Ref:REL/033/2026-2027
May 29, 2026
To,
Department of Corporate Services
THE STOCK EXCHANGE,MUMBAI,
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET
MUMBAI-400001

\\SCRIP CODE: 531233\\

Dear Sir,

Sub:: Annual Secretarial Compliance Report Issued by a Practicing Company Secretary for the year ended 31st March,2026, as per requirements of Reg.24A of SEBI (LODR) Regulations, 2015.

We are sending herewith Annual Secretarial Compliance Report issued by a Practicing Company Secretary for the year ended **31st March,2026**, as per requirements **of Reg.24A of SEBI (LODR) Regulations, 2015.**

We request you to take the above on record and acknowledge.

This letter and the annexures are being filed through the online listing portal at www.listing.bseindia.com through the User ID issued to the Company.

Thanking You,

Yours faithfully,
for RASI ELECTRODES LIMITED,

B POPATLAL KOTHARI
MANAGING DIRECTOR
DIN: 000594168

A.M. GOPIKRISHNAN B.Com., FCMA., FCS., MCA
COMPANY SECRETARY (in Wholetime Practice)
Phone : 044 - 26712781, 9282142370
E-mail : gopikrishnan_am@yahoo.com

SECRETARIAL COMPLIANCE REPORT OF
M/s. RASI ELECTRODES LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026
[Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015]

I,**GOPIKRISHNAN MADANAGOPAL**, Practicing Company Secretary, have examined:

(a) all the documents and records made available to me and explanation provided by **M/s RASI ELECTRODES LIMITED** ("the listed entity")**[CIN: L52599TN1994PLC026980]**,

(b) the filings/ submissions made by the listed entity to BSE LIMITED [the stock exchange where its Equity shares are listed]**[Scrip Code: 531233][ISIN: INE822D01021]**,

(c) website of the listed entity (www.rasielectrodes.com),

(d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the year ended **31ST MARCH 2026** ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"),rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 ("Listing Regulations");

(b) Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations,2018 – **Not applicable as there were no reportable events during the financial year under review;**

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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'SRI DURGA PEARL', Flat S-3, New No. 14, Old No. 151, Sakthivinayagar Koil Street, First Main Road, Sakthivel Nagar, Chennai - 600 082.

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations,2018 - **Not applicable as there were no reportable events during the financial year under review;**

(e) Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations,2021, as applicable -**Not applicable as there were no reportable events during the financial year under review;**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021 - **Not applicable as there were no reportable events during the financial year under review;**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018;

(i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

and circulars/ guidelines issued thereunder;

Further in terms of SEBI Circular No.SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, in respect of requirement of disclosure of Employee Benefit Scheme documents in terms of regulation 46(2)(za) of Listing Regulations.

And based on the above examination, I hereby report that, during the Review Period:

(a). The Listed Entity has complied with the provisions of the above Regulations and Circulars / Guidelines issued thereunder, except in respect of matters specified in **Annexure A** attached. **[DETAILS PROVIDED IN ANNEXURE A ENCLOSED]**

(b).The Listed Entity has taken the actions to comply with the observations made in previous reports as mentioned in **Annexure B** attached. **[DETAILS PROVIDED IN ANNEXURE B ENCLOSED]**

I. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by Practicing Company Secretary*
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial	**Yes**	As per the information and explanation furnished to me and records verified by me, the

	Standards (SS) issued by the Institute of Company Secretaries of India (ICSI),		Company has complied with the applicable regulations and standards without materially deviating from them.
2	**Adoption and timely updation of the Policies:** • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	**Yes** **Yes**	
3	**Maintenance and disclosures on Website:** • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	**Yes** **Yes** **Yes**	
4	**Disqualification of Director:** None of the Director(s) of the listed entity is/are disqualified under Section 164 of Companies Act,	**Yes**	

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	2013 as confirmed by the listed entity.		
5	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA NA	The Company does not have any subsidiaries
6	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	**Yes**	
7	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	**Yes**	As per the Minutes maintained by the Company, the performance evaluation has been conducted every year as on the date of Board Meeting held to consider the 3rd Quarterly Financial Results during February 2026
8	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/ rejected by the Audit	**Yes** **Yes**	

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	Committee.		
9	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	**Yes**	
10	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	**Yes**	**As per the information and explanation furnished to me and as per records available, the Company maintains data base relating to access persons and other designated insiders for sharing information relating to UPSI. The Promoters and other insiders have not bought, sold or otherwise transacted or encumbered their shares during the year ended 31.3.2026**
11	**Actions taken by SEBI or Stock Exchange(s), if any:** No action(s) has been taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)	During the year TWO Instance of Action taken BY bse Ltd for delayed submission of mandated filings were and fine as per SEBI SOP have been levied.	**The Stock Exchange BSE Ltd has levied penalty under Regulation 31 and 23 of Listing Regulations. The Company has admitted elay as due to inadvertence and have paid the fine to BSE Ltd. Further details are provided in Annexure- A enclosed.**

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	The actions taken against the listed entity / its promoters / directors / subsdiaries either by SEBI or by Stock Exanges' are specified in the last column.		
12	**Resignation of statutory auditors from the listed entity or its material subsidiaries:** **In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and /or its material subsidiaries has / have complied with paragrapgh 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by the listed entities.**	NA	During the year under review the Statutory Auditors have not resigned
12	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/ circular/guidance note etc., except as reported above.	**NA**	No such Non-compliance

We further report that the listed entity is in compliance / not in compliance with disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of LODR Regulations. **[NOT APPLICABLE SINCE THE LISTED ENTITY DOES NOT HAVE ANY APPROVED EMPLOYEE BENEFIT SCHEME APPROVED FOR IMPLEMENTATION.]**

A.M. GOPIKRISHNAN, CHENNAI 600 032. COMPANY SECRETARY

Assumptions & Limitation of scope and review:

1 Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2.My responsibility is to report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Signature	:	
Name	:	**GOPIKRISHNAN MADANAGOPAL**
Membership No.	:	**FCS-2276 C.P.No.: 2051**
ICSI Unique Code	:	**I1993TN047200**
Peer Review Cert .	:	**1700/2022**
UDIN	:	**F002276H000532401**
Place	:	**CHENNAI**
Date	:	**29th MAY 2026**

A. M. GOPIKRISHNAN, COMPANY SECRETARY, CHENNAI 600 07..

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ANNEXURE-A
To
ANNUAL SECRETARIAL COMPLIANCE REPORT OF
M/s. RASI ELECTRODES LIMITED
FOR THE FINANCIAL YEAR ENDING 31ST MARCH 2026

(a) (**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1	Regulation 31 – Delayed submission of shareholding pattern to BSE Ltd FQE 30.09.2025.	Regulation 31	BSE Ltd have vide their email ref: SOP-Review-Dated 14/11/2025, have communicate to the company about its observed Non-submission of the Shareholding Pattern FQE 30/09/2025 within the period	BSE Ltd	Based on its observation as mentioned, BSE Limited have levied fine as prescribed under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024,and SOP prescribed therein	Delayed submission	Rs.16,520	The Company has submitted the Shareholding Pattern FQE 30/09/2025 on 30/10/2025 instead of within the due date on 21/10/2025.	The delay was inadvertent. The Company has paid the fine as levied by BSE Ltd.	NA

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			prescribed under this regulation.							
2	Regulation 23 (9) Compliance with the requirement to disclose relatedparty transactions in the format as specified and within the prescribed timeline FOR THE HALF YEAR ENDED SEPTEMBER 2025	Regulation 23(9)	BSE Ltd have vide their email ref: SOP-Review-Dated 16/12/2025, have communicate to the company about its observed delayed submission of Related Party Transaction details for the half year ended 30th September 2025. Delay of ONE day observed.	BSE Ltd	Based on its observation as mentioned, BSE Limited have levied fine as prescribed under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024,and SOP prescribed therein	Delayed submission. Delay of ONE day	Rs.5900	The Company has submitted the Related Party Transaction Details on 28/10/2025 instead of the due date 27/10/2025.	The delay was inadvertent. The Company has paid the fine as levied by BSE Ltd.	NA

Signature :

Name : GOPIKRISHNAN MADANAGOPAL

Membership No. : FCS-2276 C.P.No.: 2051

ICSI Unique Code : I1993TN047200

Peer Review Cert. : 1700/2022

UDIN : F002276H000532401

Place : CHENNAI

Date : 29TH MAY 2026

A.M. GOPIKRISHNAN, CHENNAI 600 078, COMPANY SECRETARY

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ANNEXURE-B
To
ANNUAL SECRETARIAL COMPLIANCE REPORT OF
M/s. RASI ELECTRODES LIMITED
FOR THE FINANCIAL YEAR ENDING 31ST MARCH 2026

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Obser-vations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance report for the year ended (The years are to be mentioned.)	Compliance requirements (Regulations / circulars / guidelines including specific clause	Details of violation / Deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	Nil	Nil	Nil	Nil		Nil

Signature	:	
Name	:	**GOPIKRISHNAN MADANAGOPAL**
Membership No.	:	**FCS-2276 C.P.No.: 2051**
ICSI Unique Code	:	**I1993TN047200**
Peer Review Cert .	:	**1700/2022**
UDIN	:	**F002276H000532401**
Place	:	**CHENNAI**
Date	:	**29TH MAY 2026**

A.M. GOPIKRISHNAN, COMPANY SECRETARY, CHENNAI 600 079.

29/05/2026