

SEC:SB:371

February 16, 2024

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G- Block, Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400 051
SCRIP CODE: RPSGVENT

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 542333

Dear Sir/Madam,

Voting Results of Postal Ballot through Electronic Voting

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Result on the items set out in the Postal Ballot Notice of the Company dated January 17, 2024, along with the Scrutinizer's Report dated February 16, 2024.

The above Voting Results are also being uploaded on the Company's website at www.rpsgventuresltd.com and on the website of National Securities and Depositories Limited (NSDL) at www.evoting.nsdl.com and also shall be displayed on the Notice Board of the Registered Office.

Kindly take the above mentioned information on your records.

Thanking you.

For **RPSG Ventures Limited**



Sudip Kumar Ghosh
Company Secretary and Compliance Officer

Encl: a/a

CC to:

National Securities Depository Ltd.
Trade World, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai 400 013

Central Depository Services (India) Ltd.
Phiroze Jeejeebhoy Towers, 28th Floor,
Dalal Street,
Mumbai 400 023

Postal Ballot through remote e-Voting of RPSG Ventures Limited - Voting Results

Sr. No.	Particulars	Details
1.	Date of declaration of Postal Ballot through e-voting	February 16, 2024
2.	Total number of shareholders on Cut-off date (the date for determining shareholders entitled to vote, being, January 12, 2024)	44,283
3.	No. of shareholders present in the meeting either in person or through proxy Promoter & Promoter Group: Public:	Not Applicable
4.	No. of shareholders who attended the meeting through Video Conferencing Promoter & Promoter Group: Public:	Not Applicable



RPSG Ventures Limited								
Resolution Required : Special			1 - Issue of Equity Shares on a preferential basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Other than Integrated Coal Mining Limited and Rainbow Investments Limited, none of the promoter/promoter group are concerned or interested in this resolution.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17438125	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2463727	14.1284	2463727	0	100.0000	0.0000
	Total		2463727	14.1284	2463727	0	100.0000	0.0000
Public Institutions	E-Voting	2752864	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		525685	19.0959	525685	0	100.0000	0.0000
	Total		525685	19.0959	525685	0	100.0000	0.0000
Public Non Institutions	E-Voting	9320420	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1534364	16.4624	1527859	6505	99.5760	0.4240
	Total		1534364	16.4624	1527859	6505	99.5760	0.4240
Total		29511409	4523776	15.3289	4517271	6505	99.8562	0.1438



RPSG Ventures Limited

Resolution Required : Special		2 - Increase in investment limit under Section 186 of the Companies Act, 2013						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17438125	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		17438125	100.0000	17438125	0	100.0000	0.0000
	Total		17438125	100.0000	17438125	0	100.0000	0.0000
Public Institutions	E-Voting	2752864	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		525685	19.0959	471401	54284	89.6737	10.3263
	Total		525685	19.0959	471401	54284	89.6737	10.3263
Public Non Institutions	E-Voting	9320420	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1534224	16.4609	1527692	6532	99.5742	0.4258
	Total		1534224	16.4609	1527692	6532	99.5742	0.4258
Total		29511409	19498034	66.0695	19437218	60816	99.6881	0.3119



RPSG Ventures Limited

Resolution Required : Special

3 - Creation of charge/ security over the Company's properties under Section 180(1)(a) of the Companies Act, 2013.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17438125	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		17438125	100.0000	17438125	0	100.0000	0.0000
	Total		17438125	100.0000	17438125	0	100.0000	0.0000
Public Institutions	E-Voting	2752864	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		525685	19.0959	471401	54284	89.6737	10.3263
	Total		525685	19.0959	471401	54284	89.6737	10.3263
Public Non Institutions	E-Voting	9320420	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1534224	16.4609	1525974	8250	99.4623	0.5377
	Total		1534224	16.4609	1525974	8250	99.4623	0.5377
Total		29511409	19498034	66.0695	19435500	62534	99.6793	0.3207





MANOJ SHAW & CO.
COMPANY SECRETARIES

"PODDAR COURT" 18, Rabindra Sarani
Gate no. 1, 3rd Floor, Room No. 331,
Kolkata - 700001

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shawmanoj2003@yahoo.co.in

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon]

To,
The Chairman
RPSG VENTURES LIMITED
CESC House, Chowringhee Square,
Kolkata- 700001

Sub: Scrutinizer's Report on Remote E-Voting, in terms of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon), on the Special Resolutions deemed to be passed by the members of RPSG Ventures Limited (the Company) on February 16, 2024 as per the Postal Ballot Notice dated January 17, 2024.

I, Manoj Prasad Shaw, Company Secretary in Practice having membership no. FCS: 5517, CP: 4194, Proprietor of M/s. Manoj Shaw & Co., Company Secretaries, was appointed by the Board of Directors of the Company, as the Scrutinizer for the purpose of scrutinizing the Postal Ballot by way of remote e-voting ('Remote E-Voting), in a fair and transparent manner and ascertaining whether the requisite majority carried out the proposed resolutions, as per the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon ("the Act") and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI - LODR") and subsequent amendment thereon, in respect of the items as set out in the Notice of the Postal Ballot dated January 17, 2024.



The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereon along with SEBI - LODR and subsequent amendments thereon, relating to voting through electronic means on the resolutions contained in the said Notice.

My responsibility as a Scrutinizer for the Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions as stated in the said Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facility, engaged by the Company.

In this regard, I submit my report as hereunder:-

1. The Company had provided facility of casting vote to the members of the Company through electronic means.
2. The Remote E-voting period remained open from Thursday, January 18, 2024 at 09:00 a.m. (IST) and ended on Friday, February 16, 2024 at 5:00 p.m. (IST).
3. The members of the Company holding shares as on Cut-off date i.e. January 12, 2024 were entitled to vote on the Resolutions as set out in the Notice.
4. The Company had followed the process as required under Rules 20 and 22 of the Companies (Management and Administration) Rules 2014 and subsequent amendments thereon, in respect of providing voting through electronic means.
5. After the time fixed for closing of the e-voting i.e. 5 p.m. (IST) on Friday, February 16, 2024, I unblocked the votes cast, in the presence of two witnesses who were not in employment of the Company as well as of the Registrar & Transfer Agent of the Company, and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website NSDL i.e. www.evoting.nsdl.com.
6. The particulars of all the votes cast through remote e-voting process have been recorded in a register separately maintained for the purpose.
7. The results of remote e-voting are as hereunder:-



SPECIAL BUSINESS:

Item No.1- Special Resolution

Issue of Equity Shares on preferential basis:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	295	4517271	99.86
Voted against the resolution	30	6505	0.14
Invalid votes	0	0	0
Total	325	4523776	100

Item No.2- Special Resolution

Increase in investment limit under Section 186 of the Companies Act, 2013:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	292	19437218	99.69
Voted against the resolution	34	60816	0.31
Invalid votes	0	0	0
Total	326	19498034	100



Item No.3- Special Resolution

Creation of charge/ security on the Company's properties under Section 180(1)(a) of the Companies Act, 2013:

Particulars	Remote e-voting		Total voting results
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	288	19435500	99.68
Voted against the resolution	38	62534	0.32
Invalid votes	0	0	0
Total	326	19498034	100

All the relevant records have been handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Yours faithfully,
For Manoj Shaw & Co.



Manoj Prasad Shaw

(Manoj Prasad Shaw)
(Scrutinizer)
(FCS-5517; CP-4194)

UDIN: F005517E003445316

Date: 16.02.2024

Place: Kolkata

WITNESS 1:

Nikita Chokhani

(NIKITA CHOKHANI)

WITNESS 2:

Abhishek Pal

(ABHISHEK PAL)

Counter-signed by
For RPSG Ventures Limited

Sudip Kumar Ghosh

SUDIP KUMAR GHOSH
Company Secretary and Compliance Officer
Membership No. A18707