



RDB RASAYANS LIMITED

(AN ISO 9001-2008 Company)

REGD. OFFICE : BIKANER BUILDING, 3RD FLOOR, ROOM NO.-9, 8/1, LAL BAZAR STREET, KOLKATA-700 001 PHONE : +91-33-4450 0500, 22305666 • FAX : +91-33-2242 0588

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

Date: 31.08.2021

Dear Sir(s),

Sub: Details of the Voting Results and Scrutinizer's Report of the 26th 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")

The 26th AGM of the Equity Shareholders of the Company was held on 31st August, 2021 at 11.30 A.M. and concluded at 12:10 P.M. through video conferencing.

We have already submitted the details regarding the proceedings of the AGM of the Company pursuant to Regulation 30 of the Listing Regulations. As per the requirements of the Companies Act, 2013 and the Listing Regulations, the Company had provided e-voting facility to facilitate all Equity Shareholders of the Company (as on the cut-off date of 24th August, 2021) to cast their votes electronically on all businesses proposed in the Notice of the AGM. The e-voting period commenced on Saturday, 28th August, 2021 at 9:00 AM (IST) and ended on Monday, 30th August, 2021 at 5:00 PM (IST).

Based on the reports submitted by Mr. Raj Kumar Banthia, Partner of M/s MKB & Associates, Practicing Company Secretary (ACS No. 17190, CP No. 18428), who was appointed as the Scrutinizer, we are pleased to inform you that all the resolutions (Item Nos. 1 to 4) of the Notice of AGM have been approved with requisite majority by the Equity Shareholders of the Company through e-voting.

Further, pursuant to Regulation 44(3) of the Listing Regulations, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting at the AGM. The above are also being uploaded on the Company's website.

Thanking You.

Yours faithfully,

For M/S RDB RASAYANS LIMITED

Shradha Jalan

Shradha Jalan

Company Secretary & Compliance Officer

Membership No. A47417

Encl: As above



RDB Rasayans Limited

26th Annual General Meeting held through video conferencing at 11:30 A.M.

Declaration of results of Remote E-voting and E-voting at the AGM

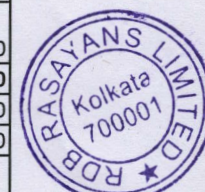
The brief analysis of the results of the voting through remote e-voting and Ballot form are as under:

Date of the AGM	31st August, 2021
Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to e-voting (24th August, 2021))	5589
Number of shareholders present at the meeting either in person or through proxy: Promoter and Promoter group: Public:	
Number of shareholders attended the meeting through Video Conferencing: Promoter and Promoter group: Public:	2 70

AGENDA WISE DISCLOSURE

ORDINARY BUSINESS:

Resolution Required : (Ordinary)			1 - Ordinary Resolution to consider and adopt Audited Financial Statements together with the Reports of the Board of Directors and Auditors thereon for the year ended 31st March 2021.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	12884084	12621309	97.9605	12621309	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12621309	97.9605	12621309	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	4830716	2455	0.0508	2442	13	99.4705	0.5295	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2455	0.0508	2442	13	99.4705	0.5295	0
Total		17714800	12623764	71.2611	12623751	13	100.0000	0.0000	0



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Resolution Required : (Ordinary)			2 - Ordinary Resolution to appoint a director in place of Smt Pragya Baid (DIN:06622497), who retires by rotation and being eligible, seeks re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			YES						
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	No. of votes Invalid
		[1]	[2]	[3]={([2]/[1])*100	[4]	[5]	[6]={([4]/[2])*100	[7]={([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	12884084	12621309	97.9605	12621309	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12621309	97.9605	12621309	0	100.0000	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
	E-Voting		2455	0.0508	2452	3	99.8778	0.1222	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	Postal Ballot	4830716	0	0.0000	0	0	0.0000	0.0000	0
	Total		2455	0.0508	2452	3	99.8778	0.1222	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
Total	Postal Ballot	17714800	0	0.0000	0	0	0.0000	0.0000	0
	Total		2455	0.0508	2452	3	99.8778	0.1222	0



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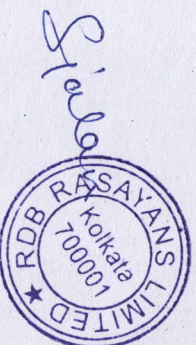
SPECIAL BUSINESS:

Resolution Required : (Special)			3 - Special Resolution for Re-appointment of Sri Shanti LalBaid (DIN: 00056776) as the Managing Director of the Company for a further period of three years from 01.04.2021.						
Whether promoter/ promoter group are interested in the agenda/resolution?			YES						
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	12884084	11319629	87.8575	11319629	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		11319629	87.8575	11319629	0	100.0000	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0
	E-Voting		2455	0.0508	2452	3	99.8778	0.1222	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	Postal Ballot	4830716	0	0.0000	0	0	0.0000	0.0000	0
	Total		2455	0.0508	2452	3	99.8778	0.1222	0
			0	0.0000	0	0	0.0000	0.0000	0
Total		17714800	11322084	63.9131	11322081	3	100.0000	0.0000	0



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Resolution Required : (Special)			4 - Special Resolution for Re-appointment of Sri SandeepBaid (DIN: 00557018) as the Whole Time Director of the Company for a further period of three year from 01.04.2021						
Whether promoter/ promoter group are interested in the agenda/resolution?			YES						
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	12884084	11319629	87.8575	11319629	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		11319629	87.8575	11319629	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	4830716	2455	0.0508	2452	3	99.8778	0.1222	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2455	0.0508	2452	3	99.8778	0.1222	0
Total		17714800	11322084	63.9131	11322081	3	100.0000	0.0000	0





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to 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 26th (Twenty sixth) Annual General Meeting (AGM) of Members of RDB Rasayans Limited (CIN: L36999WB1995PLC074860), held on Tuesday, 31st August, 2021 at 11.30 A.M. (IST) through Video Conferencing or Other Audio Visual Means ("VC/OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **RDB Rasayans Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote e-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") 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 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 26th Annual General Meeting of the Company held on Tuesday, 31st August, 2021 at 11.30 A.M. (IST) through Video Conferencing or Other Audio Visual Means ("VC/OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 25th June, 2021 convening the 26th Annual General Meeting 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 electronically on 09th August, 2021, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.

- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by NSDL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 24th August, 2021 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, 28th August, 2021 at 9:00 AM (IST) and ended on Monday, 30th August, 2021 at 5:00 PM (IST).
- (f) The members present at the meeting were entitled to exercise their voting rights electronically at the Annual General Meeting as stated above.
- (g) After conclusion of voting at the 26th Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mr. Rishabh Dev Chauhan and Ms. Khushi Nangalia, who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended.





- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of NSDL, www.evoting.nsdl.com.
- (i) 49 Members have cast their votes through remote e-voting and all such votes are valid. 4 Members have casted their votes electronically during the AGM and all such votes are valid. Votes cast by directors and their HUF which are interested in resolution no. 3 and 4 have not been taken into account.

I now submit my consolidated report as under on the result of the remote e-voting and voting conducted at the meeting.

	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No. 1 as an Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss and Cash Flow Statement, for the year ended on that date and reports of the Board of Directors and Auditors thereon.				
(1) Voted in favour of the resolution	12623724	27	12623751	99.9998
(2) Voted against the resolution	13	--	13	0.0002





Total	12623737	27	12623764	100
(3) Invalid votes:	--	--	--	--
Item No. 2 as an Ordinary Resolution: To appoint a director in place of Smt Pragya Baid (DIN: 06622497), who retires by rotation and, being eligible, offers herself for reappointment.				
(1) Voted in favour of the resolution	12623734	27	12623761	100
(2) Voted against the resolution	3	--	3	Negligible
Total	12623737	27	12623764	100
(3) Invalid votes:	--	--	--	--
SPECIAL BUSINESS				
Item No. 3 as a Special Resolution: Re-appointment of Sri Shanti Lal Baid (DIN: 00056776) as the Managing Director of the Company for a further period of three years from 1st April, 2021.				
(1) Voted in favour of the resolution	11322054	27	11322081	100
(2) Voted against the resolution	3	--	3	Negligible
Total	11322057	27	11322084	100
(3) Invalid votes:	--	--	--	--



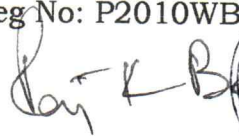


Item No. 4 as a Special Resolution: Re-appointment of Sri Sandeep Baid (DIN: 00557018) as the Whole Time Director of the Company for a further period of three years from 1 st April, 2021.				
(1) Voted in favour of the resolution	11322054	27	11322081	100
(2) Voted against the resolution	3	--	3	Negligible
Total	11322057	27	11322084	100
(3) Invalid votes:	--	--	--	--

Based on the aforesaid results, the resolutions no. (s) 1 to 4 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Date: 31.08.2021
Place: Kolkata
UDIN: A017190C000864256

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042796

Raj Kumar Banthia
Partner
Membership no. 17190
COP no. 18428

