



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: 23.09.2022

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 16th 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 16th Annual General Meeting of RDB Realty & Infrastructure Limited along with the Scrutinizer's Report as attached.

Thanking You.

Yours faithfully,
For **RDB REALTY & INFRASTRUCTURE LIMITED**

RITESH
KUMAR JHA Digitally signed by
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Ritesh Kumar Jha
Company Secretary & Compliance Officer

Encl: As above



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Details of voting results at 16th AGM

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

Details of Attendance at the AGM

Particulars	Details
Date of AGM	September 22, 2022
Total number of shareholders on record date	4216
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:	42

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Resolution (1)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No Ordinary Resolution for adoption and approval of the Annual Audited Financial Statements (both Standalone and Consolidated) of the Company for the Financial Year 2021-22				
Description of resolution considered								
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		12166957	99.9712	12166957	0	100.0000	0.0000
	Poll	12170457	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12170457	12166957	99.9712	12166957	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		1787737	34.9649	1787720	17	99.9990	0.0010
	Poll	5112943	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5112943	1787737	34.9649	1787720	17	99.9990	0.0010
Total		17283400	13954694	80.7404	13954677	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Ordinary Resolution for appointment of a Director in place of Mrs. Neera Chakravarty (DIN: 09096844) who retires by rotation and being eligible, offers herself 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		12166957	99.9712	12166957	0	100.0000	0.0000
	Poll	12170457	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12170457	12166957	99.9712	12166957	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		1787737	34.9649	1787470	267	99.9851	0.0149
	Poll	5112943	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5112943	1787737	34.9649	1787470	267	99.9851	0.0149
Total		17283400	13954694	80.7404	13954427	267	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	

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Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No Special Resolution for Re-appointment of Mr. Pradeep Kumar Pugalia (DIN: 00501351) as a Whole-time Director of the Company.				
Description of resolution considered								
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		12166957	99.9712	12166957	0	100.0000	0.0000
	Poll	12170457	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12170457	12166957	99.9712	12166957	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		1787737	34.9649	1787470	267	99.9851	0.0149
	Poll	5112943	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5112943	1787737	34.9649	1787470	267	99.9851	0.0149
Total		17283400	13954694	80.7404	13954427	267	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Prachi Todi

Company Secretaries
33C, Satish Mukherjee Road,
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Email: csprachi92@gmail.com; info.prachi92@gmail.com

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 16th (Sixteenth) Annual General Meeting of Members of **M/s. RDB Realty & Infrastructure Limited** (CIN: L16003WB2006PLC110039), held on Thursday, the 22nd day of September, 2022 at 11:30 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 16th Annual General Meeting ("**AGM**") of the members of the Company held on Thursday, the 22nd day of September, 2022 at 11:30 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, 02/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021 and 05th May, 2022 respectively and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 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 30th day of May, 2022. 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.



Prachi Todi

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I hereby submit my report as under:

1. The Notice dated 30th May, 2022 convening the 16th 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 were registered with the Company/ Depository in compliance with the Circulars read with SEBI circular dated 13th May, 2022, 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 Monday, the 19th day of September, 2022 up to 5:00 P.M. IST on Wednesday, the 21st day of September, 2022.
3. The members holding shares as on the 'cut-off' date i.e. 15th day of September, 2022 were entitled to vote on the proposed Resolutions for Item Nos. 1 to 3 as set out in the Notice dated 30th day of May, 2022.
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 Thursday, the 22nd day of September, 2022 around 02:09 P.M., after the completion of the AGM in the presence of two witnesses, namely, Mr. Ankit Giri and Ms. Anjali Chowdhury, 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, 2022 together with the Report of the Auditor and Directors thereon.



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(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	85	13954677	99.9999%
E-voting during the AGM	-	-	-
Total	85	13954677	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	6	17	0.0001%
E-voting during the AGM	-	-	-
Total	6	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 Mrs. Neera Chakravarty (DIN: 09096844) who retires by rotation and being eligible, offers herself 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	84	13954427	99.9981%
E-voting during the AGM	-	-	-
Total	84	13954427	99.9981%

(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	7	267	0.0019%
E-voting during the AGM	-	-	-
Total	7	267	0.0019%



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iii) Invalid votes:

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

SPECIAL BUSINESS:

(c) Item No.3 as a Special Resolution

Re-appointment of Mr. Pradeep Kumar Pugalia (DIN: 00501351) as a Whole-Time 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	84	13954427	99.9981%
E-voting during the AGM	-	-	-
Total	84	13954427	99.9981%

(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	7	267	0.0019%
E-voting during the AGM	-	-	-
Total	7	267	0.0019%

(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.



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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
Practicing Company Secretary
ACS No. 53022
C.P. No. 22964
Peer Review Certificate No.: 1445/2021
UDIN: A053022D001021374

Place: Kolkata
Date: 22/09/2022

Received and accepted
DLI Policy & Infrastructure Limited

Company Secretary