Works & Corporate Office
A-3 Industrial Area South of G.T. Road Ghaziabad 201009 India
Phone (0120) 2840346 to 51, 0120 4934034 Fax (0120) 2840352
Website www.rathisteelandpower.com Email info@rathisteelandpower.com

Date: 29.05.2026

To,
BSE Limited,
Phiroze, Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Maharashtra

Scrip Code: 504903

Subject: Disclosure under Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")- Annual Secretarial Compliance Report for the financial year ended March 31, 2026

Dear Sir/ Madam,

Pursuant to Regulation 24A(2) of the Listing Regulation, the Annual Secretarial Compliance Report for the financial year ended March 31, 2026, duly issued by Mr. Sameer Kishore Bhatnagar, Practicing Company Secretary, is attached.

This is for information and records.

Thanking You,

Yours Faithfully,

For M/s RATHI STEEL AND POWER LIMITED

Namita Lal Madan
Digitally signed by Namita Lal Madan
Date: 2026.05.29 12:05:47 +05'30'

(NAMITA LAL MADAN)
Company Secretary and Compliance Officer
M. No. A32625
Address: H. No.7, 2nd Floor, Sewa Nagar Market
Kasturba Nagar, Lodhi Road
New Delhi – 110003

Encl.: as above

SAMEER KISHORE BHATNAGAR
Practicing Company Secretary

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
M/s RATHI STEEL AND POWER LIMITED
for the financial year ended March 31, 2026

I, Sameer Kishore Bhatnagar, Practicing Company Secretary have examined:

a) all the documents and records made available to us and explanation provided by **M/s RATHI STEEL AND POWER LIMITED ("the listed entity/ Company"),**
b) the filings/ submissions made by the listed entity to the stock exchanges,
c) website of the listed entity,
d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 2026 ("Review Period") in respect of compliance with the provisions of:
   (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
   (ii) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under 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 ("LODR Regulations");

b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***Not applicable during the Review Period.***

d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.***;*** ***Not applicable during the Review Period.***

e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***Not applicable during the Review Period.***

f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***Not applicable during the Review Period.***

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

and circulars/ guidelines issued thereunder.

And based on 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 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	Management Response	Remarks
Not Applicable										

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

S. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended ….. (the years are to be mentioned)	Compliance Requirement (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
Not Applicable						

(c) I hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

S. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries	Yes	

	India (ICSI).		
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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	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 re-directs to the relevant document(s)/ section of the website	Yes	
4.	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5.	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	N.A.	The listed entity does not have subsidiary company during the Review Period.
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 the LODR Regulations.	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 as prescribed in SEBI	Yes	

	Regulations.		
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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 committee.	Yes	
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations 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	
. 11.	Actions taken by SEBI or Stock Exchange(s), if any: No actions 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) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	The Company had filed the Integrated Governance Report for the quarter ended March 31, 2025 with the incorrect composition of Nomination and Remuneration Committee of the Board of the Company inadvertently. However, the composition of Nomination and Remuneration Committee of the Board of the Company was in compliance with Regulation 19(1) and 19(2) of the LODR regulations for the quarter ended March 31, 2025, and the correct composition was

			submitted by the Company, in the revised Integrated Governance Report filed for the quarter ended March 31, 2025, on May 23, 2025. Consequently, the BSE Limited basis the Standard Operating Procedures issued by SEBI through various circulars, had imposed a fine of INR 2,12,400/- (Indian Rupees Two Lakh Twelve Thousand Four Hundred only) (inclusive of GST) against non-compliance of Regulation 19(1) / 19(2) of LODR Regulations, regarding the constitution of Nomination and Remuneration Committee by the Company for the quarter ended March 31 2025. The Company had suitably filed a waiver application for the said fine, to BSE Limited. The request for the waiver of fine levied as aforesaid, has been considered favorably by the relevant department of the BSE Limited and accordingly the fine has been waived vide its email

			communication dated February 26, 2026. The Company has complied with the requirements of BSE Limited, SEBI and other statutory authorities on all matters related to capital markets. There have been no instances of non compliances nor have any penalties or strictures been imposed on the Company by the Stock Exchanges or SEBI or other statutory authorities relating to the capital markets, during the Review Period except as stated above.
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 subsidiary(ies) has / have complied with paragraph 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 listed entities.	N. A.	Statutory Auditor has not resigned from the listed entity during the Review Period.
13.	No additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	N.A.	No additional non-compliance was observed during the Review Period.

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. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We 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 (2) 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 hasconducted the affairs of the listed entity.

Signature:
SAMEER KISHORE BHATNAGAR
Practicing Company Secretary
M. No. 30997
COP No. 13115
UDIN: A030997H000524261

Place: Delhi
Dated: 28.05.2026