

Ref:REL/0257/2020-21
February 19,2021

To,

Department of Corporate Services
THE STOCK EXCHANGE, MUMBAI,
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET
MUMBAI-400001

Dear Sir,

Sub: Disclosure under Reg.30 of SEBI (LODR) Regulations, 2015 - Appointment of Secretarial Auditor for the year ended 31st March 2021

As informed to you vide our letter dated 11.02.2021, Mr Gopikrishnan Madanagopal, Practicing Company Secretary, (FCS-2276; CoP:2051) have been appointed as the Secretarial Auditor of the Company pursuant to the requirements of section 204 of the Companies Act, 2013, to audit the secretarial records of the Company for the financial year ended 31st March 2021 and to render his report in the manner prescribed and also to issue an Annual Secretarial Compliance Report under Regulation 24A of the SEBI (LODR) Regulations, 2015, and Certify the Annual Return to be filed with Ministry of Corporate Affairs u/s 92 of the Companies Act, 2013 as per approval accorded by the Board of Directors at their meeting held on 11th February 2021. We are sending herewith certified copy of the resolution passed by the Board of directors in this regard at their meeting held on 11.2.2021.

We request you to kindly take on record the above appointment and acknowledge the receipt of this letter.

Thanking You,

Yours faithfully,
for RASI ELECTRODES LIMITED,


B POPATLAL KOTHARI
MANAGING DIRECTOR
DIN: 00594168

Manufacturers & Marketers of Welding Electrodes and Consumables

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS AT THEIR MEETING HELD ON 11TH FEBRUARY 2021

1.APPOINTMENT OF SECRETARIAL AUDITOR

“RESOLVED THAT, pursuant to the requirements of section 204 of the Companies Act, 2013, Mr Gopikrishnan Madanagopal (FCS-2276;COP:2051), Practicing Company Secretary (PCS), be and is hereby appointed as the Secretarial Auditor to audit the secretarial records of the Company for the financial year ended 31st March 2020 and to issue an Annual Secretarial Audit Report for the year ended 31st March 2020 as prescribed under the said section and also to issue an Annual Secretarial Compliance Report for the year ended 31st March 2020 as required under Regulation 24A of SEBI (LODR) Regulations, 2015, required to be submitted to Stock exchange within 60 days from the end of the financial year ended 31st March 2020 and to Certify the Annual Return to be filed with the Ministry of Corporate Affairs as required u/s 92 of the Companies Act, 2013, for the yer ended 31st March 2021.”

“RESOLVED FURTHER THAT Mr B POPATLAL KOTHARI, Managing Director, be and is hereby authorized issue a letter of appointment and to file a certified copy of this resolution with the Ministry of Corporate Affairs as required u/s 179 of the Companies Act, 2013.”

EXPLANATORY STATEMENT:

The Company, being a listed company, will have to appoint a Secretarial Auditor u/s 204 of the Companies Act, 2013, to audit the secretarial records of the Company for the year ended 31st March 2020. As per the amended provisions of Regulation 24A of SEBI (LODR) Regulations, 2015, amended vide SEBI Circular No.CIR/CFD/CMD1/27/2019 dated 8.2.2019, listed entities shall additionally, on an annual basis, require a check by the PCS on compliance of all applicable SEBI Regulations and circulars/ guidelines issued thereunder, consequent to which, the PCS shall submit a report to the listed entity in the manner specified in the circular. The Annual Secretarial Compliance report in the prescribed format shall be submitted by the listed entity to the stock exchanges within 60 days of the end of the financial year. Further, as required under section 92 of the Companies Act, 2013, the Annual Return to be filed by the Company for the year ended 31.3.2021 will have to be certified by a Practising Company Secretary. The Managing Director will brief the Board in this regard at the meeting. The Board may consider the recommendation of the Audit Committee in this regard and appoint a Secretarial Auditor for issuing Secretarial Audit Report u/s 204 of the Companies Act, 2013, and an Annual Secretarial Compliance Report under regulation 24A of the SEBI (LODR) Regulations, 2015, and to certify the annual return to be filed by the company for the year ended 31.3.2021 to be filed with the Ministry of Corporate Affairs for the year ended 31.3.2021.

Sd/-
CHAIRMAN

\\CERTIFIED TRUE COPY\\
FOR RASI ELECTRODES LIMITED


B POPATLAL KOTHARI
MANAGING DIRECTOR



Manufacturers & Marketers of Welding Electrodes and Consumables