

RVNL/SECY/STEX/2023

27th September, 2023

BSE Limited

1st 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

Sub: Summary Proceedings of 20th Annual General Meeting of the Company held on 27th September, 2023

Ref: Regulation 30 of the SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Summary of Proceedings of the 20th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on **Wednesday, 27th September, 2023 at 11:30 hrs.** through Video Conferencing (VC)/ Other Audio -Visual Means (OAVM) is hereby enclosed. The AGM concluded at 12.25 hrs.

Please take the same on record.

Thanking you,

Yours faithfully,

For Rail Vikas Nigam Limited

(Kalpana Dubey)
Company Secretary & Compliance Officer

Encl: As above

Summary of Proceedings of the 20th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on Wednesday, 27th September, 2023 at 11:30 A.M.

The 20th Annual General Meeting (Meeting) of the Members of Rail Vikas Nigam Limited was held on Wednesday, 27th September, 2023 at 11:30 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Meeting commenced at 11:30 A.M., Shri Pradeep Gaur, Chairman & Managing Director, Chaired the meeting. The quorum required under the Companies Act, 2013 was present throughout the meeting. Chairman informed that the meeting is being held through Video Conferencing in compliance with the Companies Act, 2013, read with notifications, general Circulars and guidelines issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. Thereafter, the Chairman introduced the Board Members and Key Managerial Personnel to the Shareholders.

The Chairman welcomed the Members joined through VC/OAVM. The Chairman's Statement was read by the Chairman apprising the financial and physical performance of the Company for the financial year 2022-23, details of SPVs, Human resource development, Corporate Social Responsibility, MoU performance and Corporate Governance.

With the consent of all the members present, the Notice of AGM and the Annual Report of the Company for the year 2022-23 containing the Directors Report, Audited Financial Statements (Standalone and Consolidated), Auditors' Report and C&AG comments thereon were taken as read. The Company Secretary explained the objective and implication of each item of notice and read out the business items proposed for approval by members at the meeting. Company Secretary also informed that Item No. 7 and 8 regarding Alteration of the Articles of Association and Alteration of Memorandum of Association of the Company respectively were withdrawn as the approval of Hon'ble President of India is still awaited. The approval on the same shall be taken through postal Ballot after receipt of approval of Hon'ble President of India.

The Company Secretary further informed that the facility of casting votes by remote e-voting through CSDL Portal provided to Members commenced from Sunday, September 24, 2023 (09:00 A.M.) and ended on Tuesday, September 26, 2023 (05:00 P.M.). In addition, facility for e-voting was also provided during the AGM to those members who did not cast their votes through remote e-voting. The members were informed that the Company had appointed M/s. Kumar Naresh Sinha & Associates, Practicing Company Secretary, to scrutinize the remote e-voting as well as e-voting at the AGM in a fair and transparent manner. The shareholders, who had registered themselves as speakers in advance, were then invited to raise their questions.

Thereafter, the Chairman responded to the queries raised/clarifications sought by the members on the various issues which inter-alia included the future prospects of the Company, Green Energy, foreign projects in pipeline, Dividend, Orderbook position etc.

उपरोक्त प्रस्तावों को अंगीकार करने के लिए प्रस्तावित किया गया है।
कृपया अपनी सहमति ज्ञापित करें।
आपका धन्यवाद।
27/09/2023



The following businesses were proposed as per the Notice of the meeting:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Board's Report, the Auditor's Report thereon, and comments of the Comptroller and Auditor General of India (C&AG) including Management replies, if any, thereto.
2. To declare final dividend @ Rs. 0.36 per equity share for the financial year 2022-23.
3. To appoint a director in place of Shri Sanjeeb Kumar, (DIN: 03383641), Director (Finance) & CFO, who retires by rotation and being eligible, offers himself for re-appointment.
4. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2023-24.

SPECIAL BUSINESS:

5. To appoint Mrs. Anupam Ban (DIN: 07797026), as Director (Personnel) of the Company.
6. To appoint Shri Anil Kumar Khandelwal (DIN: 10085277), Principal Executive Director (GS), Railway Board as Part-time Government Nominee Director on the Board of the Company.

Company Secretary also informed the members that the result of the remote e-voting and voting at the Annual General Meeting shall be notified to the Stock Exchanges and hosted on the website of the Company within two working days of the conclusion of the Annual General Meeting.

The Company Secretary informed that the facility for e-voting would remain open for 15 minutes after conclusion of the meeting to enable the members to cast their vote.

The meeting concluded at 12:25 hrs thereafter opened for 15 minutes for e-voting to be completed.



Kalpna
(Kalpana Dubey)
Company Secretary & Compliance Officer

कल्पना दुबे / Kalpana Dubey
कंपनी सचिव एवं अनुपालन अधिकारी
Company Secretary & Compliance Officer
रेल विकास निगम लि० / Rail Vikas Nigam Ltd.
(भारत सरकार का उपक्रम) / (A Govt. of India Enterprise)
नई दिल्ली - 110066 / New Delhi - 110066