



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: 19.03.2024

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: Declaration of Result of Postal Ballot as per Regulation 30 & 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letter dated 16th February, 2024 submitting the Postal Ballot Notice for seeking approval of the members of the Company for the following resolutions:

S. No	Description of Resolution(s)	Type of Resolution(s)
1	Re-appointment of Mr. Rajeev Kumar (DIN: 07003686) as a Whole time Director & Chairman of the Company	Special
2	Appointment of Mr. Samprati Kamdar (DIN: 09615765) as an Independent Director of the Company	Special

The remote e-Voting process concluded on 18th March, 2024 at 5:00 p.m. (IST) and Ms. Prachi Todi, Practising Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted her Report on the Postal Ballot on 19th March, 2024. Based on the said Report, we confirm that the Members of the Company have duly passed the Special Resolutions as contained in the Postal Ballot Notice dated 8th February, 2024 with requisite majority.

Thanking You.

Yours faithfully,
For RDB Realty & Infrastructure Limited

RDB Realty & Infrastructure Limited

Priyarup Mukherjee

Company Secretary

Priyarup Mukherjee
Company Secretary & Compliance Officer

Encl: As above



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Postal Ballot VOTING RESULT

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

Particulars	Details
Name of the Company	RDB Realty & Infrastructure Limited
Type of Meeting	Postal Ballot
Date of Declaration of Results	19 th March, 2024
Record Date	9 th February, 2024
Total No. of Shareholders as on Record Date	4251
No. of Resolution passed in the meeting	2

For RDB Realty & Infrastructure Limited

RDB Realty & Infrastructure Limited

Priyarup Mukherjee

Company Secretary

Priyarup Mukherjee

Company Secretary & Compliance Officer

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rajeev Kumar (DIN: 07003686) as a Whole time Director & Chairman 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	12170457	12170457	100	12170457	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12170457	12170457	100	12170457	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5112943	1793630	35.0802	1786459	7171	99.6002	0.3998
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5112943	1793630	35.0802	1786459	7171	99.6002	0.3998
Total		17283400	13964087	80.7948	13956916	7171	99.9486	0.0514
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

RDB Realty & Infrastructure Limited



Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Samprati Kamdar (DIN: 09615765) as an Independent 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	12170457	12170457	100	12170457	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12170457	12170457	100	12170457	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5112943	1793630	35.0802	1786459	7171	99.6002	0.3998
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5112943	1793630	35.0802	1786459	7171	99.6002	0.3998
Total		17283400	13964087	80.7948	13956916	7171	99.9486	0.0514
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

RDB Realty & Infrastructure Limited



Company Secretary

Prachi Todi

Company Secretaries
46, East Topsia Road, Arupota
Kolkata-700105
Mobile No: 9830072442

Email: csprachi92@gmail.com; info.prachi92@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provision of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To

Date: 19/03/2024

The Whole-time Director

M/s. RDB REALTY & INFRASTRUCTURE LIMITED

(CIN: L16003WB2006PLC110039)

Bikaner Building 8/1, Lal Bazar Street

1st Floor, Room No- 10

Kolkata- 700001

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")** to scrutinize the process of **Postal Ballot** held through remote e-voting in a fair and transparent manner and for ascertaining the requisite majority for the said voting on the resolution referred to in this report in terms of MCA Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022, 09/2023 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08th December, 2021, 05th May, 2022, 28th December, 2022 and 25th September, 2023 respectively (collectively referred as "**MCA Circulars**"), the provisions of sections 108 and 110 of the Companies Act 2013 ("**the Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the SEBI Listing Regulations**") and the Secretarial Standard-2 ("**the SS-2**") on General Meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, the Circulars and the Rules relating to the procedures and manners of conducting the Postal Ballot on the resolution contained in the Notice dated 08th February, 2024. My responsibility as a scrutinizer for remote e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, 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 remote e-voting.

I hereby submit my report as under:

1. The Notice dated 08th February, 2024 for passing of resolution through Postal Ballot was sent to the Shareholders whose email addresses were registered with the Company/ Depository in compliance with the Circulars which permitted sending of notice to the Shareholders through electronic mode.
2. The remote e-voting period remained open from 09:00 A.M. on Sunday, the 18th day of February, 2024 up to 5:00 P.M. on Monday, the 18th day of March, 2024.



Prachi Todi

Company Secretaries
46, East Topsia Road, Arupota
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Mobile No: 9830072442

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3. The members holding shares as on the 'cut-off' date i.e., 09th day of February, 2024 were entitled to vote on the proposed Resolution for Item Nos. 1 to 2 as set out in the Notice dated 08th day of February, 2024.
4. After conclusion of the process of Postal Ballot, the votes cast through remote e-voting were unblocked on Tuesday, the 19th day of March, 2024 around 11:51 A.M after the completion of the Postal Ballot in the presence of two witnesses, namely, Ms. Nupur Jhunjhunwala and Ms. Anjali Chowdhury, who are not in employment of the Company.
5. 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.
6. The result of the remote e-voting conducted by the process of Postal Ballot is as under:

SPECIAL BUSINESS:

(a) Item No.1 as a Special Resolution

To re-appoint Mr. Rajeev Kumar (DIN: 07003686) as a Whole-time Director & Chairman 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	68	13956916	99.95%
Total	68	13956916	99.95%

- (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	12	7171	0.05%
Total	12	7171	0.05%

- (iii) Invalid votes:

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

(b) Item No. 2 as a Special Resolution

To appoint Mr. Samprati Kamdar (DIN: 09615765) as a Non-Executive Independent Director of the Company.

- (i) Voted **in favour** of the resolution:



Prachi Todi

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Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	68	13956916	99.95%
Total	68	13956916	99.95%

(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	12	7171	0.05%
Total	12	7171	0.05%

(iii) Invalid votes:

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

7. The resolution proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers including other related papers/registers and records shall remain in my safe custody until the Whole-time Director (as authorized by the Board) 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
Peer Review Certificate No. 1445/2021
UDIN: A053022E003602568

Place: Kolkata
Date: 19/03/2024