

REF: REL/088/2026-2027
October 23, 2026

To
General Manager
Dept of Corporate Services
The Stock Exchange, Mumbai,
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET
MUMBAI-400001

Dear Sir,

Sub:: Certified copy of the Minutes of the 32nd Annual General Meeting held on 28.09.2026.

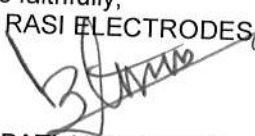
Further to our letter Ref: REL/078/2026-27 dated 28.09.2026 filed at the listing portal Vide Ack.No. 14363063/28.09.2026 making the required disclosure under Regulation 30(6) read along with sub-para 13 of Part A of Schedule III – Completion Report on Proceedings of 32nd Annual General Meeting held on 28TH September 2025, we are sending herewith the following:

1.CERTIFIED Copy of the finalized Minutes of the 32nd AGM of the members of the Company held on 28th September 2026, duly signed by the Chairman, On 23rd October 2026, within the time line prescribed u/s 118 of the Companies Act, 2013..

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,
FOR RASI ELECTRODES LIMITED


B POPATLAL KOTHARI
MANAGING DIRECTOR
DIN: 00594168

Manufacturer & Supplier of All Grade Welding Electrodes, CO₂ Welding Wire and Drawn Wire Etc.

Regd. Off : 21. Raja Annamalai Road, Flat No. A/14, Rams Apartment, 3rd Floor, Chennai - 600 084, Ph : +91-44-26424523 / 7884, email : info@rasielectrodes.com

Visit us : www.rasielectrodes.com, Factory : Upparapalayam Village, Alamathi Post, Redhills, Chennai - 600052. Ph : 9381023215

CIN : L52599TN1994PLC026980, Customer Care : +91-044-26401822

MINUTES OF THE 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF RASI ELECTRODES LIMITED HELD AT 9.30 A.M. ON MONDAY THE 28TH SEPTEMBER 2026 THROUGH VIDEO CONFERENCING ('VC') AND OTHER AUDIO VISUAL MEANS ('OAVM')

DIRECTORS PARTICIPATING THROUGH VC:

S.No.	Names	Designation
1	Mr Ranjit Kumar Kothari, Chairman, DIN: 01560805	Chairman & Non-Independent Director. Chairman of Stakeholders Relationship Committee.
2	Mr B Popatlal Kothari Managing Director DIN: 00594168	Managing Director
3	Mr SURESH KUMAR MEHTA DIN 07468733	Independent Director & Chairman of Audit Committee
4	Ms KAVITA PATEL DIN 09433199	Independent Director & Chairman of Nomination and Remuneration Committee
5	Mrs Aashika Kumari DIN: 08455410	Independent Director
6	Mrs Payal Jain DIN: 0007181548	Director – Non-Independent

KMPs PARTICIPATING THROUGH VC::

SNO	NAME	DESIGNATION
1	Mr P Kashyap Kothari	Chief Financial Officer
2	Mrs Jagruti Jain	Company secretary

AUDITORS PARTICIPATING THROUGH VC::

SNO	NAME	DESIGNATION
1	Mr Poonam Jain M, Partner, Poonam Ankit & Associates., Chartered Accountants	Statutory Auditor
2	Gopikrishnan Madanagopal	Secretarial Auditor
3	Mahavirchand Kochar	Internal Auditor



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MEMBERS' ATTENDANCE:

AS PER VENUE ATTENDANCE REPORT SUBMITTED BY CDSL, A TOTAL OF 42 [Forty two] MEMBERS WERE PRESENT THROUGH VIDEO CONFERENCING

The 32ND Annual General Meeting commenced at 9.30 A.M.

1. CHAIRMAN

Mr B RANJIT KUMAR KOTHARI, Chairman of the Board of Directors, commenced the proceedings of the meeting as Chairman of the 31st AGM. The Chairman and Board of Directors and KMPs joined the meeting through Video Conferencing from the registered office of the Company.

2. QUORUM

This 32nd AGM was being conducted through **VIDEO CONFERENCING ('VC') AND OTHER AUDIO VISUAL MEANS ('OAVM')**. The Central Depository Services Limited (CDSL) has been engaged as the Technology Service Provider for facilitating this meeting through VC / OAVM.

The Chairman informed the members that, as per the Venue Attendance Report furnished by CDSL, the quorum required for the meeting being present in adequate numbers the meeting was called to order.

3. NOTICE

The Chairman informed the members that the 32nd AGM is being conducted through Video Conferencing as mandated under SEBI and MCA Regulations.

The Chairman further informed the members that the Notice dated 14TH AUGUST 2026 had been sent well in advance. As prescribed under applicable MCA Regulations, the Notice, together with the Annual Report for the financial year 2025-26, was sent only in electronic form, in accordance with the relaxation granted by the Securities and Exchange Board of India vide and Ministry of Corporate Affairs vide applicable Circulars, 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) and who have registered their email id with the Company/ Depositories. The required newspaper advertisement was also made as required under the MCA / SEBI Circulars. The Notice along with Annual Report was also hosted at the website of the Company and at the website of the stock exchange BSE Ltd.

The Notice shall have to be read over at this meeting. However, with the permission of the members, to save time the notice was taken as read and taken on record.



4.AUDITOR'S REPORT

The Chairman informed the members that the Auditor's report was already sent to all the members. The Auditors Report on the Financial Statements for the year ended 31st March 2026 is an un-modified (clean) report and as such, as per provisions of section 145 of the Companies Act, 2013, need not have to be read over at the meeting.

With the permission of the members the Audit report was taken as read.

5.CHAIRMAN'S SPEECH

The Chairman thereafter delivered his speech to the members outlining the performance of the Company, general business and economic scenario and future prospects of the Company.

The Chairman's speech was also hosted at the Website of the Company.

6.DISCUSION ON AGENDA ITEMS

The Chairman informed the members that they are now welcome to discuss the agenda items proposed in the Notice.

Thereafter, members had a detailed discussion on agenda items and queries raised by the members was suitably responded to by the Management team.

About 14 shareholders have sent in email request expressing their intention to speak at the AGM. Out of them, only the following 4 shareholders were present at the meeting and were given the opportunity to speak by the Chairman at the AGM :

SNO.	DpCI Id/Folio No.	Name	MobileNo.	Email id
2	DP ID /Client ID - IN301637/41521740 DP ID/ Client ID - IN301313/21605421 DP ID/ Client ID - IN30039418945055	A.V.Mani Sundaram BE., PAN: ANAPM2281Q	9842722221	rtomanisundaram@gmail.com
4	DP ID /Client ID - IN301637/41359155 DP ID /Client ID - 1201090037346357 DP ID /Client ID - 1201090037315440 DP ID/ Client ID - IN30039418945276	J.Abhishek BE., LLB., PAN: BAIPA9162Q Ph: 9840064466 Chennai	9840064466	abhijhulelal@gmail.com
5	DP ID /Client ID - IN301637/41159143 DP-Client ID: IN30039418943426	P.Jaichand	9444217604	jaichandpkalra@gmail.com
	1304140007635382	Lokesh Gupta	9868866667	luckygupta1964@gmail.com



The clarification and explanations sort by them were duly provided to them by the Management. The Management team informed the members that the Highlights of the same shall also be hosted at the website of the Company, once the minutes is finalised by the Chairman.

7.ELECTRONIC VOTING

The Chairman informed the members that as per the provisions of the Companies Act, 2013, members have been provided with an opportunity to cast votes through electronic means through the website maintained by CDSL www.evotingindia.com. The members have utilized this opportunity to cast their votes electronically. The Company has adhered to the rules specified with regard to providing electronic voting facilities for all the FOUR resolutions proposed in the Notice Convening this 32ND AGM.

Members who have not exercised their votes through remote / electronic voting were invited to do so now by accessing the venue voting module through www.evotingindia.com which has been enabled and will be kept open until the conclusion of this AGM.

The Chairman further informed the members that the electronic voting closed on 27th September 2026 at 5.00 p.m. As per the procedure announced by the Ministry of Corporate Affairs, the result of Electronic Voting is kept secret and it will be made known by CDSL only after the conclusion of this AGM and after the Scrutinizer authorizes finalization of voting. The Scrutinizer will have to render his report within a period of two days from the conclusion of the AGM. Thereafter, the result of voting and adoption of the resolutions proposed at this AGM will be determined and declared latest by 30TH September 2026. The result of voting will be made available to Bombay Stock Exchange (BSE Ltd) through their website www.bseindia.com and also will be published at the website of the Company at www.rasielectrodes.com for the information of all the members and also for the information of the investing community. The results declared on 30TH September 2026 shall be deemed to be passed at this 32nd AGM held on 28th September 2026 and it will be recorded in and it will be a part of the Minutes of this 32nd AGM.

The Scrutiniser submitted his report on 30TH SEPTEMBER 2026. Based on the report, the Chairman declared the results on 30TH SEPTEMBER 2026 which was communicated to the BSE Ltd and also uploaded on the website of the Company at www.rasielectrodes.com the proceedings relating to the resolutions passed at the 32nd AGM and the manner of voting and adoption of the resolution is described herein below.

8.ADOPTION OF FINANCIAL STATEMENTS

The Chairman informed the members that the 32nd Annual Report for the year 2025-2026 containing Financial Statements as on 31st March 2026, and the Auditor's and Directors' Report thereon had already been sent to the members.

The Auditors have expressed and Un-modified opinion on the Financial Statements for the year ended 31st March 2026. The Secretarial Auditor have also expressed and Un-modified opinion in the Secretarial Audit Report for the year ended 31st March 2026. The Auditor's Report and Secretarial Audit Report was taken as read with the permission of the members.

The Director's Report along with its annexures was, with the permission of the members, taken as read.



The Chairman thereafter invited the members to seek any clarification/explanation that they may need on the Financial Statements for the year ended 31st March 2026.

There were general discussion on the affairs of the Company and the Chairman and Directors present clarified to the satisfaction of members.

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed as ORDINARY BUSINESS in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

“RESOLVED THAT THE Audited Financial Statement of the Company for the financial year ended 31st March 2026 and the Directors’ and Auditor’s Report thereon, together with all the reports, statements and notes annexed thereto, be and are hereby approved and adopted.”

Based on the Scrutiniser Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY as per the voting result mentioned below:

Resolution 1

The result of the Electronic Voting for the resolutions proposed at the 32nd AGM is as follows:
Resolution – 1:

Adoption of Audited Financial Statements for the year ended 31st March 2026

Type of Resolution : Ordinary Resolution

VALID VOTES :

Category of shareholders	Number of Members Voted through e-voting system	No. of shares and Voting Rights held by Voting Shareholders	No. of Votes recorded in Favour	No. of Votes recorded Against	Total Number of Votes Cast	% of Total Number of Votes in Favour on number of shares held	% of Total Number of Votes against on number of shares held
1	2	3	4	5	6	7 (= 6 / 3)	8
Promoter & Promoter Group	4	8119280	8119280	Nil	8119280	100%	Nil
Public Non-Institutions	50	3109084	3109079	5	3109084	99.9998	0.0002%
Total	54	11228364	11228359	5	11228364	100.0000%	0.0000%

There were no invalid votes cast.

RESULT: Ordinary Resolution is PASSED with REQUISITE MAJORITY.



9.DIVIDEND

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed as ORDINARY BUSINESS in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

Based on the Scrutiniser Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY as per the voting result mentioned below:

Resolution 2

The result of the Electronic Voting for the resolutions proposed at the 32nd AGM is as follows:

Resolution – 2:

Declaration of Dividend of Re.0.20 paise (i.e., 10%) for the year ended 31st March 2026

Type of Resolution : Ordinary Resolution

VALID VOTES :

Category of shareholders	Number of Members Voted through e-voting system	No. of shares and Voting Rights held by Voting Shareholders	No. of Votes recorded in Favour	No. of Votes recorded Against	Total Number of Votes Cast	% of Total Number of Votes in Favour on number of shares held	% of Total Number of Votes against on number of shares held
1	2	3	4	5	6	7 (= 6 / 3)	8
Promoter & Promoter Group	4	8119280	8119280	Nil	8119280	100%	Nil
Public Non-Institutions	50	3109084	3109079	5	3109084	99.9998	0.0002%
Total	54	11228364	11228359	5	11228364	100.0000%	0.0000%

There were no invalid votes cast.

RESULT: Ordinary Resolution is PASSED with REQUISITE MAJORITY.

10.RE-APPOINTMENT OF Mrs PAYAL JAIN (DIN: 07181548) AS DIRECTOR

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed as ORDINARY BUSINESS in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

“RESOLVED THAT Mrs PAYAL JAIN (DIN: 07181548), the retiring Director, be and is hereby reappointed as Director of the Company, liable for retirement by rotation.”

Based on the Scrutiniser Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY as per the voting result mentioned below:

Resolution – 3:

RE-appointment of retiring director Mrs PAYAL JAIN (DIN: 07181548) as a Director liable for retirement by rotation



Type of Resolution : Ordinary Resolution

VALID VOTES :

Category of shareholders	Number of Members Voted through e-voting system	No. of shares and Voting Rights held by Voting Shareholders	No. of Votes recorded in Favour	No. of Votes recorded Against	Total Number of Votes Cast	% of Total Number of Votes in Favour on number of shares held	% of Total Number of Votes against on number of shares held
1	2	3	4	5	6	7(= 6 / 3)	8
Promoter & Promoter Group	4	8119280	8119280	Nil	8119280	100%	Nil
Public Non-Institutions	50	3109084	3107397	1687	3109084	99.9457%	0.0543%
Total	54	11228364	11226677	1687	11228364	99.9858%	0.0150%

There were no invalid votes cast.

RESULT: Ordinary Resolution is PASSED with REQUISITE MAJORITY.

11. APPOINTMENT OF SECRETARIAL AUDITOR

The Chairman informed the members that the following ORDINARY RESOLUTION was proposed as ORDINARY BUSINESS in the Notice for approval at this AGM on which the shareholders have cast their votes electronically during the electronic voting period or through venue voting during the AGM:

“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'), pursuant to recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for appointment of Mr. S Hari Krishnan, Practicing Company Secretary, Membership No: A29583; CP No.13740; Peer Reviewer No.3100, Chennai, as Secretarial Auditor of the Company for a period of five years to hold office from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company to be held in the year 2031 (i.e., for the Financial Year 1st April, 2026 – 31st March, 2027 to 1st April, 2030 - 31st March, 2031), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditor.”

Based on the Scrutiniser Report dated 30.09.2026, the Chairman declared on 30.09.2026, that the above mentioned ORDINARY RESOLUTION was declared PASSED WITH REQUISITE MAJORITY as per the voting result mentioned below:



Resolution – 4:

Appointment of Mr S Hari Krishnan, Practising Company Secretary, as a Secretarial Auditor for a period of five years

Type of Resolution : Ordinary Resolution

VALID VOTES :

Category of shareholders	Number of Members Voted through e-voting system	No. of shares and Voting Rights held by Voting Shareholders	No. of Votes recorded in Favour	No. of Votes recorded Against	Total Number of Votes Cast	% of Total Number of Votes in Favour on number of shares held	% of Total Number of Votes against on number of shares held
1	2	3	4	5	6	7 (= 6 / 3)	8
Promoter & Promoter Group	4	8119280	8119280	Nil	8119280	100%	Nil
Public Non-Institutions	50	3109084	3109079	5	3109084	99.9998	0.0002%
Total	54	11228364	11228359	5	11228364	100.0000%	0.0000%

There were no invalid votes cast.

RESULT: Ordinary Resolution is PASSED with REQUISITE MAJORITY.

12.CONCLUSION

The Chairman thereafter thanked the members for attending this meeting and for having cooperated for passing all the resolutions proposed at this meeting with unanimous consent.

The meeting thereafter concluded, at about 10.09.A.M. with a vote of thanks to the Chair.

PLACED IN MINUTES BOOK ON : 23RD OCTOBER 2026
SIGNATURE OF CS :

SD/-

CHENNAI
Dated: 23rd OCTOBER 2026

SD/-
B RANJIT KUMAR KOTHARI
CHAIRMAN OF 32nd AGM
[DIN 01560805]

\\CERTIFIED TRUE COPY\\

FOR RASI ELECTRODES LIMITED

B POPATLAL KOTHARI
MANAGING DIRECTOR
DIN 00594168

CHENNAI
DATED: 23RD OCTOBER 2026

