

RVNL/SECY/STEX/2022

27th December, 2022

BSE Limited 1 st Floor, New Trade Wing, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street Fort, Mumbai-400001 Scrip: 542649	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Scrip: RVNL
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Sub: Disclosure of Voting Results of Postal Ballot of the Company

Ref: Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 108 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Co. Act, 2013, it is hereby informed that the item of business enlisted in Notice of the Postal Ballot of Rail Vikas Nigam Limited (RVNL) seeking approval of members of company for appointment of director by Postal Ballot through e-voting process was approved by the Shareholders with requisite majority.

The details of the Voting Results in the prescribed format & the Scrutinizer's Report are attached herewith. The same is being hosted on the website of the Company at www.rvnl.org and the website of NSDL (e-voting agency).

The above is for your information & records please.

Thanking you,

Yours faithfully,

For Rail Vikas Nigam Limited



(Kalpana Dubey)
Company Secretary & Compliance Officer

Encl: As above

RAIL VIKAS NIGAM LIMITED - e-Voting Postal Ballot date 26-11-2022 to 25-12-2022

Total number of shareholders on record date: '594489' No. of Shares: '2085020100'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :

NA

No. of Shares:

NA

Public :

NA

No. of Shares:

NA

Detail of the Agenda:

Promoter/Public	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

1. To approve the appointment of Shri Ram Prakash (DIN: 09746225), Additional Member (RE), also looking after as Additional Member (Planning), Railway Board as Part-time (Official) Government Nominee Director on the Board of the Company

Ordinary Resolution

Promoter and Promoter Group	E-Voting		1630500971	100.000	1630500971	0	100.000	0.000
	Poll	1630500971	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	1630500971	1630500971	100.000	1630500971	0	100.000	0.000
Public – Institutional holders	E-Voting		177019903	93.486	136380639	40639264	77.043	22.957
	Poll	189354985	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	189354985	177019903	93.486	136380639	40639264	77.043	22.957
Public-Others	E-Voting		2126168	0.802	2076641	49527	97.671	2.329
	Poll	265164144	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	265164144	2126168	0.802	2076641	49527	97.671	2.329
GRAND TOTAL		2085020100	1809647042	86.793	1768958251	40688791	97.752	2.248



SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Rail Vikas Nigam Limited (RVNL),
CIN: L74999DL2003GOI118633

Dear Sir,

Sub.: Scrutinizer's Report on Remote e-voting conducted through Postal ballot pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations").

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations"), to scrutinize the remote electronic voting process of Postal ballot of Rail Vikas Nigam Limited (RVNL), held between **Saturday, November 26, 2022 (09:00 Hours) to Sunday, December 25, 2022 (17:00 Hours) IST.**

In compliance with Ministry of Corporate Affairs ("MCA") and SEBI Circular, the Notice of Postal ballot dated **November 17, 2022**, along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories, in respect of the below mentioned resolution(s).

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date i.e., **Friday, November 18, 2022**, were entitled to vote on the resolution(s) as set out in the Notice of the Postal ballot of Rail Vikas Nigam Limited (RVNL).



The voting period for remote e-voting commenced on **Saturday, November 26, 2022 (09:00 Hours)** and ended on **Sunday, December 25, 2022 (17:00 Hours) IST** and thereafter the NSDL e-voting platform was blocked. Votes cast through remote e-voting were then unblocked in the presence of following two witnesses not being in the employment of the Company. The confirmation in writing is attached as 'Annexure-A'.

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by **Alankit Assignments Limited ('the RTA of the Company')** on the remote e-voting, the results of Remote e-voting are as under:

Special Business:	
Item No.	1
Subject Matter of Resolution	<p>To approve the appointment of Shri Ram Prakash (DIN: 09746225), Additional Member (RE), also looking after as Additional Member (Planning), Railway Board as Part-time (Official) Government Nominee Director on the Board of the Company:</p> <p>"RESOLVED THAT pursuant to the provisions of Section 149,152, 160 and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder, and Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Ram Prakash (DIN: 09746225), Additional Member (RE), also looking after as Additional Member (Planning), Railway Board, who was appointed as a Part-Time Official Government Director, by the President of India vide Ministry of Railways order no. 2022/PL/57/10 dated 19.09.2022, subsequently appointed as an Additional Director of the Company by the Board of Directors with effect from September 27, 2022, pursuant to Section 161 of the Act and Article 66 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from him signifying his intention to propose himself as candidate for the office of a director of the Company, be and is hereby appointed as a Part-time (Official) Government Nominee Director of the Company, who is liable to retire by rotation."</p>
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Percentage %
	Number of Voters	Number of Equity Shares	
Assent	2849	1768958251	97.75
Dissent	205	40688791	2.25



Total	3054	1809647042	100
Abstain	-	-	-

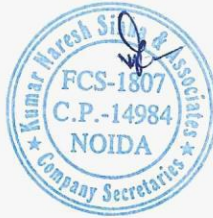
Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Postal ballot notice dated November 17, 2022, has been passed with requisite majority.


The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Chairman/Company Secretary, for preserving safely after the Chairman considers, approves, and signs the minutes of the meeting.

The Company may accordingly declare the results of voting by Postal ballot, as required.

Place: Noida
Date: December 26, 2022

For Kumar Naresh Sinha & Associates
Company Secretaries




(CS Naresh Kumar Sinha)
Proprietor
PR: 610/2019
FCS: 1807; COP: 14984
FRN: S2015UP440500
UDIN: F001807D002802418

Countersigned by:

Chairman & Managing Director/Authorised Signatory

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Annexure -A

1. The e-votes cast through Remote e-voting on the resolutions stated in the Postal ballot notice dated **November 17, 2022**, of Rail Vikas Nigam Limited (RVNL) were unblocked in our presence on December 25, 2022, at 20:15 Hours.
2. We are not in the employment of the Company i.e., Rail Vikas Nigam Limited (RVNL).

Signature of the witnesses along with date:

Vibha Sinha
26-12-2022

(Vibha Sinha)

121, Vinayak Apartment, C 58/19, Sector-62, Noida-201307, U.P

Mukesh Mishra
26-12-2022

(Mukesh Mishra)

264/3 Chhalera, Sector-44, Noida – 201301, U.P

