



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: 19.06.2024

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

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 17th May, 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 Shri Shanti Lal Baid (DIN: 00056776) as a Managing Director of the Company	Special
2	Re-appointment of Shri Sandeep Baid (DIN: 00557018) as a Whole Time Director of the Company	Special
3	Appointment of Shri Priyam Sen (DIN: 10562892) as an Independent Director of the Company	Special

The remote e-Voting process concluded on 17th June, 2024 at 5:00 p.m. (IST) and Sri Raj Kumar Banthia, Practicing Company Secretary (ACS No. 17190, CP No. 18428) partner of MKB & Associates, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted her Report on the Postal Ballot on 18th June, 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 17th April, 2024 with requisite majority.

Thanking You.

Yours faithfully,
For RDB Rasayans Limited

Shradha Jalan

Shradha Jalan
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 Rasayans Limited
Type of Meeting	Postal Ballot
Date of Declaration of Results	17 th June, 2024
Record Date	10 th May, 2024
Total No. of Shareholders as on Record Date	7133
No. of Resolution passed in the meeting	3

For RDB Rasayans Limited

Shradha Jalan




Shradha Jalan
Company Secretary & Compliance Officer

Resolution (1)

Resolution Required : (Ordinary/Special)	Special Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Description of Resolution considered	To approve re-appointment of Sri Shanti Lal Baid (DIN: 00056776) as the Managing Director of the Company for a further period of 5 (five) years from 01.04.2024 to 31st March, 2029 and remuneration thereof.								
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	[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
	Poll		12348728	99.8191	12348728	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12371112	99.8191	12348728	0	100.0000	0.0000	0
Public Institutions	E-Voting		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		14229	0.2663	13962	267	98.1236	1.8764	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		5343688	0.2663	13962	267	98.1236	1.8764	0
Total		1,77,14,800	12362957	69.7889	12362690	267	99.9978	0.0022	0

Result: Passed by Majority

Shruadha Talwar



ORDINARY BUSINESS:

Resolution (2)

Resolution Required : (Ordinary/Special)	Special Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Description of Resolution considered	To approve re-appointment of Sri Sandeep Baid (DIN: 00557018) as the Whole Time Director of the Company for a further period of 5 (five) years from 01.04.2024 to 31.03.2029 and remuneration thereof.								
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	[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
	Poll		12348728	99.8191	12348728	0	100.0000	0.0000	0
	Postal Ballot	12371112	0	0.0000	0	0	0.0000	0.0000	0
	Total		12348728	99.8191	12348728	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	0.0000	0	0	0.0000	0.0000	0
	E-Voting		14229	0.2663	13952	277	98.0533	1.9467	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	Postal Ballot	5343688	0	0.0000	0	0	0.0000	0.0000	0
	Total		14229	0.2663	13952	277	98.0533	1.9467	0
	Total	17714800	12362957	69.7889	12362680	277	99.9978	0.0022	0

Result: Passed by Majority

Sandeep Baid



ORDINARY BUSINESS:

Resolution (3)

Resolution Required : (Ordinary/Special)	Special Resolution	To approve appointment of Sri. Priyam Sen (DIN:10562892) as Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 consecutive years with effect from 1st April, 2024 to 31st March, 2029.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting		12348728	99.8191	12348728	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	12371112	0	0.0000	0	0	0.0000	0.0000	0
	Total		12348728	99.8191	12348728	0	100.0000	0.0000	0
Public Institutions	E-Voting		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	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		13729	0.2569	13460	269	98.0406	1.9594	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	5343688	0	0.0000	0	0	0.0000	0.0000	0
	Total		13729	0.2569	13460	269	98.0406	1.9594	0
Total		17714800	12362457	69.7860	12362188	269	99.9978	0.0022	0

Result: Passed by Majority

Shradha Talwar





SCRUTINIZER'S REPORT

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

18th June, 2024

To
The Chairman
RDB Rasayans Limited
Bikaner Building, 3rd Floor, Room No.: 9
8/1, Lal Bazar Street
Kolkata - 700 001
West Bengal

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries has been appointed by the Board of Directors of **RDB Rasayans Limited** (the Company) for the purpose of scrutinizing the postal ballot process through voting by electronic means only (remote e-voting) in a fair & transparent manner in respect of all the resolutions as set out in the Postal Ballot notice dated 17th April, 2024, do hereby submit my report as follows:

- (a) On 17th May, 2024 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company/RTA or with the Depositories and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Friday, 10th May, 2024, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 ("MCA Circulars").
- (b) The Company has provided e-voting facility offered by National Securities Depository Limited ("NSDL") to its shareholders.





- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. Friday, 10th May, 2024 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Sunday, 19th May, 2024 at 9:00 a.m. (I.S.T) and ended on Monday, 17th June, 2024 at 5:00 p.m (I.S.T).
- (e) Since the voting on the postal ballot was conducted only through e-voting, reporting on number of physical postal ballot forms received including those that are invalid, is not applicable.
- (f) The e-voting facility provided by NSDL was unlocked on Tuesday, 18th June, 2024 in the presence of two witnesses.
- (g) Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from the report generated from the e-voting website of NSDL: <https://www.evoting.nsdl.com> in respect of voting through e-voting.
- (h) 93 Members representing 12,362,957 equity shares have cast their votes through e-voting on the resolutions and all such votes were valid.

I now submit my consolidated report as under on the results of the voting through e-voting.

Item No. 1 as a Special Resolution: To approve re-appointment of Sri Shanti Lal Baid (DIN: 00056776) as the Managing Director of the Company for a further period of 5 (five) years from 01.04.2024 to 31st March, 2029 and remuneration thereof.

Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast





Voted in favour of the resolution	83	12,362,690	NA	NA	83	12,362,690	99.9978
Voted against the resolution	10	267	NA	NA	10	267	0.0022
Total	93	12,362,957	NA	NA	93	12,362,957	100

Item No. 2 as a Special Resolution: To approve re-appointment of Sri Sandeep Baid (DIN: 00557018) as the Whole Time Director of the Company for a further period of 5 (five) years from 01.04.2024 to 31st March, 2029 and remuneration thereof.

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	82	12,362,680	NA	NA	83	12,362,690	99.9978
Voted against the resolution	11	277	NA	NA	10	267	0.0022
Total	93	12,362,957	NA	NA	93	12,362,957	100

Item No. 3 as a Special Resolution: To approve appointment of Sri. Priyam Sen (DIN: 10562892) as Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 consecutive years with effect from 1st April, 2024 to 31st March, 2029.

	Voting through e-voting		Voting through Postal Ballot Form		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	82	12,362,680	NA	NA	83	12,362,690	99.9978
Voted against the resolution	11	277	NA	NA	10	267	0.0022
Total	93	12,362,957	NA	NA	93	12,362,957	100



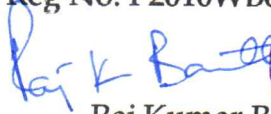


Voted in favour of the resolution	81	12,362,188	NA	NA	81	12,362,188	99.9978
Voted against the resolution	11	269	NA	NA	11	269	0.0022
Total	92	12,362,457	NA	NA	92	12,362,457	100

In view of the above scrutiny, I hereby certify that the resolutions 1 to 3 as aforesaid, as set out in notice dated 17th April, 2024 has been approved and passed by requisite majority.

Date: 18.06.2024
Place: Kolkata
UDIN: A017190F000584757

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700


Raj Kumar Banthia
Partner

Membership no. 17190
COP no. 18428

