



रेल विकास निगम लिमिटेड
Rail Vikas Nigam Limited
गुणवत्ता, गति एवं पारदर्शिता
(A Government of India Enterprise)

CIN : L74999DL2003GOI118633

RVNL/SECY/STEX/2021

9th December, 2021

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 18th Annual General Meeting of the Company held on 08.12.2021

Ref: Regulation 44 of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that all the items of businesses enlisted in Notice of the 18th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on **Wednesday, 8th December, 2021 at 11:30 hrs.** through Video Conferencing (VC)/ Other Audio -Visual Means (OAVM), were 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


(Deepika Mehta)

Company Secretary & Compliance Officer

Encl: As above

RAIL VIKAS NIGAM LIMITED AGM 2021

Date of the AGM		8th December, 2021						
Total number of shareholders on record date		523592						
No. of Shares		2085020100						
No. of Shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group :		N.A						
Public :		N.A						
No. of Shareholders present in the meeting through Video Conferencing								
Promoters and Promoter Group :		0						
Public :		75						
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 receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India (C&AG), and management replies, if any, thereto.								
Ordinary Resolution								
Promoter and Promoter Group	E-Voting	1630500971	1630500971	100.00	1630500971	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1630500971	1630500971	100.00	1630500971	0	100.00
Public – Institutional holders	E-Voting	199239255	191289105	96.01	191289105	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		199239255	191289105	96.01	191289105	0	100.00
Public-Others	E-Voting	255279874	655333	0.26	655308	25	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		255279874	655333	0.26	655308	25	100.00
GRAND TOTAL		2085020100	1822445409	87.41	1822445384	25	100.00	0.00



2. To declare final dividend @ Rs. 0.44 per equity share for the financial year 2020-21.

Ordinary Resolution								
Promoter and Promoter Group	E-Voting	1630500971	1630500971	100.00	1630500971	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1630500971	1630500971	100.00	1630500971	0	100.00
Public – Institutional holders	E-Voting	199239255	191990033	96.36	191990033	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		199239255	191990033	96.36	191990033	0	100.00
Public-Others	E-Voting	255279874	653601	0.26	646169	7432	98.86	1.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		255279874	653601	0.26	646169	7432	98.86
GRAND TOTAL		2085020100	1823144605	87.44	1823137173	7432	100.00	0.00

3. To appoint a director in place of Shri Vinay Singh, (DIN: 07243986), who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution								
Promoter and Promoter Group	E-Voting	1630500971	1630500971	100.00	1630500971	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1630500971	1630500971	100.00	1630500971	0	100.00
Public – Institutional holders	E-Voting	199239255	191990033	96.36	179910612	12079421	93.71	6.29
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		199239255	191990033	96.36	179910612	12079421	93.71
Public-Others	E-Voting	255279874	653600	0.26	578418	75182	88.50	11.50
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		255279874	653600	0.26	578418	75182	88.50
GRAND TOTAL		2085020100	1823144604	87.44	1810990001	12154603	99.33	0.67



4. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2021- 22.

Ordinary Resolution								
Promoter and Promoter Group	E-Voting		1630500971	100.00	1630500971	0	100.00	0.00
	Poll	1630500971	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1630500971	1630500971	100.00	1630500971	0	100.00	0.00
Public – Institutional holders	E-Voting		191990033	96.36	191990033	0	100.00	0.00
	Poll	199239255	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	199239255	191990033	96.36	191990033	0	100.00	0.00
Public-Others	E-Voting		653100	0.26	647965	5135	99.21	0.79
	Poll	255279874	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	255279874	653100	0.26	647965	5135	99.21	0.79
GRAND TOTAL		2085020100	1823144104	87.44	1823138969	5135	100.00	0.00

5. To appoint Shri Sreenivasa Murthy Rangaiah (DIN: 09358798) as Non-Official Independent Director on the Board of the Company.

Ordinary Resolution								
Promoter and Promoter Group	E-Voting		1630500971	100.00	1630500971	0	100.00	0.00
	Poll	1630500971	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1630500971	1630500971	100.00	1630500971	0	100.00	0.00
Public – Institutional holders	E-Voting		189506388	95.11	187688864	1817524	99.04	0.96
	Poll	199239255	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	199239255	189506388	95.11	187688864	1817524	99.04	0.96
Public-Others	E-Voting		655100	0.26	583977	71123	89.14	10.86
	Poll	255279874	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	255279874	655100	0.26	583977	71123	89.14	10.86
GRAND TOTAL		2085020100	1820662459	87.32	1818773812	1888647	99.90	0.10



CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

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

Dear Sir,

Ref.: 18th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on Wednesday, 08th December, 2021 at 11:30 AM IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)

Sub. : Consolidated Scrutinizer's Report on Remote e-voting and e-voting at the AGM conducted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of RVNL pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the remote electronic voting process held between **Sunday 5th December, 2021 (9:00AM) to Tuesday 7th December, 2021 (5:00PM) IST** and e-voting during the 18th AGM of the Company.

In compliance with Ministry of Corporate Affairs ("MCA") vide its circular dated January 13, 2021 read with General Circular no. 20/2020 dated May 5, 2020, General Circular no. 14/2020 dated April 8, 2020 and General Circular no. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated January 15, 2021 read with circular dated May 12, 2020, the Notice dated 15-11-2021 convening 18th Annual General Meeting (AGM) of the Company 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) to be passed at the 18th Annual General Meeting of the Company held on Wednesday, 08th December, 2021 at 11:30 AM IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).



The Company has availed the e-voting facility offered by National Securities Depository Services (India) Limited (NSDL) for conducting remote e-voting and e-voting during 18th AGM by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of Wednesday, 1st December, 2021, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 5 in the Notice of the 18th AGM of RVNL.

The Company had also provided the facility of E-voting during the 18th AGM only to such members who have participated in the AGM through VC/OVAM and who had not cast their vote through Remote E-voting period.

The voting period for remote e-voting commenced on **Sunday 5th December, 2021 (9:00AM) to Tuesday 7th December, 2021 (5:00PM) IST** and after the conclusion of e-voting cast during the 18th AGM, the NSDL e-voting platform was blocked thereafter votes cast through remote e-voting and e-voting during the 18th Annual General Meeting of the Company, were then unblocked in the presence of the two witnesses not being in the employment of the Company. Their confirmation in writing is attached as Annexure-A.

We have scrutinized and reviewed the remote e-voting and e-voting during 18th AGM based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by M/s Alankit Assignments Limited (RTA) on the remote e-voting and e-voting conducted during the 18th Annual General Meeting of the Company, the consolidated results of Remote e-voting and e-voting during the 18th AGM are as under:

Ordinary Business:	
Item No.	1
Subject Matter of Resolution	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India (C&AG), and management replies, if any, thereto.
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	562	1822445384	0	0	562	1822445384	100
Dissent	4	25	0	0	4	25	0
Total	566	1822445409	0	0	566	1822445409	100
Abstain	0	0	0	0	0	0	0



Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated November 15, 2021 has been passed with requisite majority.

Item No.	2
Subject Matter of Resolution	To declare final dividend @ Rs. 0.44 per equity share for the financial year 2020-21.
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	553	1823137173	0	0	553	1823137173	100
Dissent	11	7432	0	0	11	7432	0
Total	564	1823144605	0	0	564	1823144605	100
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated November 15, 2021 has been passed with requisite majority.

Item No.	3
Subject Matter of Resolution	To appoint a director in place of Shri Vinay Singh, (DIN: 07243986), who retires by rotation and being eligible, offers himself for re- appointment.
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	527	1810990001	0	0	527	1810990001	99.33
Dissent	36	12154603	0	0	36	12154603	0.67
Total	563	1823144604	0	0	563	1823144604	100
Abstain	0	0	0	0	0	0	0



Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated November 15, 2021 has been passed with requisite majority.

Special Business:	
Item No.	4
Subject Matter of Resolution	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2021- 22, and to pass the following Resolution as an Ordinary Resolution: "RESOLVED THAT pursuant to section 139(5) read with the provisions of Section 142 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment thereof, for the time being in force), the Board of Directors of the Company, on the recommendations of Audit Committee, be and is hereby authorized to decide and fix the remuneration and other terms and conditions, including re-imbursment of out of pocket expenses in connection with the audit work, to the Statutory Auditors appointed by Comptroller and Auditor General of India (C&AG) for the financial year 2021-22.
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	551	1823138969	0	0	551	1823138969	100
Dissent	11	5135	0	0	11	5135	0
Total	562	1823144104	0	0	562	1823144104	100
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated November 15, 2021 has been passed with requisite majority.

Item No.	5
Subject Matter of Resolution	To appoint Shri Sreenivasa Murthy Rangaiah (DIN: 09358798) as Non-Official Independent Director on the Board of the Company: "RESOLVED THAT pursuant to the provisions of Section 149, 152,161 and other applicable provisions, if any, of the Companies Act, 2013, Rules made there under, Shri Sreenivasa Murthy Rangaiah (DIN: 09358798) who was nominated as Independent Director, by the President of India vide Ministry of Order no. 2019/PL/57/22 dated 09.11.2021 appointed as an Additional Director by the Board of Directors with effect from 09.11.2021 be and is hereby appointed as Independent Director on the Board of the Company as per the terms & conditions mentioned in the said letter not liable to retire by rotation."



Type of Resolution	Ordinary
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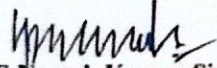
Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	534	1818773812	0	0	534	1818773812	99.90
Dissent	27	1888647	0	0	27	1888647	0.10
Total	561	1820662459	0	0	561	1820662459	100
Abstain	0	0	0	0	0	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated November 15, 2021 has been passed with requisite majority.

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

The Company may accordingly declare the results of voting, as required

For Kumar Naresh Sinha & Associates
Company Secretaries


(CS Naresh Kumar Sinha)
Proprietor
PR: 610/2019
FCS: 1807; C P No.: 14984
UDIN: F001807C001710855



Date: 09.12.2021


DEEPIKA MEHTA
कंपनी सचिव/Company Secretary
रेल विकास निगम लि./Rail Vikas Nigam Ltd.
Counter signed by:
For Rail Vikas Nigam Limited
नई दिल्ली-110066/New Delhi-110066

Annexure -A

1. The e-votes cast through Remote e-voting on the resolutions stated in the notice dated 15.11.2021 of the 18th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on 08.12.2021 at 11.30 AM IST through Video Conferencing(VC)/Other Audio Visual Means (OAVM) were unblocked in our presence.

2. We are not in the employment of the Company.

Witnesses:

Vibha Sinha

(Smt. Vibha Sinha)

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

Mukesh Mishra
09/12/2021

(Shri Mukesh Mishra)

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

