



RDB REALTY & INFRASTRUCTURE LIMITED

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

Date: 30.09.2020

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 14th 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 14th Annual General Meeting of RDB Realty & Infrastructure Limited along with the Scrutinizer's Report attached.

Thanking You.

Yours faithfully,

For M/S RDB REALTY & INFRASTRUCTURE LIMITED


Ritesh Kumar Jha
Company Secretary & Compliance Officer

Encl: As above



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Details of voting results at 14th AGM

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

Details of Attendance at the AGM

Particulars	Details
Date of AGM	September 29, 2020
Total number of shareholders on record date	4091
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:	32

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 2019-20 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		12787657	99.9726	12787657	0	100.0000	0.0000
	Poll	12791157	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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		241706	5.3805	237244	4462	98.1540	1.8460
	Poll	4492243	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	241706	5.3805	237244	4462	98.1540	1.8460
Total		17283400	13029363	75.3866	13024901	4462	99.9658	0.0342
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. Pradeep Kumar Pugalia (DIN:00501351) 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		12787657	99.9726	12787657	0	100.0000	0.0000
	Poll	12791157	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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		241706	5.3805	237244	4462	98.1540	1.8460
	Poll	4492243	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	241706	5.3805	237244	4462	98.1540	1.8460
Total		17283400	13029363	75.3866	13024901	4462	99.9658	0.0342
Whether resolution is Pass or Not.							Yes	

A handwritten signature in blue ink is written over a circular purple stamp. The stamp contains the text 'INFRASTRUCTURE' and 'KOLKATA' around a central emblem.

Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Appointment of Mr. Sarthak Garg (DIN: 08284837) 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		12787657	99.9726	12787657	0	100.0000	0.0000
	Poll	12791157	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		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		241706	5.3805	237244	4462	98.1540	1.8460
	Poll	4492243	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4492243	241706	5.3805	237244	4462	98.1540	1.8460
Total		17283400	13029363	75.3866	13024901	4462	99.9658	0.0342
Whether resolution is Pass or Not.							Yes	



Prachi Todi

Company Secretaries
33C, Satish Mukherjee Road,
Near Gouriya Math,
Kolkata-700026
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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 14th (Fourteenth) Annual General Meeting of Members of **M/s. RDB Realty & Infrastructure Limited** (CIN: L16003WB2006PLC110039), held on Tuesday, the 29th day of September, 2020 at 10:30 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 14th Annual General Meeting ("**AGM**") of the members of the Company held on Tuesday, the 29th day of September, 2020 at 10:30 A.M. IST through Video Conferencing ("**VC**")/ Other Audio Visual Means ("**OAVM**") in terms of MCA Circular No. 20/2020 dated 5th May, 2020 read with Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 (collectively referred as "**MCA 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, MCA 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 15th day of July, 2020. 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 15th July, 2020 convening the 14th 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 MCA Circulars read with SEBI circular dated 12th May, 2020 which permitted sending of notice to



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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 9:00 A.M. IST on Saturday, the 26th day of September, 2020 up to 5:00 P.M. IST on Monday, the 28th day of September, 2020.
3. The members holding shares as on the 'cut-off' date i.e. 22nd day of September, 2020 were entitled to vote on the proposed Resolutions for Item Nos. 1 to 3 as set out in the Notice dated 15th day of July, 2020.
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 29th day of September, 2020 around 12:30 P.M., after the completion of the AGM in the presence of two witnesses, namely, Mr. Geegraj Todi and Mrs. Rita Todi, 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, 2020 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	51	13024901	99.97
E-voting during the AGM	-	-	-
Total	51	13024901	99.97



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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	3	4462	0.03
E-voting during the AGM	-	-	-
Total	3	4462	0.03

(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. Pradeep Kumar Pugalia (DIN: 00501351) 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	51	13024901	99.97
E-voting during the AGM	-	-	-
Total	51	13024901	99.97

(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	3	4462	0.03
E-voting during the AGM	-	-	-
Total	3	4462	0.03

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 Mr. Sarthak Garg (DIN: 08284837) as a Director.

(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	51	13024901	99.97
E-voting during the AGM	-	-	-
Total	51	13024901	99.97

(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	3	4462	0.03
E-voting during the AGM	-	-	-
Total	3	4462	0.03

(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: A053022B000804731

Received and accepted
RDB Realty & Infrastructure Limited
[Signature]
Company Secretary

Place: Kolkata
Date: 29/09/2020