

March 25, 2026

To,

**Listing Operation Department**

BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai – 400001

**Listing Compliance Department**

The National Stock Exchange of India Limited  
Exchange Plaza, C-1, G Block, Bandra-Kurla Complex,  
Bandra (E) Mumbai – 400051

Scrip Code: **544119**

Symbol: **RPTECH**

**Sub: Notice of Postal Ballot and E-Voting**

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), please find enclosed herewith a copy of the Postal Ballot Notice dated February 3, 2026, together with the Explanatory Statement and e-voting instructions, seeking consent of the Members of Rashi Peripherals Limited (“**Company**”), on the following items of special business:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
1.	Appointment of Mr. Rajesh Goenka (DIN: 10985108) as the Whole-Time Director and Chief Executive Officer (CEO) of the Company and payment of remuneration.	Special Resolution
2.	Appointment of Dr. Indumati Gopinathan (DIN: 06779331) as an Independent Director of the Company.	Special Resolution

In compliance with the relevant circulars of the Ministry of Corporate Affairs (‘MCA’), the aforesaid Postal Ballot Notice is being sent electronically only to those Members, whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., **Friday, March 20, 2026**.

The Company has engaged the services of MUFG Intime India Private Limited (MUFG INTIME) Registrar and Share Transfer Agent (RTA) of the Company to provide e-voting facility to its members.

The voting period commences on **Thursday, March 26, 2026, at 09:00 A.M. (IST) and ends on Friday, April 24, 2026, at 05:00 P.M. (IST)**. The remote e-voting module shall be disabled by MUFG INTIME thereafter.

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**Rashi Peripherals Limited**

Regd. Office: Ariisto House, 5th Floor, Corner of Telli Galli, Andheri (East), Mumbai, Maharashtra – 400069, India

• Tel: +91-22-6177 1771 | Fax +91-22-61771999 • [www.rptechindia.com](http://www.rptechindia.com) • [investors@rptechindia.com](mailto:investors@rptechindia.com) | CIN: L30007MH1989PLC051039

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The results of the Postal Ballot will be uploaded on the Stock Exchanges within two (2) working days from the conclusion of Postal Ballot and will also be placed on the website of the Company, and on the website of MUFG INTIME at <https://instavote.linkintime.co.in>.

The Notice of Postal Ballot (inclusive of e-voting instructions) is being made available on the website of the Company at [https://rptechindia.com/media/fileupload/Postal Ballot Notice March 2026.pdf](https://rptechindia.com/media/fileupload/Postal%20Ballot%20Notice%20March%202026.pdf)

Yours faithfully,  
For **RASHI PERIPHERALS LIMITED**

**Arvind Bajoria**  
Company Secretary and Compliance Officer

Encl.: As above

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**RASHI PERIPHERALS LIMITED**

**Regd. Office:** Ariisto House, 5<sup>th</sup> Floor, Corner of Telli Galli, Andheri (East), Mumbai - 400069

**Tel:** +91-22-61771771 | **Fax:** +91-22-61771999

**Email:** [secretarial@rpotechindia.com](mailto:secretarial@rpotechindia.com) | **Website:** [www.rpotechindia.com](http://www.rpotechindia.com)

**CIN:** L30007MH1989PLC051039

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**POSTAL BALLOT NOTICE**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014- and the Circulars issued by the Ministry of Corporate Affairs, Government of India as amended.

VOTING COMMENCES ON	VOTING ENDS ON
Thursday, 26 <sup>th</sup> March, 2026 at 9:00 A.M.	Friday, 24 <sup>th</sup> April, 2026 at 5:00 P.M.

**Dear Members,**

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Rashi Peripherals Limited (“the Company”) is proposed to be passed through Postal Ballot, only by remote e-voting process (“e-voting”) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (“the Act”), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest one being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (“ICSI”) and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.

The Board of Directors of the Company have appointed Mrs. Ragini Chokshi (FCS 2390, CP No. 1436), Practicing Company Secretary, Mumbai as the Scrutiniser for conducting the Postal Ballot and E-voting process in a fair and transparent manner.

**SPECIAL BUSINESS:**

- Appointment of Mr. Rajesh Goenka (DIN: 10985108) as a Whole-Time Director and Chief Executive Officer (CEO) of the Company and payment of remuneration:**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution** :

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 (“the Act”) and any other applicable provisions of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (“the Rules”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Rajesh Goenka (DIN: 10985108), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company, w.e.f. 3<sup>rd</sup> February, 2026 in terms of Section 161(1) of the Act read with Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Sections 196, 197, 203 read with Schedule V of the Act and any other applicable provisions of the Act, the Rules and Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded for the appointment of Mr. Rajesh Goenka (DIN: 10985108), as the Whole-time Director and Chief Executive Officer (CEO) of the Company for a term of five consecutive years w.e.f. 3<sup>rd</sup> February, 2026 up to 2<sup>nd</sup> February 2031, on the terms and conditions of appointment and remuneration ( including salary, allowances, perquisites, retiral benefits and ESOPs ) as contained in the draft agreement, material terms of which are set out in the explanatory statement attached to this notice and the Board of Directors be and is hereby authorized to alter and vary such terms and conditions of appointment and remuneration, as may be necessary, proper or expedient to give effect to this resolution. ”

## **2. Appointment of Dr. Indumati Gopinathan (DIN: 06779331) as an Independent Director of the Company**

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) [including any statutory modification(s) or re-enactment thereof for the time being in force], and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, proposing her candidature for the office of Director of the Company, Dr. Indumati Gopinathan (DIN: 06779331), who was appointed as an Additional Director of the Company with effect from 3<sup>rd</sup> February, 2026 pursuant to Section 161 of the Act and Articles of Association of the Company and who has submitted the declaration that she meets the criteria for Independence as provided under the Act and the Listing Regulations and who holds office until the date of the next Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a tenure commencing with effect from February 3, 2026 till the conclusion of the 38<sup>th</sup> Annual General Meeting (AGM) of the Company, to be held in calendar year 2027 and whose office shall not be liable to retire by rotation.”

## **NOTES:**

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('the Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms part of this Notice.
2. In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/ MUFG Intime India Private Limited ['MUFG INTIME'] (formerly known as Link Intime India Private Limited), the Company's Registrar and Transfer Agent ('RTA'), as on **Friday, 20-03-2026** ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
3. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member as on the Cut-Off Date should treat this Notice for information purposes only.

It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 15 of this Notice.
5. The remote e-voting shall commence on **Thursday, 26<sup>th</sup> March, 2026 (9:00 A.M.) and shall end on Friday, 24<sup>th</sup> April, 2026 (5:00 P.M.)**. During this period, Members of the Company holding shares in electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by MUFG INTIME for voting thereafter.
6. The Board of Directors have appointed Mrs. Ragini Chokshi (FCS 2390, CP No. 1436), of M/s. Ragini Chokshi & Co., Practising Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.
7. The Scrutinizer will submit its report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot will be announced within two working days from the conclusion of the postal ballot e-voting. The Scrutinizer's decision on the validity of votes cast will be final.
8. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.rptechindia.com/investor](http://www.rptechindia.com/investor) and on the website of MUFG INTIME, <https://instavote.linkintime.co.in> immediately after the results are declared by the Chairman or any other person so authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

9. The Resolution, if passed by the requisite majority through Postal Ballot by remote e-voting, shall be deemed to have been passed on the last date specified for e-voting i.e., **Friday, 24<sup>th</sup> April, 2026**.
10. Members may download the Notice from the website of the Company at [www.rptechindia.com/investor](http://www.rptechindia.com/investor) or from the website of MUFG INTIME (agency for providing the Remote e-voting facility) i.e., <https://instavote.linkintime.co.in>. A copy of the Notice is also available on the website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.
11. The vote in this Postal Ballot cannot be exercised through proxy.
12. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to [secretarial@rptechindia.com](mailto:secretarial@rptechindia.com) from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID between the periods **26<sup>th</sup> March, 2026 to 24<sup>th</sup> April, 2026**.
13. In case of any query/grievance in connection with the Postal Ballot through remote e-voting process, Members may contact Mr. Rajiv Ranjan, Assistant Vice President e-voting, MUFG INTIME by e-mail at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com), Tel.: 022-49186000 or the Company on Tel.: +91 2261771771/72 or e-mail at [secretarial@rptechindia.com](mailto:secretarial@rptechindia.com).
14. Process for Registration of e-mail addresses and changes, if any:

The Shareholders having shares in demat form are requested to update their email id through their DP where they are having their demat account.

In case of any change in the registered e-mail addresses or other details, if any, Members may update the same with their DPs/RTA to enable service of notices/documents/Integrated Reports and other communications electronically to updated e-mail address in future.

15. Instructions for casting votes through e-voting facility

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.*

#### **Login method for Individual shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode with NSDL

##### **METHOD 1 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>

- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **METHOD 2 - NSDL IDeAS facility**

### Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsd.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsd.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- c) Enter the last 4 digits of your bank account / generate ‘OTP’
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



## **METHOD 3 - NSDL e-voting website**

- a) Visit URL: <https://www.evoting.nsd.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **Individual Shareholders holding securities in demat mode with CDSL**

### **METHOD 1 - CDSL e-voting page**

- a) Visit URL: <https://www.cdslindia.com>.

- b) Go to e-voting7 tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **METHOD 2 - CDSL Easi/ Easiest facility:**

### Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: [www.cdslindia.com](http://www.cdslindia.com), click on "Login" and select "My Easi New (Token)".
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

## **Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

## STEP 1: LOGIN / SIGNUP on InstaVote

### Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “**Login**” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
1. User ID: Enter User ID
  2. Password: Enter existing Password
  3. Enter Image Verification (CAPTCHA) Code
  4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

### Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “**Sign Up**” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - Shareholders, holding shares in **NSDL form**, shall provide ‘point 4’ above.
  - Shareholders, holding shares in **CDSL form**, shall provide ‘point 3’ or ‘point 4’ above.
  - Shareholders, holding shares in **physical form** but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
5. Set the password of your choice.  
(The password should contain minimum 8 characters, at least one special Character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click “Submit” (You have now registered on InstaVote).  
Post successful registration, click on “**Login**” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

## STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

**NOTE:** Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

## **Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)**

### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

### **STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

### **STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### **METHOD 2 - VOTES UPLOAD**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**NOTE: Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at [registered email address](mailto:enotices@in.mpms.mufg.com) with a copy marked to RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) and the company at [registered email address](mailto:enotices@in.mpms.mufg.com).

#### **HELPDESK:**

##### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

##### **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at toll free no. 1800 22 55 33

### Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Further Click on “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no, registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Further Click on “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

### General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**By Order of the Board of Directors  
For RASHI PERIPHERALS LIMITED**

Sd/-

**Krishna Kumar Choudhary**  
Chairman & Whole-Time Director  
DIN: 00215919

**Date:** February 3, 2026

**Place:** Mumbai

**Registered Office:**

Ariisto House, 5<sup>th</sup> Floor,  
Corner of Telli Galli, Andheri (East),  
Mumbai – 400 069

**E-mail:** [secretarial@rptechindia.com](mailto:secretarial@rptechindia.com)

**Website:** [www.rptechindia.com](http://www.rptechindia.com)

**CIN:** L30007MH1989PLC051039

## **ANNEXURE TO NOTICE**

*The explanatory statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and the information required as per Regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standards on General Meeting.*

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### **Item No. 1**

#### **Appointment of Mr. Rajesh Goenka (DIN: 10985108) as a Whole-Time Director and Chief Executive Officer (CEO) of the Company and approval of terms of appointment**

The Board of Directors, upon recommendation of the Nomination and Remuneration Committee ('NRC') approved the appointment of Mr. Rajesh Goenka (DIN: 10985108) as an Additional Director and his designation as Whole-Time Director and Chief Executive Officer (CEO) of the Company, at the Board Meeting held on February 3, 2026, liable to retire by rotation, for a period of 5 (Five) years with effect from February 3, 2026, subject to the approval of the Members.

Mr. Rajesh Goenka (DIN: 10985108) was designated as the Chief Executive Officer (CEO) of the Company w.e.f. September 23, 2022.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Rajesh Goenka for the office of Director of the Company.

The Company has received from Mr. Rajesh Goenka (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013. (iii) He has also submitted a Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds Directorship, Committee Memberships/ Chairmanships, his shareholding etc., are separately annexed hereto.

The Nomination and Remuneration Committee has approved the appointment and terms and conditions including the terms of remuneration of Mr. Rajesh Goenka. Total remuneration payable to Mr. Rajesh Goenka ( including Salary, Perquisites, Allowances, retiral benefits and ESOPs shall be upto 14 crore per annum. Annual increments shall be as determined by the Nomination and Remuneration Committee).

The material terms of appointment and remuneration payable to Mr. Rajesh Goenka as a Whole-Time Director and Chief Executive Officer (CEO) of the Company are as following :

1. Term of appointment : February 3, 2026 to February 2, 2031
2. Basic Salary: Rs. 4,83,000/- per month
3. Perquisites and allowances :

- i. House Rent Allowance: Rs. 2,41,500/- per month
- ii. Special Allowance: Rs. 21,99,115/- per month
- iii. Contribution of Provident Fund @ 12% of Basic Salary
- iv. Gratuity: Rs. 2,78,646/- per annum
- v. Leave encashment: at actual ( upto 14 days' leave in a year )
- vi. Contribution to NPS ( National Pension Scheme ): Rs. 50,000 per annum
- vii. Bonus: Rs. 21,600/- per annum

4. Increment: The Whole-Time Director will be entitled for such increment as may be decided by the Board of Directors of the Company from time to time upto the maximum limit as prescribed under the provisions of section 197 of the Companies Act, 2013, Schedule V of the Act and applicable provisions of SEBI Listing Regulations.

5. The Whole-Time Director shall be entitled for use of the Company's car with driver for official duties and telephone at residence and mobile phone (including payment for local calls and long distance official calls).

6.. The Whole-Time Director shall be entitled for Group Medical Insurance facility provided by the Company to all its employees

7. The Whole-Time Director shall be entitled to be reimbursed in respect of all expenses incurred by him (including travelling, entertainment, etc.) for and on behalf of the Company, so that total remuneration during the financial year 2025 -26 is within the limit of Rs. 8 Crore.

8. The Whole-Time Director shall be entitled to variable incentive based on the performance parameters and as may be approved by the Board of Directors from time to time.

9. The appointment of the Whole-Time director may be terminated by either party by giving three month notice in each case.

10. Mr. Rajesh Goenka is entitled to Employee Stock Options as approved as per Company's Rashi Peripherals Employee Stock Options Scheme 2022 ("ESOP Scheme 2022/ ESOP Scheme") and the perquisite value of the ESOPs that may be granted to Mr. Rajesh Goenka, shall be in addition to the remuneration mentioned above.

11. The Whole-Time Director shall subject to the superintendence and control of the Board of Directors of the Company, look after policy planning, future expansion, finance and sourcing of new vendors/products work of the Company and such other work as may be entrusted by the Board of Directors of the Company from time to time.

12. Mr. Rajesh Goenka was paid remuneration as mentioned at para no. 2 and 3 above during the Financial Year 2025 – 26. The total remuneration paid to Mr. Rajesh Goenka as CEO for the financial years 2024-25 was as mentioned below.

Basic Salary: Rs. 4,83,000/- per month

Perquisites and allowances :

- i. House Rent Allowance: Rs. 2,41,500/- per month
- ii. Special Allowance: Rs. 19,80,166/- per month

- iii. Contribution of Provident Fund @ 12% of Basic Salary
- iv. Gratuity: Rs. 2,78,646/- per annum ( as per provisions of the payment of Gratuity Act, 1972 )
- v. Leave encashment: at actual ( upto 14 days' leave in a year )
- vi. Contribution to NPS ( National Pension Scheme ): Rs. 50,000 per annum
- vii. Bonus: Rs. 27,04,766/- per annum
- viii. Leave Travel Allowance (LTA) : Rs. 50,000 per annum

The proposed remuneration is commensurate with the size and complexity of the business.

Mr. Rajesh Goenka, is interested in resolution at Item No. 1 which pertains to his appointment and remuneration payable to him. Other relatives of Mr. Rajesh Goenka may be deemed to be interested in the said resolution, to the extent of their shareholding, if any, in the Company.

None of the other Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP are concerned or interested in the Resolution at Item No. 1 of this Notice.

Further, Information as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India is also annexed.

Except Mr. Rajesh Goenka and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way interested or concerned, financially or otherwise in the aforesaid Resolution. The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval by the members.

## **Item No. 2**

### **Appointment of Dr. Indumati Gopinathan (DIN: 06779331) as an Independent Director of the Company.**

The Board of Directors, upon recommendation of the Nomination and Remuneration Committee ('NRC') approved the appointment of Dr. Indumati Gopinathan (DIN: 06779331), as an Additional Non-Executive Independent Director of the Company, not being liable to retire by rotation, for a tenure commencing with effect from February 3, 2026 till the conclusion of the 38<sup>th</sup> Annual General Meeting (AGM) of the Company, to be held in calendar year 2027, subject to the approval of the Members. In terms of Regulation 25(8) of SEBI Listing Regulations, Dr. Indumati Gopinathan has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as a Director.

As per section 149 of the Companies Act, 2013, and applicable provisions of SEBI Listing Regulations, an appointment of an Independent Director is subject to member approval by way of Special Resolution.

The Company has received a notice in writing from a Member of the Company in terms of Section 160(1) of the Act proposing his candidature for the office of a Director of the Company. The Nomination and Remuneration Committee and Board has identified the skills/expertise/knowledge/experience/competencies fundamental for the effective functioning of the Company, which are currently available with Dr. Indumati Gopinathan:

**Name of the Director:** Dr. Indumati Gopinathan

**Area of skills/expertise/ knowledge/experience/competence:**

Dr. Indumati Gopinathan is an experienced pathologist with MBBS and MD degrees from Seth G.S. Medical College, Mumbai. She has led pathology departments in top hospitals and specializes in ocular pathology and uropathology. Currently, she is an Independent Director at Thyrocare Technologies Limited.

She has held leadership roles in the National AIDS Control Organization, Indian Medical Association, and professional pathology bodies. Dr. Indumati Gopinathan has pioneered telemedicine initiatives and completed a Masterclass on Women Directorship by NSE Limited. Actively engaged in Rotary, she has led major health screenings and social empowerment projects. She has served on ethics committees and national health committees, demonstrating a strong commitment to healthcare governance and social impact.

The Company has received a declaration from Dr. Indumati Gopinathan, confirming that she meets the criteria of independence under the Companies Act, 2013 and Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, she has also given a declaration that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Dr. Indumati Gopinathan has further provided a confirmation that she has registered herself with the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs (IICA). Further, the Company has also received her consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. She has also submitted a Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that she has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The profile and specific areas of expertise of Dr. Indumati Gopinathan and other relevant information as required under SEBI Listing Regulations and Secretarial Standards are also annexed to this Notice. Dr. Indumati Gopinathan would be entitled to sitting-fees for attending meetings of the Board of Directors and Committees of which she is a member. The terms and conditions of appointment of Dr. Indumati Gopinathan are available for inspection by the Members, by writing an email to the Company at [investors@rptechindia.com](mailto:investors@rptechindia.com)

Dr. Indumati Gopinathan and/or her relatives, no other Director, or Key Managerial Personnel and/or their relatives are in any way concerned or interested, in the Resolution set forth in Item No. 2 of this Notice. Dr. Indumati Gopinathan does not hold any share in the Company.

Further, Information as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India is also annexed.

Except Dr. Indumati Gopinathan and her relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way interested or concerned, financially or otherwise in the aforesaid Resolution. The Board recommends the Special Resolution set out at Item No. 2 of the Notice for approval by the members.

**Information as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India:**

<b>Name of the Director</b>	<b>Mr. Rajesh Goenka</b>	<b>Dr. Indumati Gopinathan</b>
<b>DIN</b>	<b>10985108</b>	<b>06779331</b>
<b>Designation</b>	Whole-Time Director and Chief Executive Officer (CEO)	Independent Director
<b>Age</b>	56 Years	69 Years
<b>Qualification</b>	Bachelor's degree in Chemical Engineering from the Pune University.	MBBS and MD from Seth G.S. Medical College, Mumbai.
<b>Brief Profile and nature of Expertise/ Experience in specific functional area</b>	Mr. Rajesh Goneka brings over 25 years of extensive experience in sales and marketing. He holds a Bachelor's degree in Chemical Engineering from the Pune University. He has been associated with the Company since 2008, playing a key role in its growth through strategic vision and leadership. He has been pivotal in shaping the company's remarkable journey, leading it to achieve consistent double-digit CAGR for over 20 years.	Dr. Indumati Gopinathan is an experienced pathologist with MBBS and MD degrees from Seth G.S. Medical College, Mumbai. She has led pathology departments in top hospitals and specializes in ocular pathology and uropathology. Currently, she is an Independent Director at Thyrocare Technologies Limited.  She has held leadership roles in the National AIDS Control Organization, Indian Medical Association, and professional pathology bodies. Dr. Indumati Gopinathan has pioneered telemedicine initiatives and completed a Masterclass on Women Directorship by NSE Limited. Actively engaged in Rotary, she has led major health screenings and social empowerment projects. She has served on ethics committees and national health committees, demonstrating a strong commitment to healthcare governance and social impact.
<b>Terms and conditions of Appointment</b>	As per Notice	As per Notice

<b>Details of remuneration sought to be paid</b>	As per the resolution at item no. 1 of this Notice, read with the explanatory statement thereto.	Entitled to sitting fee as fixed by the Board for attending meeting(s) of Board / Committee(s).
<b>Remuneration Last Drawn</b>	As mentioned in the explanatory statement of resolution at Item no. 1 of this notice.	Not Applicable
<b>Date of first appointment on the Board</b>	February 3, 2026	February 3, 2026
<b>No. of shares held in the Company</b>	15,000 Equity Shares	Nil
<b>Directorships in other companies (including those listed entities from which the person has resigned in the past three years)</b>	Nil	Independent Director in Thyrocare Technologies Limited.
<b>Memberships /Chairmanship of Committees in other Companies (including those listed entities from which the person has resigned in the past three years)</b>	Not Applicable	<b>I. Nomination and Remuneration Committee (NRC)</b>  Thyrocare Technologies Limited (Member)  <b>II. CSR Committee</b>  Thyrocare Technologies Limited (Chairperson)
<b>Relationship with other Directors and KMP of the Company</b>	No relationship with the Directors and Key Managerial Personnel of the Company.	No relationship with the Directors and Key Managerial Personnel of the Company.
<b>Number of Board meetings attended during 2025-26</b>	Five meetings attended as an Invitee	Not Applicable
<b>In case of independent director, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements and the justification for choosing the appointees</b>	Not Applicable	As per the resolution at item no. 2 of this Notice, read with the explanatory statement thereto.

**By Order of the Board of Directors  
For RASHI PERIPHERALS LIMITED**

Sd/-  
**Krishna Kumar Choudhary**  
Chairman & Whole-Time Director  
DIN: 00215919

**Date:** February 3, 2026  
**Place:** Mumbai

**Registered Office:**  
Ariisto House, 5<sup>th</sup> Floor,  
Corner of Telli Galli, Andheri (East),  
Mumbai – 400069  
**E-mail:** [secretarial@rpotechindia.com](mailto:secretarial@rpotechindia.com)  
**Website:** [www.rpotechindia.com](http://www.rpotechindia.com)  
**CIN:** L30007MH1989PLC051039