Integrated Governance

RASI ELECTRODES LIMITED

General information about company

Scrip code	531233	
NSE Symbol	NOTLISTED	
MSEI Symbol	NOTLISTED	
ISIN	INE822D01021	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	THE COMPANY HAS NOT ACQUIRED ANY SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	1.The Company is having on ongoing pending litigation with Customs, Excise Service Tax Apellate Tribunal, Chennai, for an amount of Rs.84.85 lakhs which is ongoing eversince 2014 and there are no updates on the same during the quarter ended 31ST DECMBER 2025. Necessary disclosure to this effect have been made in the Audit Report and under contingent liability in the Annual Reports every year.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	The Company has not made any loan or furnished guarantees favouring such specified entities.
Risk management committee	No	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	r00096	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	B RANJIT KUMAR KOTHARI	01560805	Non-Executive - Non Independent Director	Chairperson related to Promoter		No				Active	NA		13-02-1995	29-09-2025			1	0	1	1			
2	Mr	B POPATLAL KOTHARI	00594168	Executive Director	Not Applicable	CEO-MD	No				Active	NA	11-05-2024	08-03-1994	13-02-2024		36	1	0	1	0			
3	Mrs	PAYAL JAIN	07181548	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		31-03-2015	30-09-2024			1	0	0	0			
4	Mrs	AASHIKA KUMARI	08455410	Non-Executive - Independent Director	Not Applicable		No				Active	NA		30-05-2019	11-05-2024		60	1	1	1	0			
5	Mr	SURESH KUMAR MEHTA	07468733	Non-Executive - Independent Director	Not Applicable		No				Active	NA		14-08-2023	29-09-2023		60	1	1	1	1			
6	Ms	KAVITA PATEL	09433199	Non-Executive - Independent Director	Not Applicable		No				Active	NA		14-08-2023	29-09-2023		60	1	2	2	2			

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07468733	SURESH KUMAR MEHTA	Non-Executive - Independent Director	Chairperson	29-03-2024		
2	01560805	B RANJIT KUMAR KOTHARI	Non-Executive - Non Independent Director	Member	14-11-2014		
3	09433199	KAVITA PATEL	Non-Executive - Independent Director	Member	29-03-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09433199	KAVITA PATEL	Non-Executive - Independent Director	Chairperson	29-03-2024		
2	01560805	B RANJIT KUMAR KOTHARI	Non-Executive - Non Independent Director	Member	14-11-2014		
3	08455410	AASHIKA KUMARI	Non-Executive - Independent Director	Member	30-05-2019		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson	Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01560805	B RANJIT KUMAR KOTHARI	Non-Executive - Non Independent Director	Chairperson	14-11-2014		
2	08455410	AASHIKA KUMARI	Non-Executive - Independent Director	Member	30-05-2019		
3	00594168	B POPATLAL KOTHARI	Executive Director	Member	14-11-2014		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
No records available							

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
No records available							

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	07468733	SURESH KUMAR MEHTA	INDEPENDENT DIRECTOR COMMITTEE	Non-Executive - Independent Director	Member	
2	08455410	AASHIKA KUMARI	INDEPENDENT DIRECTOR COMMITTEE	Non-Executive - Independent Director	Member	
3	09433199	KAVITA PATEL	INDEPENDENT DIRECTOR COMMITTEE	Non-Executive - Independent Director	Member	

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	27-10-2025			Yes	6	6	3
2	03-01-2026	67		Yes	6	4	1
3	14-02-2026	41		Yes	6	6	3
4	31-03-2026	44		Yes	6	6	3

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	27-10-2025				Yes	3	3	2	0
2	Audit Committee	14-02-2026	109			Yes	3	3	2	0
3	Audit Committee	31-03-2026	44			Yes	3	3	2	0
4	Stakeholders Relationship Committee	27-10-2025				Yes	3	3	1	0
5	Stakeholders Relationship Committee	14-02-2026	109			Yes	3	3	1	0
6	Stakeholders Relationship Committee	31-03-2026	44			Yes	3	3	1	0
7	Other Committee	14-02-2026		INDEPENDENT DIRECTOR COMMITTEE		Yes	3	3	3	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	B POPATLAL KOTHARI
2	Designation	Managing Director

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		

Sr.	Date of the event	Brief details of the event
No records available		

Annexure II

Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I.Disclosure on website in terms of LODR Regulation				
1.1	Details of business	Yes		http://rasielectrodes.com/aboutus.aspx
1.2	Memorandum of Association and Articles of Association	Yes		http://cmsbox.rasielectrodes.com/pdffiles/RASI%20MOAAOACONSD.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		http://cmsbox.rasielectrodes.com/pdffiles/ProfileOfBoardOfDirectors.pdf
2	Terms and conditions of appointment of independent directors	Yes		http://cmsbox.rasielectrodes.com/pdffiles/02%20UPDATED%20TermsOfAppOfIndDir%2001042024.pdf
3	Composition of various committees of board of directors	Yes		http://cmsbox.rasielectrodes.com/pdffiles/CompositionOdBoDand%20Committees%2001042024.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		http://cmsbox.rasielectrodes.com/pdffiles/1%20CodeOfConduct%20BoD%20Kmp%2001062022.PDF
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://cmsbox.rasielectrodes.com/pdffiles/2%20Whistleblower%20Vigil%20Policy%2001062022.PDF
6	Criteria of making payments to non-executive directors	Yes		Criteria for making payments to Non-Executive Directors:Furnished in the Annual Report
7	Policy on dealing with related party transactions	Yes		http://cmsbox.rasielectrodes.com/pdffiles/3%20PolicyOn%20RPT%2001062022.PDF
8	Policy for determining 'material' subsidiaries	Yes		The Company does not have any subsidiaries.
9	Details of familiarization programmes imparted to independent directors	Yes		http://cmsbox.rasielectrodes.com/pdffiles/FM%20PROG%2013022026.pdf
10	Email address for grievance redressal and other relevant details	Yes		http://cmsbox.rasielectrodes.com/pdffiles/5%20ContactInfoOfDesinatedOfficials%2001062022.PDF
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://cmsbox.rasielectrodes.com/pdffiles/5%20ContactInfoOfDesinatedOfficials%2001062022.PDF
12	Financial results	Yes		http://rasielectrodes.com/investordetails.aspx?Id=CORPORATE+ANNOUNCEMENTS http://rasielectrodes.com/investordetails.aspx?Id=FINANCIAL+QUARTERLY+RESULTS+ http://rasielectrodes.com/investordetails.aspx?Id=FINANCIAL+ANNUAL++RESULTS+
13	Shareholding pattern	Yes		http://rasielectrodes.com/investordetails.aspx?Id=SHARE+HOLDING+PATTERN+
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA		
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://cmsbox.rasielectrodes.com/pdffiles/BSEFILED%20ADVT%2022022026.pdf
18	Credit rating or revision in credit rating obtained	Yes		http://cmsbox.rasielectrodes.com/pdffiles/RASIICRARATING%2014032025.pdf
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		http://cmsbox.rasielectrodes.com/pdffiles/RASI%20ASCR%2031032025%2030052025.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		http://cmsbox.rasielectrodes.com/pdffiles/6%20PolicyOnMaterialityofevents%2001062022.PDF
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		http://cmsbox.rasielectrodes.com/pdffiles/5%20ContactInfoOfDesinatedOfficials%2001062022.PDF
23	Disclosures under regulation 30(8)	Yes		http://rasielectrodes.com/investordetails.aspx?Id=CORPORATE+ANNOUNCEMENTS
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		http://cmsbox.rasielectrodes.com/pdffiles/RASI%20ANNUALRETURN2025%20FMGT7.pdf
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		It is confimred that all the above disclosures are furnished in a separate section on the landing page of he website www.rasieletrodes.com under the main menu Investor Relations' and sub menus classified thereunder based on the nature of disclosure.
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		It is certified that the information provided in the website are accurate and as per the approval acorded by the Board or KMPs as per the Governance Structure implemented in the company.
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
	Any other information to be provided			

Annexure II

1	Name of signatory	B POPATLAL KOTHARI
2	Designation	Managing Director

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	B POPATLAL KOTHARI
2	Designation	Managing Director

Signatory Details

Name of signatory	B POPATLAL KOTHARI
Designation of person	Managing Director
Place	CHENNAI
Date	28-04-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes

Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				