

RSD Finance Limited

CIN:L17222JH1963PLC013316

Date: 30-09-2023

To,
Listing Department,
BSE Limited
14th Floor, P.J.Towers, Dalal Street,
Mumbai-400001
Scrip Code – 539875

To,
Listing Department
Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001
Scrip Code – 28123

Dear Sir/Madam,

**Sub – Voting Results and Scrutinizer’s Report of the 60th Annual General Meeting
(‘AGM’) of RSD Finance Limited**

The 60th AGM of the Company was held on September 30, 2023 to transact the business as mentioned in the notice convening the AGM.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 – **Annexure – I.**
- 2) Report of the Scrutinizer dated September 30, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure – II.**

All items of agenda as contained in the notice of the 60th Annual General Meeting have been passed with requisite majority.

The voting results along with the Scrutinizers report is made available at the website of the company at www.rsdfinancelimited.com and as well as on the website of NSDL at www.evoting.nsdl.com.

Please take the above information on record.

Thanking you,

Yours faithfully,

For RSD Finance Limited

Aditya Srivastava
Company Secretary & Compliance Officer

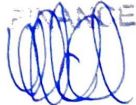
Encl: - As above

REGISTERED & ADMINISTRATIVE OFFICE.

Holding No. 4, The Hotel Alcor, Ramdas Bhatta, Bistupur, Jamshedpur, Purbi Singhbhum, Jharkhand - 831 001.
Ph.:0657-6620001,7280009199.

60th Annual General Meeting Voting Results

Date of the Annual General Meeting	September 30, 2023
Total number of shareholders on record date	993
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter	4
Group: Public	3
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter	Not Applicable
Group: Public	

RSD FINANCE LIMITED

 MANAGING DIRECTOR


AGENDA 1: To receive, consider and adopt:

- A) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 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, 2023 together with the reports of the Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9707436	100.0000	9707436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9707436	9707436	100.0000	9707436	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non-Institutions	E-Voting	3239044	1282594	39.5979	1282590	4	99.9997	0.0003
	Poll		0	0.00	0	0	0.00	0.0000
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.0000
	Total		3239044	1282594	39.5979	1282590	4	99.9997
Total		12946480	10990030	84.8882	10990026	4	100.0000	0.0000

USD FINANCE LIMITED

MANAGING DIRECTOR



AGENDA 2: Appointment of Mrs. Kawaljeet Kaur Dugal (DIN: 00052100), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9707436	100.0000	9707436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9707436	9707436	100.0000	9707436	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3239044	1282594	39.5979	1282590	4	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3239044	1282594	39.5979	1282590	4	99.9997
Total		12946480	10990030	84.8882	10990026	4	100.0000	0.0000

RSD FINANCE LIMITED

MANAGING DIRECTOR



AGENDA 3: Appointment of Mr. Pradeep Khosla (DIN: 06823537) as an Independent Director.

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9707436	100.0000	9707436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9707436	9707436	100.0000	9707436	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3239044	1282594	39.5979	1282590	4	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3239044	1282594	39.5979	1282590	4	99.9997
Total		12946480	10990030	84.8882	10990026	4	100.0000	0.0000

RSD FINANCE LIMITED

MANAGING DIRECTOR



AGENDA 4: Appointment of Mr. Malkeet Singh Saini (DIN: 02592649) as an Independent Director.

Resolution required: (Ordinary/Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9707436	100.0000	9707436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		9707436	9707436	100.0000	9707436	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3239044	1282594	39.5979	1282590	4	99.9997	0.0003
	Poll		0	0.00	0	0	0.00	0.0000
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.0000
	Total		3239044	1282594	39.5979	1282590	4	99.9997
Total		12946480	10990030	84.8882	10990026	4	100.0000	0.0000

RSD FINANCE LIMITED

MANAGING DIRECTOR





Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014] and Regulation 44 of SEBI(LODR) Regulations, 2015

To,
The Chairman
RSD Finance Limited
Holding no. – 4, The Alcor Hotel
Ramdas Bhatta, Bistupur
Purbi Singhbhum
Jamshedpur - 831001

Dear Sir,

Sub : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI(LODR) Regulations, 2015 and voting through Ballot Papers at the 60th Annual General Meeting of RSD Finance Limited held on Saturday, September 30, 2023 at 11.00 a.m. (IST) at Professional – I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur - 831001

I, Sital Prasad Swain, Practising Company Secretary, having its office at Room No. 2, 4th floor, Meghdeep Tower, Besides South Park Hotel, Bistupur, Jamshedpur – 831001 has been appointed as the Scrutinizer by the Board of Directors of RSD Finance Limited for the purpose of scrutinizing the e-voting process as well as to scrutinize the voting through ballot papers received from the members at the venue of the AGM on the below mentioned resolution(s), at the 60th Annual General Meeting of the Shareholders of RSD Finance Limited held on Saturday, September 30, 2023 at 11.00 a.m. (IST) at Professional – I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur – 831001.

The notice dated September 4, 2023 along with statement setting out material facts-under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company. The Company had also provided voting through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date Saturday, September 23, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, September 26, 2023 at 9.00 a.m. (IST) and ended on Friday, September 29, 2023 at 5.00 p.m (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses namely **Ankit Mazumdar and Ritu Agarwal** who are not in employment of the Company. Thereafter, the ballot boxes were opened and ballot papers were removed and examined.

The Management of the company is responsible to ensure the compliance with the requirement of the Act and Rules relating to e-voting and voting through ballot papers on the resolutions contained in the Notice of the 60th Annual General Meeting of the company. My responsibility as a scrutinizer for the e-voting and voting through ballot papers was restricted to make a Scrutinizer's report of e-voting and voting through ballot papers, of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated through e-voting system provided by National Securities Depository Limited (NSDL) and also during the AGM on voting through ballot papers.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot papers at the AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Saturday, September 23, 2023 and as per the Register of Members of the Company.

(a) **Resolution 1**

To receive, consider and adopt:

- A) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 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, 2023 together with the reports of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
31	10990026	100.0000

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4	0.0000

(iii) **Invalid** votes:

Total number of members voted	Total number of votes cast by them
0	0

(b) **Resolution 2**

Appointment of Mrs. Kawaljeet Kaur Dugal (DIN: 00052100), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
31	10990026	100.0000

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4	0.0000

(iii) **Invalid** votes:

Total number of members voted	Total number of votes cast by them
0	0

(c) **Resolution 3**

Appointment of Mr. Pradeep Khosla (DIN: 06823537) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
31	10990026	100.0000

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4	0.0000

(iii) **Invalid** votes:

Total number of members voted	Total number of votes cast by them
0	0

(d) **Resolution 4**

Appointment of Mr.Malkeet Singh Saini (DIN: 02592649) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
31	10990026	100.0000

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4	0.0000

(iii) **Invalid** votes:

Total number of members voted	Total number of votes cast by them
0	0

The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,
Yours faithfully

Sital Prasad Swain
Digitally signed by
Sital Prasad Swain
Date: 2023.09.30
21:55:45 +05'30'

Sital Prasad Swain
Practicing Company Secretary
Membership No. – F6338,
CP No. – 6814
Peer Review No. -813/2020
UDIN: F006338E001149161

Place: Jamshedpur
Dated: 30.09.2023

Witness:

Ankit Mazumdar
Mazumdar
Digitally signed by
Ankit Mazumdar
Date: 2023.09.30
21:56:19 +05'30'

1. Ankit Mazumdar

Ritu Agarwal

2. Ritu Agarwal