes cast through remote e-voting shall be declared within 2 working days from the conclusion of the meeting. The final results along with the Scrutinizer's Report shall be placed on the Company's website – www.rmcindia.in, on the website of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and on the website of CDSL (www.evotingindia.com) immediately after the result is declared by the Chairman.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 15th September, 2026 9:00 AM and ends on 18th September, 2026 At 05:00 PM IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 12th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) 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 above said 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	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 & My Easi New (Token) Tab. 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. 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 & My Easi New (Token) Tab and then click on registration option. 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	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.nsdl.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. 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 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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.
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.

Notice (contd.)

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

Type of shareholders	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 21 09911
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

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) 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) • 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. • 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.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <RMC SWITCHGEARS LIMITED> on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) 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:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. 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.

3. 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.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. 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.

7. 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 7 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 10 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.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. 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.

10. 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. Rakesh Dalvi, 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

The following statement sets out the material facts concerning the special business mentioned in the accompanying notice to be transacted at the meeting.

Notice (contd.)

ITEM NO. 3:

The present Authorised Share Capital of the Company is ₹15,00,00,000/- (Rupees Fifteen Crore only). In order to facilitate the future capital requirements of the Company, it is proposed to increase the authorised share capital of the Company.

Accordingly, the Board of Directors of the Company, at its meeting held on August 12, 2026, has considered and approved the proposal to increase the Authorised Share Capital of the Company from the existing ₹15,00,00,000/- (Rupees Fifteen Crore only), divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each, to ₹20,00,00,000/- (Rupees Twenty Crore only), divided into 2,00,00,000 (Two Crore) Equity Shares of ₹10/- (Rupees Ten only) each, subject to the approval of the shareholders of the Company.

Pursuant to the provisions of Sections 13, 61 and 64 of the Companies Act, 2013, the increase in authorised share capital and consequent alteration of Clause V (Capital Clause) of the Memorandum of Association of the Company requires the approval of the Members of the Company by way of an Ordinary Resolution.

Interest of Directors and KMP

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends that the resolution set out at item no. 3 to be passed as an Ordinary Resolution.

ITEM NO. 4:

The Board of Directors on the recommendation of the Audit Committee, has approved the appointment of 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 35,000/- (Rupees Thirty Thousand only) plus re- imbursement of out of pocket expenses for the financial year 2026-27.

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 2026-27.

Accordingly, the Board recommends the passing of an Ordinary Resolution as set out at Item No. 4 of the accompanying notice for approval by the shareholders.

Interest of Directors and KMP

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.

ITEM NO. 5:

In view of the enhanced Corporate Governance requirements under the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), coupled with the growing operations of RMC Switchgears Limited, the role and responsibilities of the Board, particularly Non-Executive Directors has become more arduous, requiring greater time commitments, attention and a higher level of oversight. Accordingly, Nomination and Remuneration Committee (NRC) and the Board of Directors of the Company at their respective meeting held on Wednesday, August 12, 2026 have approved and recommended for approval of the Members of the Company, remuneration by way of commission to the Non-Executive Directors of the Company.

Pursuant to the provisions of Regulation 17(6) of Listing Regulation, the quantum of remuneration payable to all or any of the Non-Executive Directors shall be decided by the Board of Directors after considering the recommendations of the NRC, taking into consideration parameters such as attendance at Board and Committee meetings, contribution in the growth of the Company in accordance with the directions given by the Board as prescribed under the Nomination, Remuneration and Evaluation Policy of the Company. Considering the rich experience and expertise brought to the Board by the Non-Executive Directors, it is proposed that commission not exceeding 1% of the net profits of the Company be payable computed in accordance with the provisions of Section 198 of the Act or such other percentage as may be specified by the Act from time to time.

Further, pursuant to the provisions of Regulation 17(6)(ca) of Listing Regulation, the approval of the members of the Company by way of a special resolution is required to be obtained every year for payment of annual remuneration/compensation by way of profit related commission or otherwise as permissible under the Companies Act, 2013 where payment made to a single Non-Executive Director exceeds fifty percent of the total annual remuneration/compensation payable to all Non- Executive Directors and giving details of remuneration thereof. Considering the professional services of Mr. Akhilesh Kumar Jain, it is proposed to pay him remuneration/ compensation by way of profit related commission or otherwise of an amount not exceeding ₹ 24 Lakh for the financial year 2026-27 which may exceed fifty percent of the total annual remuneration payable to all Non-Executive Directors of the Company.

The aforesaid remuneration is exclusive of the fees payable to the Non-Executive Directors for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings.

The Board recommends passing of the Special Resolution, as set out at Item No. 5 of this Notice, for the approval of the members.

Non-Executive Director- Akhilesh Kumar Jain of the Company may deem to be interested in the resolution. Except him, None of the Directors or key managerial personnel of the Company or their respective relatives are in any way concerned or interested, either directly or indirectly, in passing of the said Resolution, save and except to the extent of their respective interest as shareholders of the Company.

ITEM NO. 6:

The Company, in the ordinary course of business and in furtherance of its strategic and operational objectives, is required to support its subsidiary companies by way of financial assistance in the form of loans (including loans represented by book debts), providing guarantees or securities. These transactions help the subsidiaries meet their working capital requirements, project execution needs and strengthen the overall group business.

In terms of Section 185 of the Companies Act, 2013, the Company cannot directly or indirectly advance loans (including by way of book debts) or give guarantees/security to any person in whom the directors are interested, except by way of passing a special resolution of members.

Accordingly, the Board of Directors in its meeting held on 12.08.2026 has proposed and sought the approval of members for authorising the Board to advance loan, give any guarantee and/or provide any security in connection with loan taken/to be taken by its subsidiaries, within the limits as detailed in the resolution.

Interested Directors

Since the subsidiaries are related parties, the following directors of the Company, being directors in the subsidiaries and their respective relatives, to the extent of their shareholding, are deemed to be concerned or interested in this resolution:

- Mr. Ashok Kumar Agarwal – Chairman and Managing Director & Director in subsidiaries
- Mr. Ankit Agarwal – Whole-time Director & CEO, also Director in subsidiaries
- Mr. Akhilesh Kumar Jain – Non-Executive, Non-Independent Director, also Director in subsidiaries
- Mrs. Neha Agarwal – Whole-time Director (being spouse of Mr. Ankit Agarwal)

None of the other Directors, Key Managerial Personnel (KMPs) of the Company or their relatives are, in any way, concerned or interested in this resolution.

The Board of Directors recommends the passing of the Special Resolution as set out in Item No. 6 of the Notice.

ITEM NO. 7:

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), mandates prior approval of members for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

In terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule XII thereto, a transaction with a related party shall be considered as material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds the threshold prescribed under Schedule XII of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to the Company.

The Company proposes to enter into and / or continue the related party transaction(s) /contract(s) / arrangement(s) / agreement(s) with the related parties detailed hereunder, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above:

1. RMC GREEN ENERGY PRIVATE LIMITED
2. RMC SOLAR PARK PRIVATE LIMITED
3. RMC SOLAR ONE PRIVATE LIMITED
4. RMC SOLAR TWO PRIVATE LIMITED
5. RMC SOLAR THREE PRIVATE LIMITED
6. RMC SOLAR FIVE PRIVATE LIMITED

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements/ transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee and the Board of Directors, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 12-08-2026, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company. Based on the recommendation of the Audit Committee, the Board recommends passing of the Ordinary Resolutions contained in Item No. 7 of this Notice.

The details required in terms of SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are given separately below.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution(s) set forth at Item No. 7 of the Notice, whether the entity is a Related Party to the particular transaction or not.

Interested Directors

The following directors of the Company, being directors in the subsidiaries and their respective relatives, to the extent of their shareholding, are deemed to be concerned or interested in this resolution:

- Mr. Ashok Kumar Agarwal – Chairman and Managing Director
- Mr. Ankit Agarwal – Whole-time Director & CEO
- Mr. Akhilesh Kumar Jain – Non-Executive, Non-Independent Director
- Mrs. Neha Agarwal – Whole-time Director

None of the other Directors, Key Managerial Personnel (KMPs) of the Company or their relatives are, in any way, concerned or interested in this resolution.

The Board of Directors recommends the passing of the Ordinary Resolution as set out in Item No. 7 of the Notice.

Pursuant to the SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, read with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, the minimum information relating to the proposed related party transaction(s) is provided herewith. Further, necessary disclosures as required under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 have also been appropriately covered below.

Notice (contd.)

Sr. No.	Particulars of the information	Information provided by the management
a.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – B"
b.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The proposed transaction is in the best interest of the Company as it is being undertaken in the ordinary course of business and on an arm's length basis to promote operational and financial efficiency within the group. It will facilitate effective utilization of resources, ensure better management of working capital, and support the business requirements of the subsidiary, thereby contributing to the overall growth and consolidated performance of the Company. The transaction will help strengthen synergies and enable smooth execution of operations, ultimately enhancing shareholder value. The pricing and other commercial terms have been determined based on prevailing market conditions, comparable transactions with unrelated parties, and standard industry practices, ensuring that the terms are fair, reasonable, and at arm's length.
c.	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates provided by the CFO of the Company as required under the RPT Industry Standards
d.	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The material RPT proposed with the related parties detailed hereunder has been approved by the Audit Committee and the Board of Directors and recommends the proposed transaction(s) to the shareholders for approval: 1. RMC GREEN ENERGY PRIVATE LIMITED 2. RMC SOLAR PARK PRIVATE LIMITED 3. RMC SOLAR ONE PRIVATE LIMITED 4. RMC SOLAR TWO PRIVATE LIMITED 5. RMC SOLAR THREE PRIVATE LIMITED 6. RMC SOLAR FIVE PRIVATE LIMITED
e.	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable
f.	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have redacted only commercially sensitive information, and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as "Annexure – B".
g.	Any other information that may be relevant	No other information is considered relevant

By Order of the Board of Directors

For RMC Switchgears Limited
Ashok Kumar Agarwal
Chairman and Managing Director
DIN: 00793152

Date: 12.08.2026
Place: Jaipur

Registered Office: Khasra No.-163,164,Village-Badodiya,
Tehsil- Kotkhawda, Jaipur-303908, Rajasthan, India

Website: www.rmcindia.in E-mail: cs@rmcindia.in
Tel- +919549897421

Annexure - A

Name	Mrs. Neha Agarwal
Category/ Designation	Executive Director
Director Identification No. (DIN)	07540311
Date of Birth	05.10.1982
Nationality	Indian
Date of first appointment on the Board	28.06.2016
Brief Profile/ Expertise in	Mrs. Neha Agarwal possesses over 14 years of rich experience in the fields of management, administration, business operations and organisational development. Over the years, she has developed a comprehensive understanding of the Company's business operations and has been actively involved in overseeing and strengthening the overall administrative and managerial functions of the Company. She plays an important role in providing strategic guidance and managerial support to the senior management team. She also mentors and guides senior managerial personnel in effectively translating the Company's strategic vision into actionable business plans and ensuring their timely and efficient implementation. Her leadership and managerial experience contribute to strengthening the Company's internal processes and supporting its long-term growth, operational efficiency and sustainable business development.
Board Meetings held & attended during the FY 2026-27	Board Meetings Held – 10 (Ten) Attended- 10 (Ten)
Directorship held in other companies	Public Unlisted Companies- 5 1. Rmc Green Energy Private Limited 2. RMC Solar One Private Limited 3. RMC Solar Two Private Limited 4. RMC Solar Three Private Limited 5. RMC Solar Five Private Limited
Memberships/ Chairmanship of Committees of other Companies	NIL
Number of shares held in the company	7,05,000 Equity Shares
Relationship with other directors, Manager and other KMP of the Company	Daughter in Law of Mr. Ashok Kumar Agarwal (Chairman cum Managing Director) and Spouse of Mr. Ankit Agrawal (Whole-Time Director & Chief Executive Officer)
Listed Entities from where the person resigned in the last three years	NIL
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Terms and conditions of appointment/re-appointment	Whole-Time Director liable to retire by rotation
Remuneration last drawn (2025-26)	₹ 64,00,000
Remuneration sought to be paid	₹ 66,00,000

Notice (contd.)

Annexure - B

1. DISCLOSURES AS PER INDUSTRY STANDARDS (MINIMUM INFORMATION PLACED BEFORE AUDIT COMMITTEE / SHAREHOLDERS FOR APPROVAL OF RPTS)

RMC GREEN ENERGY PRIVATE LIMITED

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC GREEN ENERGY PRIVATE LIMITED ("RGEPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	Manufacturing, producing, trading, distributing, and dealing in electricity, power, and all forms of renewable and non-renewable energy including solar, wind, hydro, biomass, geothermal, tidal, green hydrogen, and green ammonia, along with electric mobility, battery storage, and waste treatment solutions.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• **Shareholding of the Listed Entity in the Related Party:** RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 99.58% of the paid-up share capital of RGEPL (direct shareholding). • NOT APPLICABLE • **Shareholding of the Related Party in the Listed Entity:** Nil

A(2): Relationship and ownership of the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="3">1.</td><td rowspan="3">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>S. No.</td><td>Nature of Transactions</td><td>FY 2025-26(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>₹26,00,000 equity shares of ₹10 (₹260 lakhs)- Further investment in 2025-26.</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>₹1034.43 Lakhs</td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td></td><td colspan="2">The aggregate value of transactions undertaken with RGEPL during the current financial year (2026-27) up to the June Quarter, i.e. – 30.06.2026 amounts to</td></tr>
</table>

S. No.	Particulars of the information	Information provided by the management		
		S. No.	**Nature of Transactions**	**FY 2026-27(INR) (up to 30.06.2026)**
		1.	Equity investment/ Shareholding	Nil
		2.	Loans / Advances given	92,834,029.00
		3.	Sale of goods	2,801,061.20
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NO		

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.	₹225 crores (as per the details mentioned under A(5) below)
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes (since aggregate transactions exceed 10% of the annual consolidated turnover of the listed entity as per Regulation 23 of SEBI (LODR))
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	56.02%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	565.18%
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: ₹ 3981.07Lakhs Profit/(Loss)Before Tax: (₹53.92 lakhs) Net worth: ₹1127.94 lakhs (as per audited standalone financial statements for FY 2025-26).

A(5): Basic details of the proposed transaction

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)</td><td colspan="3">Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,</td></tr>
<tr><td rowspan="6">2.</td><td rowspan="6">Details of each type of the proposed transaction</td><td>S. No.</td><td>Particulars / Nature of Transaction</td><td>Estimated Value of Transaction (₹ in crore)</td></tr>
<tr><td>1.</td><td>Loan and Advances to support working capital and project requirements of RMC Green Energy Pvt. Ltd.</td><td>25 Crores</td></tr>
<tr><td>2.</td><td>Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary</td><td>-</td></tr>
<tr><td>3.</td><td>Sale of goods, components and materials related to renewable energy and electrical projects</td><td>100 Crores</td></tr>
<tr><td>4.</td><td>Purchase of goods, components and materials related to renewable energy and electrical projects</td><td>100 Crores</td></tr>
<tr><td></td><td>Total</td><td>225 Crores</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td colspan="3">“The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders’ approval.”</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td colspan="3">YES</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td colspan="3">Aggregate value of transactions not exceeding ₹225 crores in financial year 2026-27.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td colspan="3">The subsidiary, RGEPL is engaged in renewable energy projects (solar module manufacturing, EPC projects, RE parks). Transactions are necessary to fund its growth, meet project execution needs, and enable consolidation of business operations within the group. Supporting the subsidiary ensures long-term business expansion and value creation for shareholders of the Company.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td colspan="3"></td></tr>
</table>

S. No.	Particulars of the information	Information provided by the management
	a. Name of the director / KMP	a. Name of the directors / KMPs: • Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director and Promoter in RGEPL. • Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director and Promoter in RGEPL. • Mr. Akhilesh Kumar Jain – Non-Executive, Non-Independent Director, RMC Switchgears Ltd.; also Director & Promoter in RGEPL • MRS. NEHA AGARWAL, RMC Switchgears Ltd.; also Director in RGEPL
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	b. Shareholding of the director / KMP in the related party (as on 31.03.2026): • RMC Switchgears Ltd.: 1,16,51,000 shares • Ashok Kumar Agarwal: 20,000 shares • Ankit Agarwal: 19,000 shares • Akhilesh Kumar Jain: 10,000 shares
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable.
9.	Other information relevant for decision making.	RGEPL was incorporated in July 2024. For FY 2024–25, It reported Revenue of ₹99.10 lakhs Profit of ₹2.87 lakhs, and Net Worth of ₹912.87 lakhs. The subsidiary is expected to play a pivotal role in renewable energy expansion of the group. FOR FY 2025-26: Revenue: ₹ 3981.07Lakhs Profit/(Loss)Before Tax: (₹53.92 lakhs) Net worth: ₹ 1127.94 lakhs (as per audited standalone financial statements for FY 2025-26).

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No such bidding or other process was conducted.
2.	Basis of determination of price.	In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NIL
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information		Information provided by the management
1.	Source of funds in connection with the proposed transaction.		The proposed loans and advances to RGEPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/NBFCs/insurance companies/ housing finance companies.		NIL.
	a.	Nature of indebtedness	NA
	b.	Total cost of borrowing	NA
	c.	Tenure	NA
	d.	Other details	NA
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.		9.2 % per annum
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.		9.2% per annum
5.	Maturity / due date		Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms		Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RGEPL, with interest payable quarterly/annually.
7.	Whether secured or unsecured?		Unsecured
8.	If secured, the nature of security & security coverage ratio		NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.		To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information		Information provided by the management
1.	a.	Rationale for giving guarantee, surety, indemnity or comfort letter	The guarantee will be provided by RMC Switchgears Limited in favour of the lender to secure credit facilities availed by its subsidiary REGPL for business operations and project execution.
	b.	Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee will constitute a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. Contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.		(i) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution (ii) In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RGEPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, Including reimbursement agreements executed between the companies.

S. No.	Particulars of the information	Information provided by the management
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	As on the date of this notice, the Company has not provided any corporate guarantee, surety, indemnity or comfort letter. The approval is being sought from the shareholders in advance to enable the Company to extend such support, if required in the future

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable (RGEPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "willful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	The related party, RGEPL, was incorporated in FY 2024–25. Accordingly, loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, willful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/ contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Rated RGEPL will not have a credit rating
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable –RGEPL was not incorporated during this year
	FY 2024-25	RGEPL was incorporated during FY 2024–25 and is solvent and operating as a going concern.
	FY 2025-26	RGEPL is solvent and operating as a going concern.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Nil as on the date of this Notice. Approval is being sought to enable the Company to provide a corporate guarantee, if required, up to ₹10 crore during the financial year.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	NIL, As per information available and confirmed by the related party, there have been no defaults on any borrowings.
	In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	a) No. The account of RMC Green Energy Private Limited has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. b) No. The related party has not been declared a "wilful defaulter" by any of its bankers or financial institutions. No such status is subsisting. c) No. RGEPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. d) No. The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

2. DISCLOSURES AS PER INDUSTRY STANDARDS (MINIMUM INFORMATION PLACED BEFORE AUDIT COMMITTEE / SHAREHOLDERS FOR APPROVAL OF RPTS)

RMC SOLAR PARK PRIVATE LIMITED

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC SOLAR PARK PRIVATE LIMITED ("RSPPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	To carry on the business of generating, transmitting, distributing, and supplying electricity and all forms of renewable and non-renewable energy, including solar, wind, hydro, and other sources, and to establish, operate, and maintain power systems, networks, and related infrastructure and equipment for generation, transmission, and distribution of power.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• Shareholding of the Listed Entity in the Related Party: RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 99% of the paid-up share capital of RSPPL (direct shareholding). • NOT APPLICABLE • Shareholding of the Related Party in the Listed Entity: Nil

A3- Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management		
		S. No.	**Nature of Transactions**	**FY 2025-26(INR)**
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	1.	Equity investment/ Shareholding	27,000 equity shares of ₹10 each (₹2.7 lakhs)
		2.	Loans / Advances given	Nil
		3.	Sale of Goods or services	₹ 10599.63 Lakhs

S. No.	Particulars of the information	Information provided by the management		
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.		The aggregate value of transactions undertaken with RSPPL during the current financial year (2026-27) up to 30.06.2026.	
		S. No.	**Nature of Transactions**	**FY 2026-27(INR)**
		1.	Equity investment/ Shareholding	Nil
		2.	Loans / Advances given	Nil
		3.	Sale of Goods or services	29,692,234.73
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NO		

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	215 crores "Proposed transactions may include sale, purchase or supply of goods or materials, rendering or availing of services, leasing of property, lending or borrowing of funds (including loans, advances, or guarantees) or any other transaction of a similar nature in the ordinary course of business."
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a Material RPT?	Yes (since aggregate transactions exceed 10% of the annual consolidated turnover of the listed entity as per Regulation 23 of SEBI (LODR))
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	53.54%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	140.26%
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: ₹15328.92 Lakhs Profit/(Loss)Before Tax: ₹914.25 lakhs; Net worth: ₹696.74 lakhs (As per audited standalone financial statements for FY 2025-26).

A(5): Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
2.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)	Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,
2.	Details of each type of the proposed transaction	**S. No.** / **Particulars / Nature of Transaction** / **Estimated Value of Transaction (₹ in crore)** 1. Loan and Advances to support working capital and project requirements of RSPPL — 5 CRORE 2. Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary — - 3. Sale of goods, components and materials related to renewable energy and electrical projects — 110 CRORE 4. Purchase of goods, components and materials related to renewable energy and electrical projects — 100 Crores
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	"The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders' approval."
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of transactions not exceeding ₹215 crores in financial year 2026-27.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The subsidiary, RSPPL is engaged in generating, transmitting, distributing, and supplying electricity and all forms of renewable and non-renewable energy, including solar, wind, hydro, and other sources, and to establish, operate, and maintain power systems, networks, and related infrastructure and equipment for generation, transmission, and distribution of power.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director / KMP	a. Name of the directors / KMPs: • Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director & Promoter in RSPPL. • Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director & Promoter in RSPPL.

S. No.	Particulars of the information	Information provided by the management
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	b. Shareholding of the director / KMP in the related party (as on 31.03.2026): 1. RMC Switchgears Ltd.: 99,000 shares 2. Ashok Kumar Agarwal: 1000 shares
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable.
9.	Other information relevant for decision making.	Revenue: ₹15328.92 Lakhs Profit/(Loss)Before Tax: ₹914.25 lakhs; Net worth: ₹696.74 lakhs (As per audited standalone financial statements for FY 2025-26). The subsidiary is expected to play a pivotal role in renewable energy expansion of the group.

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No such bidding or other process was conducted.
2.	Basis of determination of price.	In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NIL
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Source of funds in connection with the proposed transaction.	The proposed loans and advances to RSPPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.	NIL.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA

S. No.	Particulars of the information	Information provided by the management
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	9.2 %
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	9.2% per annum
5.	Maturity / due date	Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms	Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RSPPL with interest payable quarterly/annually.
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter	As on the date of this notice, the Company has not provided any corporate guarantee, surety, indemnity or comfort letter. The approval is being sought from the shareholders in advance to enable the Company to extend such support, if required in the future, to its subsidiary company(ies) for availing credit facilities, working capital requirements, term loans or other financial assistance from banks, financial institutions or lenders. This is intended to ensure financial flexibility, facilitate timely execution of projects and support the business growth and operational requirements of the subsidiary company(ies), as and when such need arises, in the best interest of the Company and its stakeholders.
	b. Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee will constitute a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	(iii) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RSPPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, including reimbursement agreements executed between the companies.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	RMC Switchgears Limited has NOT extended a corporate guarantee of in favour of bank/financial institution. No provisions are required in the books of RMC Switchgears Limited at present, as the facilities are being serviced regularly.

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable (RSPPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: e) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; f) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; g) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; h) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	NIL The related party, (RSPPL), was incorporated in FY 2024–25. Accordingly, no loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, wilful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: c. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. d. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Rated RSPPL will not have a credit rating
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable – RSPPL was not incorporated during this year
	FY 2024-25	RSPPL was incorporated during FY 2024– 25 and is solvent and operating as a going concern.
	FY 2025-26	RSPPL is solvent and operating as a going concern.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	No corporate guarantee will be provided by RMC Switchgears Limited in favour of RSPPL for its borrowing. No provisions will be required in the books of RMC Switchgears Limited as the guarantee is contingent in nature.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable / NIL – RSPPL was incorporated during FY 2024–25 and has not undertaken any borrowings from the listed entity or any other person to date. As per information available and confirmed by the related party, there have been no defaults on any borrowings.

S. No.	Particulars of the information	Information provided by the management
	In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "willful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	b) No. The account of RSPPL has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. c) No. The related party has not been declared a "willful defaulter" by any of its bankers or financial institutions. No such status is subsisting. d) No. RSPPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. e) The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

3. DISCLOSURES AS PER INDUSTRY STANDARDS (MINIMUM INFORMATION PLACED BEFORE AUDIT COMMITTEE / SHAREHOLDERS FOR APPROVAL OF RPTS)

RMC SOLAR ONE PRIVATE LIMITED

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC SOLAR ONE PRIVATE LIMITED ("RSOPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	To carry on the business of generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, and maintain power plants, transmission networks, and related infrastructure, equipment, and systems in India and abroad.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• Shareholding of the Listed Entity in the Related Party: RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 58% of the paid-up share capital of RSOPL (direct shareholding). • NOT APPLICABLE • Shareholding of the Related Party in the Listed Entity: Nil

A3- Details of previous transactions with the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="3">1.</td><td rowspan="3">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>S. No.</td><td>Nature of Transactions</td><td>FY 2025-26(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>NIL</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>NIL</td></tr>
<tr><td rowspan="4">2.</td><td rowspan="4">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td></td><td colspan="2">The aggregate value of transactions undertaken with RSOPL during the current financial year (2026-27) up to 30.06.2026 -</td></tr>
<tr><td>S. No.</td><td>Nature of Transactions</td><td>FY 2026-27(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>Nil</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>Nil</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td colspan="3">NO</td></tr>
</table>

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	15 crores "Proposed transactions may include sale, purchase or supply of goods or materials, rendering or availing of services, leasing of property, lending or borrowing of funds (including loans, advances, or guarantees) or any other transaction of a similar nature in the ordinary course of business."
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No. The proposed transaction, together with transactions already undertaken with the related party during the current financial year, does not exceed the applicable materiality threshold under Regulation 23 of SEBI LODR. Accordingly, it does not constitute a Material RPT. However, the Company is seeking prior approval of the Members for the proposed transaction in accordance with the applicable provisions.

S. No.	Particulars of the information	Information provided by the management
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.73%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	126.47%
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: ₹ 11867.26 Before Tax: ₹ 9 lakhs; Net worth: ₹16.79 Lakhs (as per audited standalone financial statements for FY 2025-26).

A(5): Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)	Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,		
2.	Details of each type of the proposed transaction	**S. No.**	**Particulars / Nature of Transaction**	**Estimated Value of Transaction (₹ in crore)**
		1.	Loan and Advances to support working capital and project requirements of RSOPL	5 Crore
		2.	Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary	-
		3.	Sale of goods, components and materials related to renewable energy and electrical projects	5 Crore
		4.	Purchase of goods, components and materials related to renewable energy and electrical projects	100 Crores
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	"The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders' approval."		
4.	Whether omnibus approval is being sought?	YES		

S. No.	Particulars of the information		Information provided by the management
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.		Aggregate value of transactions not exceeding ₹15 crores in financial year 2026-27.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity		The subsidiary, RSOPL is engaged in generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, and maintain power plants, transmission networks, and related infrastructure, equipment, and systems in India and abroad
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.		
	a.	Name of the director / KMP	a. Name of the directors / KMPs: • Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director & Promoter in RSOPL. • Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director & Promoter in RSOPL. • Mrs Neha Agarwal, Director & Promoter In RMC Switchgears Limited, also Director In RSOPL.
	b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	b. Shareholding of the director / KMP in the related party (as on 31.03.2026): • RMC Switchgears Ltd.: 58,000 shares • Ashok Kumar Agarwal: 21,000 • Ankit Agarwal: 21,000

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information		Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.		No such bidding or other process was conducted.
2.	Basis of determination of price.		In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:		
	a.	Amount of Trade advance	NIL
	b.	Tenure	NA
	c.	Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information		Information provided by the management
1.	Source of funds in connection with the proposed transaction.		The proposed loans and advances to RSOPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies		NIL.
	a.	Nature of indebtedness	NA
	b.	Total cost of borrowing	NA
	c.	Tenure	NA
	d.	Other details	NA
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.		9.2%
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.		9.2% per annum
5.	Maturity / due date		Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms		Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RSOPL with interest payable Quarterly/annually.
7.	Whether secured or unsecured?		Unsecured
8.	If secured, the nature of security & security coverage ratio		NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.		To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information		Information provided by the management
1.	a.	Rationale for giving guarantee, surety, indemnity or comfort letter	As on the date of this notice, the Company has not provided any corporate guarantee, surety, indemnity or comfort letter. The approval is being sought from the shareholders in advance to enable the Company to extend such support, if required in the future.
	b.	Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee constitutes a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.		(v) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution (vi) In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RSOPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, including reimbursement agreements executed between the companies.

S. No.	Particulars of the information	Information provided by the management
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	RMC Switchgears Limited has NOT extended a corporate guarantee of in favour of bank/financial institution. No provisions are required in the books of RMC Switchgears Limited at present, as the facilities are being serviced regularly.

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party	Not Applicable (RSOPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in thepublic domain or as may be provided by the related party upon request. In addition, state the following: i) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; j) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; k) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; l) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	NIL The related party, (RSOPL), was incorporated in FY 2024–25. Accordingly, no loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, wilful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2022-23	NA
	FY 2023-24	NA
	FY 2024-25	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: e. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. f. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Rated RSOPL will not have a credit rating
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable –RSOPL was not incorporated during this year
	FY 2024-25	RSOPL was incorporated during FY 2024–25 and is solvent and operating as a going concern.
	FY 2025-26	RSOPL is solvent and operating as a going concern.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	No corporate guarantee will be provided by RMC Switchgears Limited in favour of RSOPL for its borrowing. No provisions will be required in the books of RMC Switchgears Limited as the guarantee is contingent in nature.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable / NIL – RSOPL was incorporated during FY 2024–25 and has not undertaken any borrowings from the listed entity or any other person to date. As per information available and confirmed by the related party, there have been no defaults on any borrowings.

S. No.	Particulars of the information	Information provided by the management
	In addition, state the following: 4. Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; 5. Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; 6. Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; 7. Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	• No. The account of RSPPL has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. • No. The related party has not been declared a "wilful defaulter" by any of its bankers or financial institutions. No such status is subsisting. • No. RSPPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. • No. The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

4. DISCLOSURES AS PER INDUSTRY STANDARDS (MINIMUM INFORMATION PLACED BEFORE AUDIT COMMITTEE / SHAREHOLDERS FOR APPROVAL OF RPTS)

RMC SOLAR TWO PRIVATE LIMITED

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC SOLAR TWO PRIVATE LIMITED ("RSTPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	To carry on the business of generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, maintain, and manage power plants, transmission networks, substations, and related infrastructure and equipment in India and abroad.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• Shareholding of the Listed Entity in the Related Party: RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 99.9% of the paid-up share capital of RSTPL (direct shareholding). • NOT APPLICABLE • Shareholding of the Related Party in the Listed Entity: Nil

A3- Details of previous transactions with the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="3">1.</td><td rowspan="3">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>S. No.</td><td>Nature of Transactions</td><td>FY 2025-26(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>9,990 equity shares of ₹10 each (₹99,900)</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>NIL</td></tr>
<tr><td rowspan="5">2.</td><td rowspan="5">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td colspan="3">The aggregate value of transactions undertaken with RSTPL during the current financial year (2025-26) up to 30.06.2026 amounts to Nil.</td></tr>
<tr><td>S. No.</td><td>Nature of Transactions</td><td>FY 2026-27(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>Nil</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>Nil</td></tr>
<tr><td>3.</td><td>Sale of Goods</td><td>Nil</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td colspan="3">NO</td></tr>
</table>

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 15 crores "Proposed transactions may include sale, purchase or supply of goods or materials, rendering or availing of services, leasing of property, lending or borrowing of funds (including loans, advances, or guarantees) or any other transaction of a similar nature in the ordinary course of business."
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No. The proposed transaction, together with transactions already undertaken with the related party during the current financial year, does not exceed the applicable materiality threshold under Regulation 23 of SEBI LODR. Accordingly, it does not constitute a Material RPT. However, the Company is seeking prior approval of the Members for the proposed transaction in accordance with the applicable provisions.
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.73%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: Nil Profit/(Loss)Before Tax: (0.32 lakhs) Net worth: ₹10.00 lakhs.

A(5): Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)	Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,
2.	Details of each type of the proposed transaction	**S. No.** / **Particulars / Nature of Transaction** / **Estimated Value of Transaction (₹ in crore)** 1. Loan and Advances to support working capital and project requirements of RSTPL – 5 Crore 2. Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary – - 3. Sale of goods, components and materials related to renewable energy and electrical projects – 5 Crore 4. Purchase of goods, components and materials related to renewable energy and electrical projects – 5 CRORE
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	"The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders' approval."
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of transactions not exceeding ₹15 crores in financial year 2026-27.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The subsidiary, RSTPL is engaged in generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, maintain, and manage power plants, transmission networks, substations, and related infrastructure and equipment in India and abroad.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director / KMP	a. Name of the directors / KMPs: • Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director & Promoter in RSTPL. • Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director & Promoter in RSTPL. • Mrs. Neha Agarwal, Whole-time Director & CFO, RMC Switchgears Ltd.; also Director in RSTPL.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	b. Shareholding of the director / KMP in the related party • RMC Switchgears Ltd.: 9,990 shares • Ashok Kumar Agarwal: 10 shares

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No such bidding or other process was conducted.
2.	Basis of determination of price.	In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NIL
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Source of funds in connection with the proposed transaction.	The proposed loans and advances to RSTPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.	NIL.
	a. Nature of indebtedness	NA
	b. Total cost of borrowing	NA
	c. Tenure	NA
	d. Other details	NA
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	9.2%
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	9.2% per annum
5.	Maturity / due date	Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms	Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RSTPL with interest payable quarterly/annually.
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter	As on the date of this notice, the Company has not provided any corporate guarantee, surety, indemnity or comfort letter. The approval is being sought from the shareholders in advance to enable the Company to extend such support, if required in the future
	b. Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee constitutes a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	(vii) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution (viii) In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RSTPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, including reimbursement agreements executed between the companies.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	RMC Switchgears Limited has NOT extended a corporate guarantee of in favour of bank/financial institution. No provisions are required in the books of RMC Switchgears Limited at present, as the facilities are being serviced regularly.

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable (RSTPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: m) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; n) Whether the related party has been declared a "willful defaulter" by any of its bankers and whether such status is currently subsisting; o) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; p) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	NIL The related party, (RSTPL), was incorporated in FY 2025–26. Accordingly, no loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, willful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/cntractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Rated RSTPL will not have a credit rating.
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable – RSTPL was not incorporated during this year
	FY 2024-25	RSTPL was incorporated during FY 2025–26 and is solvent and operating as a going concern.
	FY 2025-26	RSTPL solvent and operating as a going concern.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	No corporate guarantee will be provided by RMC Switchgears Limited in favour of RSTPL for its borrowing. No provisions will be required in the books of RMC Switchgears Limited as the guarantee is contingent in nature.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable / NIL – RSTPL was incorporated during FY 2025–26 and has not undertaken any borrowings from the listed entity or any other person to date. As per information available and confirmed by the related party, there have been no defaults on any borrowings.

S. No.	Particulars of the information	Information provided by the management
	In addition, state the following: • Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; • Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; • Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; • Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	• No. The account of RSTPL has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. • No. The related party has not been declared a "wilful defaulter" by any of its bankers or financial institutions. No such status is subsisting. • No. RSTPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. • No. The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

5. DISCLOSURES AS PER INDUSTRY STANDARDS (MINIMUM INFORMATION PLACED BEFORE AUDIT COMMITTEE / SHAREHOLDERS FOR APPROVAL OF RPTS)

RMC SOLAR THREE PRIVATE LIMITED

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC SOLAR THREE PRIVATE LIMITED ("RSTHPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	To carry on the business of generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, maintain, and manage power plants, transmission networks, substations, and related infrastructure and equipment in India and abroad.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• Shareholding of the Listed Entity in the Related Party: RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 99.9% of the paid-up share capital of RSTHPL (direct shareholding). • Not applicable • Shareholding of the Related Party in the Listed Entity: Nil

A3- Details of previous transactions with the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="3">1.</td><td rowspan="3">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>S. No.</td><td>Nature of Transactions</td><td>FY 2025-26(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>9,990 equity shares of ₹10 each (₹99,900)</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>NIL</td></tr>
<tr><td rowspan="5">2.</td><td rowspan="5">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td colspan="3">The aggregate value of transactions undertaken with RSTHPL during the current financial year (2026-27)- up to 30.06.2026 amounts to Nil.</td></tr>
<tr><td>S. No.</td><td>Nature of Transactions</td><td>FY 2026-27(INR)</td></tr>
<tr><td>1.</td><td>Equity investment/ Shareholding</td><td>Nil</td></tr>
<tr><td>2.</td><td>Loans / Advances given</td><td>Nil</td></tr>
<tr><td>3.</td><td>Debtors</td><td>Nil</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last Financial year.</td><td colspan="3">NO</td></tr>
</table>

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	15 crores "Proposed transactions may include sale, purchase or supply of goods or materials, rendering or availing of services, leasing of property, lending or borrowing of funds (including loans, advances, or guarantees) or any other transaction of a similar nature in the ordinary course of business."
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No. The proposed transaction, together with transactions already undertaken with the related party during the current financial year, does not exceed the applicable materiality threshold under Regulation 23 of SEBI LODR. Accordingly, it does not constitute a Material RPT. However, the Company is seeking prior approval of the Members for the proposed transaction in accordance with the applicable provisions.
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.73%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: ₹ 401.78 Lakhs Profit/(Loss) Before Tax: ₹ 10.86 lakhs; Net worth: ₹9.13 lakhs.

A(5): Basic details of the proposed transaction

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)</td><td>Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>
<table>
<tr><th>S. No.</th><th>Particulars / Nature of Transaction</th><th>Estimated Value of Transaction (₹ in crore)</th></tr>
<tr><td>1.</td><td>Loan and Advances to support working capital and project requirements of RSTHPL</td><td>5 Crore</td></tr>
<tr><td>2.</td><td>Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary</td><td>-</td></tr>
<tr><td>3.</td><td>Sale of goods, components and materials related to renewable energy and electrical projects</td><td>5 Crore</td></tr>
<tr><td>4.</td><td>Purchase of goods, components and materials related to renewable energy and electrical projects</td><td>5 Crore</td></tr>
</table>
</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>"The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders' approval."</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>YES</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of transactions not exceeding ₹15 crores in financial year 2026-27.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The subsidiary, RSTHPL is engaged in generation, transmission, distribution, and supply of electricity and all forms of energy from conventional and non-conventional sources including solar, wind, hydro, and others, and to establish, operate, maintain, and manage power plants, transmission networks, substations, and related infrastructure and equipment in India and abroad.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td></td></tr>
<tr><td></td><td>a. Name of the director / KMP</td><td>a. Name of the directors / KMPs:
• Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director & Promoter in RSTHPL.
• Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director & Promoter in RSTHPL.
• Mrs. Neha Agarwal- Whole-time Director & CFO, RMC Switchgears Ltd.; also Director & Promoter in RSTHPL</td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>b. Shareholding of the director / KMP in the related party as on 31.03.2026
• RMC Switchgears Ltd.: 9,990 shares
• Ashok Kumar Agarwal: 10 shares</td></tr>
</table>

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information		Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.		No such bidding or other process was conducted.
2.	Basis of determination of price.		In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:		
	a.	Amount of Trade advance	NIL
	b.	Tenure	NA
	c.	Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information		Information provided by the management
1.	Source of funds in connection with the proposed transaction.		The proposed loans and advances to RSTHPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.		NIL.
	a.	Nature of indebtedness	NA
	b.	Total cost of borrowing	NA
	c.	Tenure	NA
	d.	Other details	NA
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.		9.2%
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.		9.2% per annum
5.	Maturity / due date		Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms		Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RSTHPL with interest payable quarterly/annually.
7.	Whether secured or unsecured?		Unsecured
8.	If secured, the nature of security & security coverage ratio		NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.		To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter	The guarantee will be provided by RMC Switchgears Limited in favour of the lender to secure credit facilities availed by its subsidiary RSTHPL for business operations and project execution.
	b. Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee constitutes a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	(ix) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution (x) In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RSTHPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, including reimbursement agreements executed between the companies.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	RMC Switchgears Limited has NOT extended a corporate guarantee of in favour of bank/financial institution. No provisions are required in the books of RMC Switchgears Limited at present, as the facilities are being serviced regularly.

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable (RSTHPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: q) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; r) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; s) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; t) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	NIL The related party, (RSTHPL), was incorporated in FY 2025–26. Accordingly, no loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, wilful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: b. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Rated RSTHPL will not have a credit rating.
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable – RSTHPL was not incorporated during this year
	FY 2024-25	Not Applicable – RSTHPL was not incorporated during this year
	FY 2025-26	incorporated and solvent during the year and active.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	No corporate guarantee will be provided by RMC Switchgears Limited in favour of RSTHPL for its borrowing. No provisions will be required in the books of RMC Switchgears Limited as the guarantee is contingent in nature.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable / NIL – RSTHPL was incorporated during FY 2025–26 and has not undertaken any borrowings from the listed entity or any other person to date. As per information available and confirmed by the related party, there have been no defaults on any borrowings.

S. No.	Particulars of the information	Information provided by the management
	In addition, state the following: • Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; • Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; • Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. • Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	• • No. The account of RSTHPL has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. • No. The related party has not been declared a "wilful defaulter" by any of its bankers or financial institutions. No such status is subsisting. • No. RSTHPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. No. The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

6. Disclosures as per industry standards (minimum information placed before Audit Committee / shareholders for approval of RPTs)

RMC Solar Five Private Limited

PART A: DETAILS OF THE RELATED PARTY TRANSACTION

A(1) : Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	RMC SOLAR FIVE PRIVATE LIMITED ("RSFPL"/ "related party")
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	To engage in the business of generation, transmission, distribution, and supply of electricity and all forms of energy from renewable and non-renewable sources including solar, wind, hydro, and others, and to establish, operate, and maintain power plants, transmission networks, substations, and related infrastructure, equipment, and systems in India and abroad.

A(2): Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	• Shareholding of the Listed Entity in the Related Party: RMC Switchgears Limited ("the Company"/ "Listed Entity") holds 99.9% of the paid-up share capital of RSFPL (direct shareholding). • Not applicable • Shareholding of the Related Party in the Listed Entity: Nil

A3- Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	**S. No.**	**Nature of Transactions**	**FY 2025-26(INR)**
		1.	Equity investment/ Shareholding	9,990 equity shares of ₹10 each (₹99,900)
		2.	Loans / Advances given	NIL
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	The aggregate value of transactions undertaken with RSFPL during the current financial year (2026-27) up to 30.06.2026 amounts to Nil.		
		S. No.	**Nature of Transactions**	**FY 2026-27(INR)**
		1.	Equity investment/ Shareholding	Nil
		2.	Loans / Advances given	Nil
		3.	Debtors	Nil
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NO		

A(4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	15 crores "Proposed transactions may include sale, purchase or supply of goods or materials, rendering or availing of services, leasing of property, lending or borrowing of funds (including loans, advances, or guarantees) or any other transaction of a similar nature in the ordinary course of business."
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No. The proposed transaction, together with transactions already undertaken with the related party during the current financial year, does not exceed the applicable materiality threshold under Regulation 23 of SEBI LODR. Accordingly, it does not constitute a Material RPT. However, the Company is seeking prior approval of the Members for the proposed transaction in accordance with the applicable provisions.
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.73%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable, since the Company is a party to the transaction
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Revenue: Nil Profit/(Loss) Before Tax: (0.31lakhs) Net worth: ₹0.69 lakhs.

A(5): Basic details of the proposed transaction

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.)</td><td>Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,
<table>
<tr><th>S. No.</th><th>Particulars / Nature of Transaction</th><th>Estimated Value of Transaction (₹ in crore)</th></tr>
<tr><td>1.</td><td>Loan and Advances to support working capital and project requirements of RSTHPL</td><td>5 Crore</td></tr>
<tr><td>2.</td><td>Corporate Guarantee / Security in connection with borrowings or credit facilities of the subsidiary</td><td>-</td></tr>
<tr><td>3.</td><td>Sale of goods, components and materials related to renewable energy and electrical projects</td><td>5 Crore</td></tr>
<tr><td>4.</td><td>Purchase of goods, components and materials related to renewable energy and electrical projects</td><td>5 Crore</td></tr>
</table></td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>“The proposed transactions are recurring in nature and are expected to continue over time. Accordingly, the approval of shareholders is sought for a tenure of one year from the date of shareholders’ approval.”</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>YES</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>The subsidiary, RSFPL is engaged in generation, transmission, distribution, and supply of electricity and all forms of energy from renewable and non-renewable sources including solar, wind, hydro, and others, and to establish, operate, and maintain power plants, transmission networks, substations, and related infrastructure, equipment, and systems in India and abroad.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td></td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>a. Name of the directors / KMPs:
• Mr. Ashok Kumar Agarwal – Managing Director, RMC Switchgears Ltd.; also Director & Promoter in RSFPL.
• Mr. Ankit Agarwal – Whole-time Director & CEO, RMC Switchgears Ltd.; also Director & Promoter in RSFPL.
• Mrs. Neha Agarwal- Whole-time Director & CFO, RMC Switchgears Ltd.; also Director in RSFPL.</td></tr>
<tr><td></td><td>a. Name of the director / KMP</td><td>b. Shareholding of the director / KMP in the related party as on 31.03.2026
• RMC Switchgears Ltd.: 9,990 shares
• Ashok Kumar Agarwal: 10 shares</td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Not applicable.</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>RSFPL was incorporated in May 2025. The subsidiary is expected to play a pivotal role in renewable energy expansion of the group.</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>Giving loans/advances, providing guarantees, sale/purchase/supply of goods and services,</td></tr>
</table>

PART B : DETAILS OF SPECIFIC TRANSACTION(S)

B(1): sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information		Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.		No such bidding or other process was conducted.
2.	Basis of determination of price.		In line with market practice at arm's length
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:		
	a.	Amount of Trade advance	NIL
	b.	Tenure	NA
	c.	Whether same is self-liquidating?	NA

B(2): loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information		Information provided by the management
1.	Source of funds in connection with the proposed transaction.		The proposed loans and advances to RSFPL shall be funded out of internal accruals and surplus funds of RMC Switchgears Limited. No external borrowings are proposed to be utilized for the said transaction.
2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.		NIL.
	a.	Nature of indebtedness	NA
	b.	Total cost of borrowing	NA
	c.	Tenure	NA
	d.	Other details	NA
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.		9.2%
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.		9.2% per annum
5.	Maturity / due date		Up to 5 years from the date of each loan/advance disbursement (specific schedule to be agreed per disbursement).
6.	Repayment schedule & terms		Repayment on demand or as mutually agreed between RMC Switchgears Ltd. and RSFPL with interest payable quarterly/annually.
7.	Whether secured or unsecured?		Unsecured
8.	If secured, the nature of security & security coverage ratio		NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.		To meet working capital requirements, fund ongoing and upcoming renewable energy projects, including solar module manufacturing, EPC projects, and other operational expenditures of the related party

B4: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	a. Rationale for giving guarantee, surety, indemnity or comfort letter	The guarantee will be provided by RMC Switchgears Limited in favour of the lender to secure credit facilities availed by its subsidiary RSFPL for business operations and project execution.
	b. Whether it will create a legally binding obligation on listed entity?	Yes, the corporate guarantee constitutes a legally binding obligation on RMC Switchgears Limited.
2.	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	(xi) No commission or consideration is proposed to be received by RMC Switchgears Limited for extending the corporate guarantee in favour of the lender. The guarantee is being provided purely in the interest of the subsidiary company to facilitate its business operations and project execution (xii) In the event the guarantee is invoked by the lender, RMC Switchgears Limited shall have the right to recover the corresponding amount from RSFPL through adjustment against receivables, inter-company accounts, or any other lawful recovery mechanism, including reimbursement agreements executed between the companies.
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	RMC Switchgears Limited has NOT extended a corporate guarantee of in favour of bank/financial institution. No provisions are required in the books of RMC Switchgears Limited at present, as the facilities are being serviced regularly.

PART C: DETAILS IN RESPECT OF MATERIAL TRANSACTIONS

C1: transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	Not Applicable (RSFPL is not rated)
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: u) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; v) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; w) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; x) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	NIL The related party, (RSFPL), was incorporated in FY 2025–26. Accordingly, no loans or transactions were undertaken with the said related party during the preceding three financial years. There are no defaults, NPAs, wilful defaulter status, insolvency proceedings, or disqualifications pertaining to the related party.
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA

C3: guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: c. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.	Not Rated RSFPL will not have a credit rating.
	This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2023-24	Not Applicable – RSFPL was not incorporated during this year
	FY 2024-25	Not Applicable – RSFPL was not incorporated during this year
	FY 2025-26	Not Applicable - RSFPL was incorporated during this year but is solvent and active
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	No corporate guarantee will be provided by RMC Switchgears Limited in favour of RSFPL for its borrowing. No provisions will be required in the books of RMC Switchgears Limited as the guarantee is contingent in nature.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable / NIL – RSFPL was incorporated during FY 2025–26 and has not undertaken any borrowings from the listed entity or any other person to date. As per information available and confirmed by the related party, there have been no defaults on any Borrowings.

S. No.	Particulars of the information	Information provided by the management
	In addition, state the following: • Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; • Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; • Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; • Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	• No. The account of RSFPL has not been classified as a Non-Performing Asset (NPA) by any of its bankers. No such status is currently subsisting. • No. The related party has not been declared a "wilful defaulter" by any of its bankers or financial institutions. No such status is subsisting. • No. RSFPL is not undergoing nor facing any application for commencement of insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016. No. The related party does not suffer from any disqualification specified under Section 29A of the Insolvency and Bankruptcy Code, 2016
	FY 2023-24	NA
	FY 2024-25	NA
	FY 2025-26	NA