

May 29, 2024

To,

**Listing Operation Department** 

**BSE Limited** 

Phiroze Jeejecbhoy Towers Dalal Street, Mumbai- 400 001 Listing Compliance Department
The National Stock Exchange of Inc

The National Stock Exchange of India Limited (NSE) 05th Floor, Exchange Plaza, C-1, Block G, Bandra Kurla

Complex, Bandra (E) Mumbai - 400 051

Scrip Code: **544119** Symbol: **RPTECH** 

Sub: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2024

Ref.: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant Circular(s) issued by SEBI in this regard, please find enclosed the Annual Secretarial Compliance Report of Rashi Peripherals Limited for the financial year ended March 31, 2024, issued by M/s. Parikh & Associates, Company Secretaries.

You are requested to kindly take the same on your record.

Thankyou.

Your faithfully,

For RASHI PERIPHERALS LIMITED

## **Hinal Shah**

Company Secretary & Compliance Officer

Encl.: As above



## Secretarial Compliance Report of Rashi Peripherals Limited for the year ended March 31, 2024

To, Rashi Peripherals Limited, (formerly Rashi Peripherals Private Limited) Ariisto House, 5th Floor, Corner of Telli Galli, Andheri (E), Mumbai 400069

The Equity shares of Rashi Peripherals Limited got listed on w.e.f. 14th February, 2024 and accordingly,

We, Parikh & Associates have examined:

- a) all the documents and records made available to us and explanations provided by Rashi Peripherals 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, 2024 ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations (including amendments, modifications from time to time), whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements ) Regulations, 2015 and amendments from time to time;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the company during the review period)
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review
- g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

h) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

and circulars/guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India,

We hereby report that, during the Review Period:

a) The listed entity has generally complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, <u>except</u> in respect of matters specified below:-

Sr.	Compliance	Regulati	Deviations	Actio	Type of	Detai	Fine	Observations/	Management	Rem
No.	Requirement	on/		n	Action	ls of	Amount	Remarks of	Response	arks
	(Regulations	Circular		Take	(Advis	Viola		the Practicing		
	/circulars/	No.		n by	ory/Cl	tion		Company		
	guidelines				ar			Secretary		
	including				ificatio					
	specific				n/ Fine					
	clause)				/Show					
					Cause					
					Notice/					
					Warning,					
					etc.					

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

Sr.	Observations/	Observations	Compliance	Details of	Remedial	Comments of the	
No.	Remarks of the	made in the	Requirement	violation /	actions, if	PCS on the	
	Practicing	secretarial	(Regulations/circul	deviations and	any, taken	actions taken by	
	Company	compliance report	ars/ guidelines	actions taken /	by the	the listed entity	
	Secretary in the	for the year ended	including specific	penalty imposed,	listed		
	previous		clause)	if any, on the	entity		
	reports	(the years are to		listed entity			
		be mentioned)					
Not Applicable							

Continuation Sheet

(c) we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

	following requirements:		
Sr. 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 India (ICSI)	Yes	
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	Yes	The Company does not have any material subsidiary company.

6.	Preservation of Documents:	Yes	
	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 SEBI LODR Regulations, 2015		
7.	Performance Evaluation:	Yes	
	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/ during the financial year as prescribed in SEBI Regulations		
8.	Related Party Transactions:	Yes	
	<ul><li>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</li><li>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</li></ul>		
	committee		
9.	Disclosure of events or information:  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading:	Yes	
	The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015		

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	Yes	
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 SEBI LODR Regulations, 2015 by listed entities.	NA	There was no resignation of statutory auditors from the Company and the Company does not have any material subsidiary
13.	No Additional Non-compliances, if any:  No additional non-compliance observed for any of the SEBI regulations/circular/guidance note etc. except as reported above.	Yes	

<sup>\*</sup>Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

## Assumptions & Limitation of scope and Review:

- 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.
- 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 has conducted the affairs of the listed entity.

For Parikh & Associates Company Secretaries

Anuja Hitesh Parikh

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Place: Mumbai Date: May 29, 2024

Signature:

Name of the Practicing Company Secretary: Anuja Parikh ACS No.: 52937 CP No.: 21367

> UDIN: A052937F000489395 PR No.: 1129/2021