

## General information about company

Scrip code	504903	
NSE Symbol	NOTLISTED	
MSEI Symbol	NOTLISTED	
ISIN	INE336C01016	
Name of the entity	RATHI STEEL AND POWER LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-05-2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2025	
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	No acquisition of Shares or Voting Rights in Unlisted Companies during the reporting period.
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?	No	No fine or penalty was imposed during the reporting period.
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?	Yes	
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	Not Applicable as no Loans / Guarantees / Comfort Letters / Securities provided
Risk management committee	Not Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	R00104	
Reason For No SCORE ID		
Type of Submission	Revision	
Remarks (website dissemination)		
Remarks for Exchange (not for 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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Prem Narain Varshney	ADBPV3894M	00012709	Executive Director	Chairperson	MD	10-07-1952
2	Mr	Abhishek Verma	BKEPV9007R	08104325	Executive Director	Not Applicable		01-10-1992
3	Mr	Rajesh Khurana	AGFPK4255N	11015277	Executive Director	Not Applicable		11-01-1960
4	Mr	Arpan Kumar Atrey	AQIPA4533G	11023021	Non-Executive - Independent Director	Not Applicable		20-05-1988
5	Mrs	Sonika Sharma	QURPS9281Q	10192265	Non-Executive - Independent Director	Not Applicable		01-01-1986
6	Mrs	Surbhi Pareek	GGZPP9216E	10231959	Non-Executive - Independent Director	Not Applicable		29-09-1998
7	Mrs	Sangeeta Pandey	CYWPP6302A	08213476	Non-Executive - Independent Director	Not Applicable		28-09-1976

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to regulation 17A(1) & reg. 17A(2)]	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	NA		01-09-1997				1	0	2	0			
2	NA		16-05-2018				1	0	1	0			
3	NA		25-03-2025				1	0	0	0			
4	NA		29-03-2025			0.03	1	1	0	0			
5	NA		10-07-2023			20.22	1	1	1	0			
6	NA		10-07-2023			20.22	1	1	2	2			
7	NA		14-11-2018		29-03-2025	76.12	1	1	3	3	Tenure Completion		

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	08213476	Sangeeta Pandey	Non-Executive - Independent Director	Chairperson	14-11-2018	29-03-2025	
2	10192265	Sonika Sharma	Non-Executive - Independent Director	Member	10-07-2023		
3	00012709	Prem Narain Varshney	Executive Director	Member	01-09-1997		
4	10231959	Surbhi Pareek	Non-Executive - Independent Director	Chairperson	29-03-2025		

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	08213476	Sangeeta Pandey	Non-Executive - Independent Director	Chairperson	14-11-2018	29-03-2025	
2	10192265	Sonika Sharma	Non-Executive - Independent Director	Member	10-07-2023		
3	08104325	Abhishek Verma	Executive Director	Member	16-05-2018	25-03-2025	
4	10231959	Surbhi Pareek	Non-Executive - Independent Director	Member	25-03-2025		Textual Information(1)
5	11023021	Arpan Kumar Atrey	Non-Executive - Independent Director	Member	29-03-2025		

### Sr Text Block

Textual Information(1)

Surbhi pareek was appointed as chairperson of nomination and remuneration committee w.e.f. 29.03.2025- note to be added under committee composition of N.R.C.

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	00012709	Prem Narain Varshney	Executive Director	Member	01-09-1997		
2	08104325	Abhishek Verma	Executive Director	Member	16-05-2018		
3	08213476	Sangeeta Pandey	Non-Executive - Independent Director	Chairperson	14-11-2018	29-03-2025	
4	10231959	Surbhi Pareek	Non-Executive - Independent Director	Chairperson	29-03-2025		

**Risk Management Committee**

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

**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

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	04-10-2024				Yes	5	5	3
2	13-11-2024		39		Yes	5	5	3
3	03-12-2024		19		Yes	5	5	3
4		24-01-2025	51		Yes	5	5	3
5		14-02-2025	20		Yes	5	5	3
6		10-03-2025	23		Yes	5	5	3
7		24-03-2025	13		Yes	5	5	3
8		25-03-2025	0		Yes	5	5	3
9		29-03-2025	3		Yes	6	6	3

**Annexure 1**

**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	Reason 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	13-11-2024				Yes	3	3	2	0
2	Audit Committee	14-02-2025	92			Yes	3	3	2	0
3	Audit Committee	24-03-2025	37			Yes	3	3	2	0
4	Nomination and remuneration committee	13-11-2024				Yes	3	3	2	0
5	Nomination and remuneration committee	14-02-2025	92			Yes	3	3	2	0
6	Nomination and remuneration committee	25-03-2025	38			Yes	3	3	2	0

## Annexure 1

### IV. Meeting of Committees

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	Reason 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)
7	Nomination and remuneration committee	29-03-2025	3			Yes	3	3	2	0
8	Stakeholders Relationship Committee	13-11-2024				Yes	3	3	1	0
9	Stakeholders Relationship Committee	14-02-2025	92			Yes	3	3	1	0

**Annexure 1****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 to 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.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	SHOBHITA SINGH
2	Designation	Company Secretary and Compliance Officer

**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**

Sr				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
As per regulation 46(2) of the LODR:				
1.1	Details of business	Yes		www.rathisteelandpower.com
1.2	Memorandum of Association and Articles of Association	Yes		www.rathisteelandpower.com
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		www.rathisteelandpower.com
2	Terms and conditions of appointment of independent directors	Yes		www.rathisteelandpower.com
3	Composition of various committees of board of directors	Yes		www.rathisteelandpower.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.rathisteelandpower.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.rathisteelandpower.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.rathisteelandpower.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.rathisteelandpower.com
10	Email address for grievance redressal and other relevant details	Yes		www.rathisteelandpower.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.rathisteelandpower.com
12	Financial results	Yes		www.rathisteelandpower.com
13	Shareholding pattern	Yes		www.rathisteelandpower.com
14	Details of agreements entered into with the media companies and/or their associates	NA		

**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**

Sr			
	As per regulation 46(2) of the LODR:		
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.	Yes	www.rathisteelandpower.com
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	Yes	www.rathisteelandpower.com
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	www.rathisteelandpower.com
18	Credit rating or revision in credit rating obtained	NA	
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	www.rathisteelandpower.com
21	Materiality Policy as per Regulation 30 (4)	Yes	www.rathisteelandpower.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.rathisteelandpower.com
23	Disclosures under regulation 30(8)	Yes	www.rathisteelandpower.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes	www.rathisteelandpower.com
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	www.rathisteelandpower.com
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	www.rathisteelandpower.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	www.rathisteelandpower.com

## 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	

## 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.
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	

**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.
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	

**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.
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)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
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	

## 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.
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)	Yes	
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 - Add Notes			

**Annexure II**

1	Name of signatory	SHOBHITA SINGH
2	Designation	Company Secretary and Compliance Officer

## 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	SHOBHITA SINGH
2	Designation	Company Secretary and Compliance Officer

### 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
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

### Signatory Details

Name of signatory	SHOBHITA SINGH
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	23-05-2025

### 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 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
1	Office of the Deputy Commissioner, State GST, Ghaziabad, Uttar Pradesh	03-02-2025	Office of the Deputy Commissioner, Ghaziabad, Uttar Pradesh vide Order dated February 3, 2025, u/s 74 of the GST Act, 2017, has issued a notice seeking demand of INR 58,22,036 (Indian Rupees Fifty-Eight Lacs Twenty Two Thousand and Thirty Six) along with imposition of the penalty of the similar amount, along with applicable interest.	Company is in the process of filing necessary Application before the Allahabad High Court
2	Office of the Additional Commissioner, GST & Central Excise, Rourkela , Odisha	25-02-2025	Raised a demand of INR 2,57,90,498 (Indian Rupees Two Crore Fifty - Seven Lacs Ninety Thousand Four- Hundred and Ninety-Eight Only) along with penalty of 10% on above amount under Section 73(9) CGST/OGST Act 2017 r.w.s.20(xxi/xxv) of the IGST Act, 2017, along with applicable interest.	The Company strongly refutes the above and believes that said demand is not maintainable. The Company will explore appropriate legal remedies to contest the same , as may be necessary. Necessary Application yet to be filed
3	Office of the Assistant Commissioner, CGST & Central Excise, Sambalpur Division-1, Odisha	25-02-2025	Raised a demand of INR 87,06,492 (Indian Rupees Eighty –Seven Lacs Six Thousand and Four-Hundred Ninety-Two Only) under Section 73 of CGST/OGST Act 2017 r.w.s. 50(3) of the CGST/SGST Act, 2017.	Company has filed Review Application before the appropriate Court
4	Assessment unit, Income Tax Department, Central Circle 31, New Delhi	31-03-2025	Assessment Orders under Section 147 read with Section 143(3) of the Income Tax Act, 1961 ('Act') and Demand Orders against such Assessment Orders under Section 156 of the Act,for the FY 2018-19 (AY-2019-20), 2020-21(AY 2021-22) and 2021-22(AY 2022-23).	The Company will pursue rectification of the prima facie errors in the order/approach appropriate authority.