

Date: 30-09-2022

To,

The General Manager
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 539875

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata - 700 001
Scrip code: 28123

Dear Sir/ Madam,

Sub – Proceedings of the 59th Annual General Meeting ('AGM') of RSD Finance Limited ('the Company')

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Part A of Schedule III to the said Listing Regulations, we are submitting herewith proceedings of the 59th Annual General Meeting of the Company, marked as '**Annexure A**', duly convened on Friday, the 30th September, 2022, at the Professional – I, The Alcor Hotel, 2nd Floor, Holding No.- 4, Ramdas Bhatta, Bistupur, Purbi Singhbhum, Jamshedpur – 831001 at 11:00 A.M.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the Listing Regulations are being filed with BSE separately.

Kindly take the above information on record.

Thanking You,

FOR RSD FINANCE LTD



Rajeev Singh Dugal
(Managing Director)

DIN - 00052037

Encl: As above

ANNEXURE – A**SUMMARY OF PROCEEDINGS OF THE 59TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON FRIDAY, SEPTEMBER 30, 2022 AT 11.00 A.M. AT PROFESSIONAL – I, THE ALCOR HOTEL, 2ND FLOOR, HOLDING NO.- 4, RAMDAS BHATTA, BISTUPUR, PURBI SINGHBHUM, JAMSHEDPUR – 831001**

The 59th Annual General Meeting (AGM) of RSD Finance Limited (The Company) was held on Friday, September 30, 2022 at 11.00 a.m. at Professional – I, The Alcor Hotel, 2nd Floor, Holding No. - 4, Ramdas Bhatta, Bistupur, Purbi Singhbhum, Jamshedpur – 831001

The Directors unanimously elected Mr. Rajeev Singh Dugal to be the Chairperson of the meeting. After ascertaining from the Company Secretary that the requisite quorum was present, the Chairman called the meeting to order. The quorum remained throughout the meeting. He took the chair and welcomed all the shareholders and introduced the Directors and Management Committee present at the meeting.

Among other Directors, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were also present at the Meeting. Also present at the Meeting were the Secretarial Auditors and the Statutory Auditors of the Company.

The Chairman informed the members that the Registers, certificates and other documents as required to be kept open under the Companies Act, 2013 were open and accessible for inspection of the members during the continuance of the meeting.

With the permission of the shareholders present at the meeting, the Chairman took the Notice dated 14th August, 2022 as read. He further informed the Members that there were no qualifications, observation or comments on the financial transaction or matters having an adverse effect on the functioning of the Company reported by the Statutory Auditors and the Secretarial Auditors in their Report.

The Chairman briefed the Members on financial performance of the Company for the financial year ended 31st March, 2022 and future prospects of the Company and its subsidiaries. Thereafter, Members present in person were invited to make observations and comments, if any on performance of the Company.

Further, as advised by the Chairman, the Company Secretary explained the procedure of voting on the resolutions as mentioned in the Notice. They were informed that the remote e-voting facilities had been arranged by the Company through National Securities Depository Limited (NSDL), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration)

Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced from Monday, the 26th September, 2022 from 9.00 am (IST) and ended on Thursday, the 29th September, 2022 at 5.00 pm (IST). She further informed the Members present that the facility to vote by means of Ballot Papers at the Annual General Meeting (AGM) of the Company was also made available for those members who had not cast their vote by means of remote e-voting facility made available for them.

It was also informed to the Members present that CS Sital Prasad Swain, Practicing Company Secretary (FCS: 6338, CP: 6814) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and physical ballot process at the meeting in fair and transparent manner.

CS Sital Prasad Swain, Scrutinizer of the meeting conducted the poll process for those Shareholders who had not casted their vote by means of remote e-voting. After ensuring that all the members participating in the poll casted their votes, the Scrutinizer locked and sealed the Ballot box in front of the members and took the custody of the same.

The following items of business as per the Notice of the AGM dated 14th August, 2022, were transacted at the meeting:

1. Receipt, consideration and adoption of :-
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Auditors thereon.
2. Appointment of Ms. Upneet Dugal (DIN: 07680726), who retires by rotation and being eligible, offers herself for re-appointment as a Director.
3. Re-appointed as the Statutory Auditors of the Company to hold office for a second term commencing from the conclusion of this Annual General Meeting till the conclusion of the 64th Annual General Meeting of the Company, to be held in the year 2027.
4. Payment of Managerial Remuneration under Section 197 of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The Members were informed that the results on the resolutions passed on the date of the AGM will be declared after the receipt of the Scrutinizer's Report from the Scrutinizer not later than 48 hours of the conclusion of the meeting. The result along with the Scrutinizer' Report shall be placed on the website of the Company and will be displayed on the Notice Boards at Registered Office and also simultaneously be forwarded to BSE Limited (BSE) and Calcutta Stock Exchange (CSE), where the shares of the Company are presently listed.

The Meeting concluded with a vote of thanks to the Chair at 12:45 PM.

This is for your information and record.

Thanking you,

Yours faithfully,

For RSD Finance Limited




Rajeev Singh Dugal
Managing Director
DIN - 00052037