

CIN : L74999DL2003GOI118633



RVNL/SECY/STEX/2021

8th 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 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Sub: Summary Proceedings of 18th Annual General Meeting of the Company held on 08th December, 2021

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, we are enclosing herewith the Summary of Proceedings 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). The AGM concluded at 12.30 hrs.

Please take note of above information on record.

Thanking you,

Yours faithfully,

For Rail Vikas Nigam Limited


(Deepika Mehta)
Company Secretary & Compliance Officer



Encl: As above

Summary of Proceedings of the 18th Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on 8th December, 2021

The 18th Annual General Meeting (Meeting) of the Members of Rail Vikas Nigam Limited was held on 8th December, 2021 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 due to covid-19 concerns and social distancing norms, 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 2020-21, 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 2020-21 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.

The Company Secretary further informed that the facility of casting votes by remote e-voting through NSDL Portal provided to Members commenced from Sunday, December, 5, 2021 (09:00 A.M.) and ended on Tuesday, December 7, 2021 (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, Practising 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 news of merger of RVNL with IRCON, benefits of signed MoUs with the Private and Public organizations, future growth, order book, margin performance of the Company including future prospects of the Company, Impact of prospective Covid-19 pandemic (3rd wave) and recent notification issued by Ministry of Railways (MoR) regarding award of work to PSUs.



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, 2021, 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. 0.44 per equity share for the financial year 2020-21.
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.
4. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 202-22.

SPECIAL BUSINESS:

5. To appoint Shri Sreenivasa Murthy Rangaiah (DIN: 09358798), as Non-Official Independent 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 48 hours 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 12:30 hrs thereafter opened for 15 minutes for e-voting to be completed.




(Deepika Mehta)
Company Secretary & Compliance Officer