

MINUTES OF THE 23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF RELIABLE DATA SERVICES LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2024 WHICH COMMENCED AT 04:00 PM AND CONCLUDED AT 4.35 P.M. THROUGH VIDEO CONFERENCE AND OTHER AUDIO VISUAL MEANS

PRESENT THROUGH VC/OAVM:-

| | | |
|-----------------------------|---|----------------------------------|
| Mr. Sanjay Kumar Pathak | - | Managing Director cum Promoter |
| Mr. Sunil Kumar Rai | - | Whole Time Director cum Promoter |
| Mr. Sandeep Kumar Jha | - | Whole Time Director cum Promoter |
| Mr. Anil Kumar Jha | - | Whole Time Director cum Promoter |
| Mr. Rakesh Jha | - | Whole Time Director cum Promoter |
| Mr. Pramod Kumar Tiwari | - | Independent Director |
| Ms. Sudeshna Asis Chaudhury | - | Independent Director |
| Mrs. Anshu Jha | - | Promoter Group |
| And Others | | |

OFFICER IN ASSISTANCE

| | | |
|-----------------------|---|-------------------------|
| Ms. Anisha Kumari | - | Company Secretary |
| Mr. Parbind Kumar Jha | - | Chief Financial Officer |
| Ms. Neha Mehra | - | Scrutinizer |

Records and books kept at the meeting for inspection:-

1. Minutes Books of AGM
2. Records of the share holders as on cutoff date
3. Register of Directors shareholding
4. Register of Directors
5. Attendance Register of Members
6. Annual Report for last two years
7. Register of share holders
8. Memorandum & Articles of association of the Company

The Shareholders joined the Meeting from NSDL platform to record their attendance. Total no. of Members as on the cutoff date 20th September 2024 is 2319 Out of that 21 members were present through Video Conferencing/Other Audio Visual Means (OAVM).



INTRODUCTORY PROCEEDINGS

CHAIRMAN

At 04.00 Pm Mr. Sanjay Kumar Pathak, the Chairman of the Company took the Chair. He extended warm welcome to all the Members Directors, scrutinizer and all others persons present at the 23rd Annual General Meeting of the Company.

QUORUM FOR THE MEETING

Ms. Anisha Kumari, Company Secretary, welcomed Directors, Scrutinizer and all Members of the Company to the 23rd Annual General Meeting.

The Company Secretary introduced the Directors and informed the Members that Mr. Parbind Kumar Jha CFO of the Company is available, and He will be replying to the queries of the members relating to the Accounts of the Company. The Chairman thereafter delivered his speech to the members at the Annual General Meeting.

The Company Secretary further informed that the Notice of convening the 23rd Annual General Meeting along with Financial statements containing the Audited Balance Sheet as at 31st March 2024 and the statement of Profit and Loss and Cash Flow for the year ended 31st March 2024 along with notes, the Auditors and Secretarial Auditors report have already been dispatched to the members by electronic mode as per the records made available by the NSDL and to other members of the Company physically.

With the permission of the Members present at the meeting, the notice of the 23rd Annual General Meeting and Annual Report for the year 2023-24 was taken as read.

The Company Secretary announced that the quorum was present and called the meeting in order.

ANNOUNCEMENTS

The Chairman declared that the Statutory Registers are available for inspection and would remain open and accessible during the continuance of the meeting to all persons having a right to attend the meeting. He announced that pursuant to the provisions of Section 171 of the Companies Act, 2013 the Register of Directors and Key Managerial Personnel and their Shareholding is kept open for inspection and is accessible to all persons having right to attend the meeting.

AUDITORS REPORT

The Chairman informed that since the Auditors Report did not contain any qualification, observation or comments on financial transactions or matters having adverse effect on the functioning of the Company, there was no need to read the said Report at the Annual General Meeting in terms of Section 145 of the Companies Act, 2013.



The Company Secretary briefed the Members about E-voting facility provided by the Company.

The Company had given the facility of remote e-voting which commenced on Friday, 27.09.2024 at 09:00 AM and ended on Sunday, 29.09.2024 at 05:00 Pm. The members who were present at the AGM through Video conferencing and who had not cast their votes through remote e-voting were provided an opportunity to cast their votes at the end of the meeting through e-voting.

It was further informed that since the AGM is being held through Video Conference/ OAVM, and the following items mentioned in the notice convening this AGM have been already put to vote through remote e-voting, there will be no proposing and seconding of resolutions.

The Company Secretary further informed the Members that Mrs. Neha Mehra, Practicing Company Secretary has been appointed Scrutinizer for e-Voting and is present at the Meeting.

The Company Secretary stated that the results of both the voting will be announced within 48 hours to the Stock Exchanges and will be hosted on the website of the Company.

The Company Secretary then invited the Members to express their views or seek information. Some Members raised few queries which were replied by the Chairman to the satisfaction of the Members.

The Chairman thereupon stated that since question and answer was over and everybody had exercised his/her voting right, he once again conveyed his thanks to all the members present and declared the meeting closed and it will be deemed to be concluded with the declaration of the results.

Ms. Anisha Kumari, Company Secretary proposed a vote of thanks to the Chair.

The Company received the Scrutinizers Report regarding e-Voting of the 23rd Annual General Meeting on 30th September 2024.

Presented herein below are the item wise combined results of the e-Voting at the AGM.

ITEM NO. 1

ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

“RESOLVED THAT the Audited Balance Sheet (Including Audited Consolidated Financial Statements) as at 31st March, 2024 and Statement of Profit and Loss for the year ended on that date together with Notes, Schedules and Cash Flow Statement, Directors’ Report (including



Report on Management Discussion) and the Report of the Auditors thereon placed before this meeting be and are hereby received, approved and adopted.”

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| TOTAL PAID UP SHARES | 1,03,20,000 Equity Shares | |
| | No. of Votes | %ages on Votes polled |
| Total Votes through remote e - voting | | |
| No. of Votes polled in Favour and %age thereof | 7980215 | 100.00% |
| No. of Votes polled Against and %age thereof | 0 | 0 |

ITEM NO. 2:

ORDINARY RESOLUTION

TO APPOINT DIRECTOR IN PLACE OF MR. SUNIL KUMAR RAI (DIN: 01989744), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE HAS OFFERED HIMSELF FOR RE-APPOINTMENT.

“**RESOLVED THAT** Mr. Sunil Kumar Rai (DIN: 01989744), a Director retiring by rotation at this meeting and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company whose term of office shall be liable to determination by retirement by rotation.”

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|--|----------------------------------|-----------------------|
| TOTAL PAID UP SHARES | 1,03,20,000 Equity Shares | |
| | No. of Votes | %ages on Votes polled |
| Total Votes through remote e - voting | | |
| No. of Votes polled in Favour and %age thereof | 7980215 | 100.00% |
| No. of Votes polled Against and %age thereof | 0 | 0 |



ITEM NO. 3:-

ORDINARY RESOLUTION

RECOMMENDATION OF FINAL DIVIDEND

“**RESOLVED THAT** Final Dividend of Rs. 0.03/- per equity share amounting to Rs. 3,06,400/- as Total amount of Dividend be and is hereby approved by the members at the Annual General Meeting.

| TOTAL PAID UP SHARES | 1,03,20,000 Equity Shares | |
|--|----------------------------------|------------------------------|
| | No. of Votes | %ages on Votes polled |
| Total Votes through remote e - voting | | |
| No. of Votes polled in Favour and %age thereof | 7980215 | 100.00% |
| No. of Votes polled Against and %age thereof | 0 | 0 |

ITEM NO. 4:-

ORDINARY RESOLUTION

TO RE-APPOINT ASHUTOSH PANDEY & ASSOCIATES, CHARTERED ACCOUNTANTS, (FRN: 021376N) AS STATUTORY AUDITOR OF COMPANY IN PLACE OF M/S B. MANNA & CO., CHARTERED ACCOUNTANTS, (FRN: 325326E)

The Board has decided to appoint M/s Ashutosh Pandey & Associates, Chartered Accountants, as Statutory Auditor was subject to the approval of shareholders in the ensuing 23rd AGM.

In this regard we are in receipt of a letter dated September 6, 2024, wherein M/s B. Manna & Co., Chartered Accountants, (FRN: 325326E) have withdrawn their consent for being considered for appointment as Statutory Auditors of the Company.

The Chairman discussed, approved the same and passed the following resolution

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, **M/s Ashutosh Pandey & Associates, Chartered Accountants, (FRN: 021376N)** be and is hereby re-appointed as the Statutory Auditors of the Company and to hold the office from the conclusion of this Annual General Meeting till the conclusion of Sixth Annual General Meeting of the Company, at a



remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

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|--|----------------------------------|-----------------------|
| TOTAL PAID UP SHARES | 1,03,20,000 Equity Shares | |
| | No. of Votes | %ages on Votes polled |
| Total Votes through remote e - voting | | |
| No. of Votes polled in Favour and %age thereof | 7980215 | 100.00% |
| No. of Votes polled Against and %age thereof | 0 | 0 |

ITEM NO.5:-

SPECIAL RESOLUTION:

TO TAKE APPROVAL OF SHAREHOLDER TO RAISE FRESH CAPITAL UPTO 100 CRORES OVER A PERIOD OF 5 YEARS BY WAY OF RIGHT/PREFERENTIAL ALLOTMENT IN THE FUTURE AND AS DEEMED NECESSARY FROM TIME TO TIME.

The Board of Directors of the Company has discussed to raise fresh capital of upto Rs.100 crores over a period of 5 Years by way of rights/preferential allotment in the future. The Board discussed various methods for raising funds, including public offer, rights issues, with the intention to increase the paid up share capital over the next further 5 year by any way of right issue, preferential as the case maybe in future.

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|--|----------------------------------|-----------------------|
| TOTAL PAID UP SHARES | 1,03,20,000 Equity Shares | |
| | No. of Votes | %ages on Votes polled |
| Total Votes through remote e - voting | | |
| No. of Votes polled in Favour and %age thereof | 7980215 | 100.00% |
| No. of Votes polled Against and %age thereof | 0 | 0 |



The chairman further authorized the company secretary and compliance officer to communicate the aforesaid results of the 23rd Annual General Meeting to the NSE, NSDL and CDSL and host on website of the Company.


Sanjay Kumar Pathak
Chairman

Place: New Delhi

Date: 30.09.2024

The aforesaid minutes were recorded in the Minute Book of the Members General Meeting with the Authority of the chairman


Sanjay Kumar Pathak
Chairman

Place: New Delhi

Date: 30.09.2024

Note:

Based on the report submitted by the Scrutinizer to the Company Secretary of the Company, all the five (5) Resolutions were declared as passed with requisite majority.