

RASI ELECTRODES LIMITED
CIN : L52599TN1994PLC026980
POSTAL BALLOT NOTICE
(pursuant to section 110 of the Companies Act, 2013)

Notice is hereby given to the Members of **RASI ELECTRODES LIMITED** ('the Company'), pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, Rules, Circulars and Notifications issued there under (including any statutory modifications and re-enactments thereof for the time being in force and as amended from time to time) that the Special Businesses as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot through Electronic voting.

SPECIAL BUSINESS:

01. APPOINTMENT OF SECRETARIAL AUDITOR

To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT, pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 and Regulation 24 A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the appointment of and fixing of remuneration payable to Mr Gopikrishnan Madanagopal (FCS-2276;COP:2051), Practicing Company Secretary (PCS), as the Secretarial Auditor of the Company made by the Board of Directors of the Company for the year ended 31st March 2026, in exercise of their powers to fill the casual vacancy under Regulation 24A(1)(c) of the Listing Regulations, be and is hereby ratified and approved.

"RESOLVED FURTHER THAT, as specified under Regulation 24A(1)(c), Mr Gopikrishnan Madanagopal, Secretarial Auditor, shall hold office till the conclusion of the next Annual General Meeting of the Company."

"RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of Directors to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board".

02. APPROVAL FOR RELATED PARTY CONTRACT OR ARRANGEMENT

To consider and, if thought fit, to pass, with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT, pursuant to section 188(1)(a) of the Companies Act, 2013 and the rules made there under, approval be and is hereby accorded for entering into contract or arrangement for supply of Solar Power from the Solar Power Plant being installed by the Company to the related party M/s KASHYAP WIRE PRODUCTS, Upparapalayam Village, Alamathi Post, Redhills, Chennai-600052, for use for the purpose of wire drawing process sub-contracted to them on a job-work basis by the

Manufacture & Marketing of All Grade Welding Electrodes , Co₂ Welding Wire, and Drawn Wire Etc.



Company for a period of up to five years as may be required as per the broad terms and details as furnished in the explanatory statement.”

By Order of the Board
for RASI ELECTRODES LIMITED



Jagruti
JAGRUTI J JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER

PLACE: CHENNAI
DATED: 14TH FEBRUARY 2026

NOTES:

1. The Explanatory Statements and reasons for the proposed special businesses pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below.
2. The Company has appointed Mr. GUMANMAL MAHAVIR CHAND KOCHAR (FCA:221397) Practicing Chartered Accountant, to act as the Scrutinizer, for conducting the Postal Ballot through Electronic Voting process, in a fair and transparent manner.
3. In accordance with the MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), the company is sending the Postal Ballot Notice in electronic form only, instead of dispatching hard copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through remote e-voting only. This Notice is being sent only in electronic form, in accordance with the relaxation granted by the Ministry of Corporate Affairs and in accordance with the relaxation granted by the Securities and Exchange Board of India to all the shareholders whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Friday, the 20th February 2026 and who have registered their email id with the Company / Depositories.
4. The postal ballot facility through e-voting is being provided to the members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. In compliance with provisions of Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company has made arrangements to provide for e-voting facility to all the members of the Company through the e-voting portal administered by Central Depository Services (India) Limited www.evotingindia.com to enable the shareholders to cast their votes electronically only instead of dispatching postal ballot form. The Postal Ballot through Electronic Voting Schedule is as follows:

| SNO | Particulars | Details |
|-----|--|---|
| 1 | POSTAL BALLOT through Electronic VOTING | FROM 28.02.2026 (SATURDAY) TO 30.03.2026 (MONDAY) |
| 2 | Postal Ballot through Electronic voting cut-off date for determining members entitled to vote electronically | 20.02.2026 (FRIDAY) |
| 3 | Postal Ballot through Electronic Voting start | 10.00 A.M. on SATURDAY, the FEBRUARY 28,2026 |
| 4 | Postal Ballot through Electronic Voting End | 5.00 P.M. on MONDAY, the March 30,2026 |
| 5 | E-Voting Website | www.evotingindia.com of CDSL EVSN No.: 260219003 |

6. Members may note that the Postal Ballot Notice will also be available on the Company's website at www.rasielectrodes.com , websites of the Stock Exchanges i.e. BSE Limited www.bseindia.com and on Cameo Corporate Services Limited at www.cameoindia.com .

7. All the material documents referred to Explanatory Statements, shall be available for inspection through electronic mode from Saturday **28.02.2026 (SATURDAY) TO 30.03.2026 (MONDAY)** based on the request being sent on info@rasielectrodes.com mentioning their name, Folio no. / Client ID & DP ID and the document they wish to inspect with a self-attested copy of their PAN card attached to the email.

8. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, the 20th February 2026, being the cut-off date fixed for the purpose.

9. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the voting by Postal Ballot Through Electronic Voting will be announced on or before Wednesday, 1st April 2026, at the registered office of the Company at FLAT A-10, 21, RAJA ANNAMALAI ROAD, PURASAWALKAM, CHENNAI-600084.

10. The date of declaration of the postal ballot result will be taken to be the date of passing the resolution.

11. The declared results along with the report of the scrutinizer shall be forwarded to the BSE Limited and shall be uploaded on the website of the Company i.e. www.rasielectrodes.com .

12. The instructions to shareholders for e-voting are as under:

CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING-POSTAL BALLOT

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING :

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 **10.00 A.M. on SATURDAY, the FEBRUARY 28, 2026**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 20th February 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted once shall not be entitled to vote or revise the vote again thereafter.
- (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.

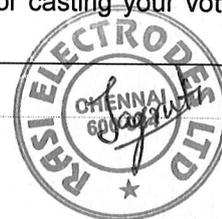
Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (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 abovesaid SEBI Circular, Login method for e-Voting 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 | <ol style="list-style-type: none"> 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 & New System Myeasi 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 & New System Myeasi Tab and then click on registration option. |
| | <ol style="list-style-type: none"> 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 | <ol style="list-style-type: none"> 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.nsd.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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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. |



| | |
|--|---|
| 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. |
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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.

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

| Login type | 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 22 55 33 |
| 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 toll free no.: 1800 1020 990 and 1800 22 44 30 |

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 Remote e-Voting 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) <ul style="list-style-type: none"> • 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. <ul style="list-style-type: none"> • 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 company RASI ELECTRODES 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; info@rasielectrodes.com (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.

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 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 22 55 33

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 – 400 013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

EXPLANATORY STATEMENT ANNEXED TO THE NOTICE FOR POSTAL BALLOT PURSUANT TO SECTION 102 READ ALONG WITH SECTION 110 OF THE COMPANIES ACT, 2013.

ITEM 01. - APPOINTMENT OF SECRETARIAL AUDITOR

As per amended provisions of regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, with effect from 1st April 2025, a listed Company is required to appoint a Secretarial Auditor for a period of 5 consecutive years at an Annual General Meeting of members, based on the recommendation of the Board of Directors. However, no such appointment was made at the 30th Annual General Meeting held on 29th September 2025, in the absence of any recommendation by the Board of Directors. In the circumstance, the Board of Directors have at their meeting held on 14th February 2026, exercising their authority under sub-regulation 1(c) of regulation 24A, appointed Mr Gopikrishnan Madanagopal (FCS-2276;COP:2051), Practicing Company Secretary (PCS), as the Secretarial Auditor of the Company for the year ended 31st March 2026. The Secretarial Auditor shall be issuing a Secretarial Audit Report and Annual Secretarial Compliance Report for the year ended 31st March 2026.

Mr Gopikrishnan Madanagopal, Practicing Company Secretary, in continuous practice for about 32 years, is an experienced Secretarial Auditor, who provides advisory and compliance solutions in corporate laws, statutory and secretarial matters. The appointment have been reviewed and recommended by the Audit Committee and approved by the Board of Directors. The Proposed Fees Payable (excluding certification and reimbursements), for Secretarial Audit and Annual Secretarial Compliance Report has been fixed at Rs.1.5 lakhs for the year ended 31st March 2026, by the Board of Directors of the Company at the time of appointment. The proposed fees payable to the Secretarial Auditor has been fixed after considering the knowledge, professional expertise and industry experience, as well as the overall time and effort that is required to be devoted towards the audit.

The Board commends the resolution for acceptance. None of the Directors or any other KMPs of the Company are in any way concerned or interested in the resolution.

ITEM 02- APPROVAL FOR RELATED PARTY CONTRACT OR ARRANGEMENT

Your Company is in the business of manufacturing welding electrodes wherein one of the requirements of raw material is steel wires drawn from steel rods procured from steel manufacturers like Tata Steel, JSW Steel, SAIL, etc. The Company has partly outsourced to M/s Kashyap Wire Products, wherein the wife of the Managing Director is the proprietor, which has already been approved by the shareholders vide ordinary resolution passed at their 30th AGM held on 30th September 2024.

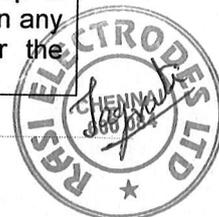
The Company is in the process of installing a Solar Power Plant (100 KWA capacity) on a trial basis. In order to optimize the cost of wire drawing material required by the Company, it is proposed to supply the generated Solar Power to Kashyap Wire Products, for use by them exclusively for the purpose of operations of wire drawing sub-contracted to them and to ensure uninterrupted supply of drawn wire requirement by the Company.



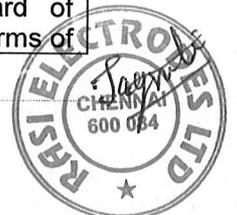
In view of the relationship of the proprietor, of M/s Kashyap Wire Products with the Managing Director, it is proposed to seek the approval of the members for the proposed contract or arrangement for supply of Solar Power to be executed by the Company with M/s Kashyap Wire Products.

The details of the proposed contract is furnished below:

| SNo. | Particulars | Details |
|------|--|--|
| 1 | Name of the related party | M/s Kashyap Wire Products (A Proprietorship entity in which Mrs Manjula Kothari, wife of Managing Director is the proprietor.) |
| 2 | Name of the Director or Key Managerial Personnel who is related, if any. | Mr B Popatlal Kothari, Managing Director Mr Kashyap Kothari, Chief Financial Officer (related as Son of Proprietrix.) Mrs Payal Kothari, Director (related as Son's Wife of Proprietrix.) |
| 3 | Nature of relationship | The entity M/s Kashyap Wire Products with which the company proposes to enter into contract for supply of Solar Power is a Proprietorship entity in which Mrs Manjula Kothari, wife of Managing Director is the proprietor. |
| 4 | Details of Contract or Arrangement with Related party: | |
| i. | Nature of Contract or Arrangement | The contract or arrangement is for entering into a long term contract for a period of up to five years, renewable at the option of the Company, for supply of Solar Power from the Solar Power Plant being installed by the Company, with M/s Kashyap Wire Products. |
| ii. | Material Terms | <p>The Company proposes to enter into a long term contract for a period of upto five years, renewable at the option of the Company, to facilitate supply Solar Power produced out of the Solar Power Plant being installed by the Company, subject to the following broad terms and conditions:</p> <p>1.Continuous supply of Solar Power generated in the Solar Power Plant belonging to the Company to M/s Kashyap Wire Products based on Agreement to be executed for this purpose.</p> <p>2.Term of Contract : 5 (five years) from the date to be specified in the Agreement, renewable at the option of the Company for a further period of five years.</p> <p>3.Monetary terms:</p> <p>i.Solar Power shall be supplied at a rate of Rs.7 per unit based on the prevailing market rates as may be mutually agreed and fixed the Company subject to the periodical approval of the Board of Directors and could be varied by increasing or decreasing up to Rs.6 per unit, from time to time based on any changes in the TNEB Tariff rates or the prevailing market rates.</p> |



| | | |
|------|---|---|
| | | <p>ii. Estimated generation and supply: 10,000 to 14,000 units per month depending on weather factors.</p> <p>iii. Security deposit: M/s Kashyap Wire Products shall provide a refundable security deposit of Rs.3.50 lakhs (rupees three lakhs and fifty thousand only).</p> <p>4. Termination: with 3 months Notice on either side.</p> <p>5. Other terms: Other terms and conditions as may be set out in the Agreement,</p> |
| iii. | Monetary Value | <p>1. Monetary terms:</p> <p>i. Solar Power shall be supplied at a rate of Rs.7 per unit based on the prevailing market rates as may be mutually agreed and fixed the Company subject to the periodical approval of the Board of Directors and could be varied by increasing or decreasing up to Rs.6 per unit, from time to time based on any changes in the TNEB Tariff rates or the prevailing market rates.</p> <p>0</p> <p>ii. Estimated generation and supply: 10,000 to 14,000 units per month depending on weather factors.</p> <p>iii. Security deposit: M/s Kashyap Wire Products shall provide a refundable security deposit of Rs.3.50 lakhs (rupees three lakhs and fifty thousand only).</p> |
| iv. | Particulars of contract or arrangement | <p>The Company proposes to enter into a long term contract for a period of upto five years, renewable at the option of the Company, to facilitate supply Solar Power produced out of the Solar Power Plant being installed by the Company, subject to the broad terms and conditions as detailed in sub-clause ii above.</p> <p>The entity M/s Kashyap Wire Products with which the company proposes to enter into contract for supply of Solar Power is a Proprietorship entity in which Mrs Manjula Kothari, wife of Managing Director is the proprietor.</p> <p>Approval of shareholders is proposed to be taken pursuant to requirements of section 188(1)(a) of the Companies Act, 2013.</p> <p>The Audit Committee and the Board of Directors are to review adherence to terms of</p> |



| | | |
|---|--|---|
| | | contract on a quarterly basis and accord prior approval for any escalation in price or amendment to any material terms of contract. |
| 5 | Any other information relevant or important for the members to take a decision on the proposed resolution | Nil |

The above proposal for supply of Solar Power is in the ordinary course of business carried on by the Company. There are no other conflicts of interest with the related party other than the disclosures made as above. The proposal was approved by the Audit Committee of the Board and the Board of Directors of the Company. Approval of the members is sought, in view of the relationship of the Director and Key Managerial Personnel.

The Board commends the resolution for acceptance. Mr B Popatlal Kothari, Managing Director, Mrs Payal Kothari, Director and Mr Kashyap Kothari, Chief Financial Officer, are deemed to be concerned or interested in the resolution. As required under amended provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015, approval of the members by way of ordinary resolution shall be required and no related party shall vote on the resolution whether the entity is a related party to this particular transaction or not.

**By Order of the Board
for RASI ELECTRODES LIMITED**

Jagruti
JAGRUTI J JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER

PLACE: CHENNAI
DATED: 14th february 2026

