

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

F.No. CS /2026-27_84

29th August, 2026

To,
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West,
Mumbai - 400 070, Maharashtra, India.

Symbol: RAMARAJU

Dear Sirs,

Sub.: Notice of Postal Ballot dated 13th August, 2026

In Compliance with Regulation 30 of the SEBI (LODR) Regulations, 2015, we enclose herewith the Notice of Postal Ballot seeking approval of shareholders of the company for the following resolutions:

S. No.	Special Resolution
1.	Approval of the limits for investments, loans, guarantees, securities under section 186 of the Companies Act, 2013.

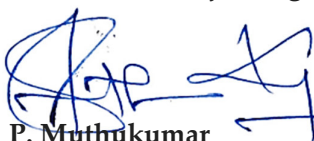
The Notice of Postal Ballot will be dispatched electronically on 29th August, 2026 to the eligible shareholders as on 21st August, 2026. The Notice Postal Ballot is also available on the Company's website www.ramarajusurgical.com.

We request you to please take the same on your record and disseminate it.

Thanking you,

Yours faithfully,

For The Ramaraju Surgical Cotton Mills Limited,


P. Muthukumar
Company Secretary & Compliance Officer
Mem. No.: F12904



Encl: a/a





THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Registered Office: 119, P.A.C. Ramasamy Raja Salai, Rajapalayam - 626117.

Ph.: 04563-235904 | E-Mail: rscm@ramcotex.com

CIN : L17111TN1939PLC002302 | Website : www.ramarajusurgical.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules"), including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with other applicable provisions of the Act and the Rules, Circulars and Notifications thereunder issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India and, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "LODR") and pursuant to other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members of the Company (as on the Cut-off Date) ("Members" or "Equity Shareholders") is sought through Postal Ballot, only by way of E-Voting (voting through electronic means) for the following resolutions:

S. No.	Special Resolution
1.	Approval of the limits for investments, loans, guarantees, securities under section 186 of the Companies Act, 2013.

Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the said resolution setting out the material facts and the reasons thereof forms part of this postal ballot notice (the "Postal Ballot Notice").

Members' consent is sought for the proposals contained in the resolution given in this Postal Ballot Notice. The Postal Ballot Notice will also be placed on the website of the Company at www.ramarajusurgical.com and the website of Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com. The Postal Ballot Notice can also be accessed from the website of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited (MSEI) at www.msei.in.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot

Notice and instructions for e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant ("DP").

The Company has appointed Shri. MRL Narasimha, Practicing Company Secretary (COP No.799) to act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner in accordance with the provisions of the Act and the Rules made thereunder.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the LODR Regulations, and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the Central Depository Services (India) Limited ("CDSL") for facilitating e-voting.

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

The e-voting facility will be available during the following period:

Commencement of e-voting period	9.00 a.m. IST on Tuesday, September 1, 2026
Conclusion of e-voting period	5.00 p.m. IST on Wednesday, September 30, 2026
Cut-off date for eligibility to vote	Friday, August 21, 2026

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m. IST on Wednesday, September 30, 2026, and will be disallowed thereafter

The last date of e-voting, i.e. Wednesday, September 30, 2026, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

The scrutiniser shall, immediately after the conclusion of voting, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the company and make, within 2 working days of conclusion of the voting, a Scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by Chairman in writing who shall countersign the same and the Chairman or a person authorised by Chairman in writing shall declare the result of the voting forthwith.

The results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the MSEI.

The proposed resolution along with the Statement pursuant to Section 102 of the Act, setting out all material facts, concerning each item of Special Business and reasons thereof are annexed hereto for consideration of the Members.

SPECIAL BUSINESS – SPECIAL RESOLUTION

Item No: 1

Approval of the limits for investments, loans, guarantees, securities under section 186 of the Companies Act, 2013

To consider and pass the following Resolution, as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) read with the Companies (Meeting of Board and its powers) Rules, 2014, (including any amendment(s), statutory modification(s) or re-enactment thereof from time to time), any other applicable laws, if any, and the provisions of the Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company, be and is hereby accorded to the Board of Directors to give loan(s) to any person(s) or any other body Corporate(s) and/ or give any guarantee(s) or provide security(ies) in connection with a loan to any person(s) or any other body Corporate(s) and / or acquire by way of subscription, purchase or otherwise, the securities of any body corporate(s) in one or more tranches as and at such time or times and in such form or manner the Board may think fits, which together with the aggregate of the loans and investments so far made and the amount for which guarantees or securities so far been provided by the company, from time to time, may exceed limit of 60% of paid up share capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the company, whichever is more, provided that the aggregate of such loan(s)/ guarantee(s)/ security(ies)/ investment(s) made by the company shall not exceed Rs.150.00 Crores (Rupees One Hundred and Fifty Crores Only) at any time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized, to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, or for making such investments and to take all necessary steps, to sign and execute varied deeds, applications, documents and writings that may be required and to do all such acts, deeds matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**By Order of the Board,
For THE RAMARAJU SURGICAL COTTON MILLS LIMITED**

Sd/-

P. Muthukumar

Company Secretary & Compliance Officer

Mem. No. F12904

**Rajapalayam
13.08.2026**

Notes:

1. Pursuant to Sections 102 and 110 of the Act, statement setting out material facts and reasons for the proposed resolutions are appended hereto.
2. The Postal Ballot Notice is being sent via email only to the Members of the Company, whose names appear in the register of members/the list of beneficial owners, as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email addresses are registered with the Company / depository participant(s) as on Friday, August 21, 2026 (“Cut-off Date”). Any person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only.
3. Please note that those shareholders, who may not have received this Notice due to non-registration of their e-mail addresses with the Company/Depositories, are also entitled to e-vote in relation to the resolution as set out in this Notice.
4. A copy of this Postal Ballot Notice is also available on the Company’s website www.ramarajusurgical.com, the website of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited (MSEI) at www.msei.in and on website of CDSL at www.evotingindia.com.
5. Resolution passed by the Members through postal ballot is deemed to have been passed as if it has been passed at a General Meeting of the Members.

Instructions to shareholders for remote e-voting:

6. Voting through electronic means
 - A. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [LODR] the Company is providing members remote e-Voting facility to exercise their right to vote in the Postal Ballot, for the business to be transacted,

through e-voting services provided by CDSL.

- B. The facility for remote e-voting shall remain open from 9.00 a.m. IST on Tuesday, September 1, 2026 to 5.00 p.m. IST on Wednesday, September 30, 2026. During this period, the members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date, viz. Friday, the August 21, 2026, may exercise the remote e-voting. Remote e-voting shall not be allowed beyond 5.00 PM on Wednesday, September 30, 2026.
- C. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants (DP). Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-voting facility.
- D. Pursuant to said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode are given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is

	launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding Securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

A. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-4886 7000 and 022-2499 7000.

B. Access through CDSL e-Voting system in case of Shareholders holding share in Physical mode and non-individual Shareholder in Demat mode.

Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- The shareholders should log on to the e-voting website **www.evotingindia.com**.
- Click on “Shareholders” module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in Demat form and had logged on to **www.evotingindia.com**. and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

For Shareholders holding shares in Physical Form and Shareholders holding shares in Demat Form other than individual holders:

PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction.

After entering these details appropriately, click on “SUBMIT” tab.

- C. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- D. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- E. Click on the EVSN for THE RAMARAJU SURGICAL COTTON MILLS LIMITED on which you choose to vote.
- F. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- G. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- H. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- I. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- J. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- K. If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- L. There is also an optional provision to upload Board Resolution / Power of Attorney if any uploaded, which will be made available to scrutinizer for verification
- M. Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.
 - i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - iii. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - iv. The list of accounts linked in the login will be mapped automatically and can be delinked in case of any wrong mapping.
 - v. It is mandatory that scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - vi. Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at mrln54@outlook.com or mrln54@gmail.com and to the company at the email address viz; rscm@ramcotex.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

- N. If you have any queries or issues regarding e-Voting from CDSL e-Voting system, you can write to helpdesk.evoting@cdslindia.com or contact at toll free number 1800 21 09911.
7. Process for those shareholders whose E-mail/Mobile No. are not registered with the Company/DP.
A. For Physical shareholders, please submit form ISR-1 duly filled to Cameo Corporate Services Limited, our Registrar to an Issue and Share Transfer Agent.
B. For Individual Demat shareholders, please update your email id & mobile no. with your respective DP which is mandatory while e-voting.
8. The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on Friday, August 21, 2026.
9. Shri. M.R.L. Narasimha (COP no. 799), Practicing Company Secretary will act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
10. The Scrutinizer shall, immediately after the conclusion of e-voting, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than two working days of conclusion of the e-voting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and the Chairman or a person authorised by him in writing shall declare the result of the voting forthwith.
11. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited.
12. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 0991.

**By Order of the Board,
For THE RAMARAJU SURGICAL COTTON MILLS LIMITED**

**Rajapalayam
13.08.2026**

**Sd/-
P. Muthukumar
Company Secretary & Compliance Officer
Mem. No. F12904**

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.**ITEM NO: 1**

Pursuant to the provisions of Section 186(2) of the Act read with relevant rules made thereunder, if applicable, as amended from time to time; the Company shall not directly or indirectly: -

- a) give any loan to any person or other body corporate;
- b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and
- c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186(3) of the Act, where the aggregate of the loans and investments so far made, the amount for which guarantee or security so far provided to or in all other bodies corporate along with the investment, loan, guarantee or security proposed to be made or given by the Board, exceeds the limits specified in Section 186(2) of the Act, prior approval by means of a Special Resolution passed at a General Meeting is necessary.

Keeping Company's future business expansion plans, investment opportunities, strategic acquisitions and obligations of the Company towards business requirements and growth plan, the Company may be required to give loan(s) and/or guarantee(s) and/or or provide security(ies) in connection with a loan(s) to any other body corporate(s) or person(s) and/or make investment(s) in excess of the limits specified in Section 186(2) of the Act. Therefore, the Board of Directors of the Company in their meeting held on 13th August, 2026, have subject to the approval of shareholders of the Company, approved the proposal to provide any loan(s) or guarantee(s) or providing any security(ies) or the acquisition(s) of securities which together with the aggregate of the loan(s) and investment(s) so far made and the amount for which guarantee(s) or security(ies) so far been provided by the company, from time to time, may exceed limit of 60% of paidup share capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the company, whichever is more, provided that the aggregate of such loan(s)/ guarantee(s)/ security(ies)/ investment(s) made by the company shall not exceed Rs.150.00 Crores (Rupees One Hundred and Fifty Crores Only) at any time.

Pursuant to Section 102 of the Act, the Board of Directors of the Company do hereby confirm that none of its Director and/or Key Managerial Personnel and/or their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board of Directors recommend the Special Resolution as set out at Item No. 1 of the accompanying Notice, for members' approval.

**By Order of the Board,
For THE RAMARAJU SURGICAL COTTON MILLS LIMITED
Sd/-**

**P. Muthukumar
Company Secretary & Compliance Officer
Mem. No. F12904**

**Rajapalayam
13.08.2026**