



RDB REALTY & INFRASTRUCTURE LIMITED

BIKANER BUILDING, 8/1, LAL BAZAR STREET, 1ST FLOOR, KOLKATA - 700 001 • CIN No. : L16003WB2006PLC110039
PHONE : +91 33 4450 0500 • FAX : +91 33 2242 0588 • E-MAIL : secretarial@rdbindia.com • Web : www.rdbindia.com

Date: 22.09.2021

To,
Department of Corporate Services
BSE Limited
P.J.Towers, Dalal Street
Mumbai- 400 001

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700 001

Dear Sir(s),

Sub: Details of the Voting Results and Scrutinizer's Report of the 15th Annual General Meeting ("AGM") of the Company pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the voting results of the 15th Annual General Meeting of RDB Realty & Infrastructure Limited along with the Scrutinizer's Report attached.

Thanking You.

Yours faithfully,

For **RDB REALTY & INFRASTRUCTURE LIMITED**


Ritesh Kumar Jha
Company Secretary & Compliance Officer



Encl: As above



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Details of voting results at 15th AGM

(Pursuant to Regulation 44(3) of the Listing Regulations)

Details of Attendance at the AGM

Particulars	Details
Date of AGM	September 21, 2021
Total number of shareholders on record date	4227
No. of Shareholders present in the meeting either in person or representative or through proxy:	
Promoter and promoter group:	0
Public:	0
No. of Shareholders attended the meeting through video conferencing:	
Promoter and promoter group:	12
Public:	33

Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for adoption and approval of the Annual Audited Financial Statements (both Standalone and Consolidated) of the Company for the Financial Year 2020-21 together with the report of the Auditors and Directors' thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
Total		17283400	14409181	83.3701	14409164	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ordinary Resolution for appointment of a Director in place of Mr. Sarthak Garg (DIN: 08284837) who retires by rotation and being eligible, offers himself for re-appointment.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
Total		17283400	14409181	83.3701	14409164	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Neera Chakravarty (DIN : 09096844) as Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
Total		17283400	14409181	83.3701	14409164	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Neera Chakravarty (DIN: 09096844) as a Whole time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12791157	12787657	99.9726	12787657	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	1621524	36.0961	1621507	17	99.9990	0.0010
Total		17283400	14409181	83.3701	14409164	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	




Prachi Todi

Company Secretaries
33C, Satish Mukherjee Road,
Near Gouriya Math,
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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of the 15th (Fifteenth) Annual General Meeting of Members of **M/s. RDB Realty & Infrastructure Limited** (CIN: L16003WB2006PLC110039), held on Tuesday, the 21st day of September, 2021 at 11:00 A.M. IST through Video Conferencing/ Other Audio Visual Means.

Dear Sir,

I, Prachi Todi, Practicing Company Secretary (ACS No.53022/C.P. No.22964) was appointed as the Scrutinizer by the Board of Directors of **M/s. RDB Realty & Infrastructure Limited** ("the Company") in connection with the 15th Annual General Meeting ("AGM") of the members of the Company held on Tuesday, the 21st day of September, 2021 at 11:00 A.M. IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in terms of MCA Circular No. 14/2020, 17/2020, 20/2020, 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021 respectively (collectively referred as "the Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting on the resolutions referred to in this report, as per the provisions of section 108 of the Companies Act, 2013-read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and the Secretarial Standard on General Meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, the Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated 28th day of June, 2021. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or, "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I hereby submit my report as under:

1. The Notice dated 28th June, 2021 convening the 15th AGM of the Company along with the statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent to the shareholders whose email addresses



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were registered with the Company/ Depository in compliance with the Circulars read with SEBI circular dated 15th January 2021 and 12th May, 2020 which permitted sending of notice to the shareholders only through electronic mode and the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue.

2. The remote e-voting period remained open from 09:00 A.M. IST on Saturday, the 18th day of September, 2021 up to 5:00 P.M. IST on Monday, the 20th day of September, 2021.
3. The members holding shares as on the 'cut-off' date i.e. 14th day of September, 2021 were entitled to vote on the proposed Resolutions for Item Nos. 1 to 4 as set out in the Notice dated 28th day of June, 2021.
4. The Company has also provided e-voting facility at the AGM to enable the shareholders attending through VC/OAVM to cast the votes, in case the same has not been cast by them through remote e-voting.
5. The votes were unblocked on Tuesday, the 21st day of September, 2021 around 03:15 P.M., after the completion of the AGM in the presence of two witnesses, namely, Mr. Naman Gupta and Ms. Saloni Goyal, who are not in employment of the Company.
6. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
7. The combined result of the remote e-voting and e-voting at the AGM is as under:

ORDINARY BUSINESS:

(a) Item No.1 as an Ordinary Resolution

Adoption of Annual Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended 31st March, 2021 together with the Report of the Auditor and Directors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	81	14409164	99.9999%
E-voting during the AGM	-	-	-
Total	81	14409164	99.9999%



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(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	17	0.0001
E-voting during the AGM	-	-	-
Total	8	17	0.0001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

(b) Item No.2 as an Ordinary Resolution

Appointment of Director in place of Mr. Sarthak Garg (DIN: 08284837) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	81	14409164	99.9999%
E-voting during the AGM	-	-	-
Total	81	14409164	99.9999%

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	17	0.0001
E-voting during the AGM	-	-	-
Total	8	17	0.0001

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



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SPECIAL BUSINESS:

(c) Item No.3 as an Ordinary Resolution

Appointment of Mrs. Neera Chakravarty (DIN: 09096844) as a Director of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	81	14409164	99.9999%
E-voting during the AGM	-	-	-
Total	81	14409164	99.9999%

(ii). Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	17	0.0001
E-voting during the AGM	-	-	-
Total	8	17	0.0001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

(d) Item No.4 as Special Resolution

Appointment of Mrs. Neera Chakravarty (DIN: 09096844) as a Whole time Director of the Company.

(ii) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	81	14409164	99.9999%
E-voting during the AGM	-	-	-
Total	81	14409164	99.9999%



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(ii). Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	17	0.0001
E-voting during the AGM	-	-	-
Total	8	17	0.0001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

8. All the resolutions proposed hereinabove have been passed with requisite majority.

9. The electronic data and e-voting registers including other related papers/registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and sign the minutes in this regard and thereafter it will be handed over to the Chairman or the Company Secretary, if authorized by the Board for safe keeping.

Thanking you
Yours faithfully,

Prachi Todi



Prachi Todi
Practicing Company Secretary
ACS No. 53022
C.P. No. 22964
UDIN: A053022C000980388

Place: Kolkata
Date: 21/09/2021

Received and accepted

RDB Realty & Infrastructure Limited

[Signature]
Company Secretary