



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

Date: 26.08.2022

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

Dear Sir(s),

Sub: Outcome & Scrutinizer's Report for the 27th Annual General Meeting

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 please find enclosed the below mentioned:

1. Outcome of the 27th Annual General Meeting of the Company for the financial year 2021-22 held on Wednesday, 24th August, 2022;
2. Consolidated Scrutinizer Report on remote e-voting and e-voting during the Annual General Meeting 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.

Thanking You.

Yours faithfully,

For M/S RDB RASAYANS LTD.

Pooja Patel

Pooja M Patel
Company Secretary & Compliance Officer



Encl: As above

RDB Rasayans Limited

Outcome of Annual General Meeting

Date of the AGM	24th August, 2022
Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to e-voting (17th August, 2022)	6661
Number of shareholders present at the meeting either in person or through proxy: Promoter and Promoter group: Public:	As the meeting was held through VC/OVAM physical presence of members / proxy was not required - -
Number of shareholders attended the meeting through Video Conferencing: Promoter and Promoter group: Public:	7 55

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 2022							
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	12371112	12371112	100.0000	12371112	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		12371112	100.0000	12371112	0	100.0000	0.0000	0
Public Institutions	E-Voting	20000	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	5323688	3291	0.0618	3278	13	99.6050	0.3950	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		3291	0.0618	3278	13	99.6050	0.3950	0
Total		1,77,14,800	12374403	69.8535	12374390	13	99.9999	0.0001	0

Result: Passed by Majority



Pooja Patel

RDB Rasayans Limited

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?			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	12371112	11069432	89.4781	11069432	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		11069432	89.4781	11069432	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	20000	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	0.0000
Public Non Institutions	E-Voting	5323688	3291	0.0618	3238	53	98.3895	1.6105	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		3291	0.0618	3238	53	98.3895	1.6105	0.0000
Total		17714800	11072723	62.5055	11072670	53	99.9995	0.0005	0

Result: Passed by Majority



Pooja Patel

RDB Rasayans Limited

SPECIAL BUSINESS:

Resolution Required : (Special)		3 - Special Resolution for Revision in remuneration of Mr. Sandeep Baid (DIN:00557018), Whole-time Director							
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	12371112	10537604	85.1791	10537604	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		10537604	85.1791	10537604	0	100.0000	0.0000	0
Public Institutions	E-Voting	20000	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	5323688	3291	0.0618	3238	53	98.3895	1.6105	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		3291	0.0618	3238	53	98.3895	1.6105	0
Total		17714800	10540895	59.5033	10540842	53	99.9995	0.0005	0

Result: Passed by Majority



Pooja Patel

RDB Rasayans Limited

Resolution Required : (Special)			4 - Special Resolution for Appointment of Mr. Ashok Kumar Jain (DIN: 09560734) as Independent Director of the Company						
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	12371112	12371112	100.0000	12371112	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		12371112	100.0000	12371112	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	20000	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	0.0000
Public Non Institutions	E-Voting	5323688	3291	0.0618	3238	53	98.3895	1.6105	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		3291	0.0618	3238	53	98.3895	1.6105	0
Total		17714800	12374403	69.8535	12374350	53	99.9996	0.0004	0

Result: Passed by Majority

Please Acknowledge the receipt

Thanking You,

Yours Faithfully,

For RDB Rasayans Ltd.

Pooja Patel

Pooja M Patel

Company Secretary & Compliance Officer





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 27th (Twenty seventh) Annual General Meeting (AGM) of Members of RDB Rasayans Limited (CIN:L36999WB1995PLC074860), held on Wednesday, 24th day of August, 2022 at 11:30 A.M., through Video Conferencing /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, 02/2021, 19/2021, 21/2021 and 2/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 8th December, 2021, 14th December, 2021 and 5th May, 2022 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular Nos. 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 and Secretarial Standards on General Meetings, in respect of the below mentioned resolutions proposed the 27th Annual General Meeting of the Company held on Wednesday, 24th August, 2022 at 11.30A.M. (IST) through Video Conferencing or Other Audio Visual Means ("VC/OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 28th May, 2022 convening the 27th 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 1st August, 2022, 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. 17th August, 2022 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 Sunday, 21st August, 2022 at 9:00 AM (IST) and ended on Tuesday, 23rd August, 2022 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 27th 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 Mr. Shubham Bhakta, 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) 70 Members have cast their votes through remote e-voting and all such votes are valid. 1 Member has casted his votes electronically during the AGM and all such votes are valid.

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, 2022 including the Audited Balance Sheet as at 31st March, 2022, 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	12,374,389	1	12,374,390	99.9999
(2) Voted against the resolution	13	-	13	0.0001
Total	12,374,402	1	12,374,403	100





(3) Invalid votes:	--	--	--	--
Item No. 2 as an Ordinary Resolution: To appoint a director in place of Mrs. Pragya Baid (DIN: 06622497), who retires by rotation and, being eligible, offers herself for reappointment.				
(1) Voted in favour of the resolution	11,072,669	1	11,072,670	99.9995
(2) Voted against the resolution	53	-	53	0.0005
Total	11,072,722	1	11,072,723	100
(3) Invalid votes:	--	--	--	--
SPECIAL BUSINESS				
Item No. 3 as a Special Resolution: Revision in remuneration of Mr. Sandeep Baid (DIN:00557018), Whole-time Director.				
(1) Voted in favour of the resolution	10,540,841	1	10,540,842	99.9995
(2) Voted against the resolution	53	-	53	0.0005
Total	10,540,894	1	10,540,895	100
(3) Invalid votes:	--	--	--	--





Item No. 4 as a Special Resolution: Appointment of Mr. Ashok Kumar Jain (DIN: 09560734) as Independent Director of the Company.

(1) Voted in favour of the resolution	12,374,349	1	12,374,350	99.9995
(2) Voted against the resolution	53	-	53	0.0005
Total	12,374,402	1	12,374,403	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.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042

Raj Kumar Bantia

Raj Kumar Bantia
Partner

Membership no. 17190
COP no. 18428

Date: 25.08.2022
Place: Kolkata
UDIN: A017190D000844621



Recd & accepted

(Bantia)
25/8/2022