



# RDB RASAYANS LIMITED

(AN ISO 9001-2008 Company)

REGD. OFFICE: BIKANER BUILDING, 3RD FLOOR, ROOM NO.-9, 8/1, LAL BAZAR STREET, KOLKATA-700 001 PHONE: +91-33-4460 0500, 22205686 • FAX: +91-33-2242 0588

**Date: 12.09.2024**

To,  
Department of Corporate Services  
**BSE Limited**  
P.J. Towers, Dalal Street  
Mumbai- 400 001

Dear Sir(s),

**Sub: Outcome & Scrutinizer's Report for the 29<sup>th</sup> Annual General Meeting**

Pursuant to Regulation 44 of the 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 please find enclosed the below mentioned:

1. Outcome of the 29<sup>th</sup> Annual General Meeting of the Company for the financial year 2023-24 held on Monday, 12<sup>th</sup> September, 2024;
2. Consolidated Scrutinizer Report on remote e-voting and e-voting during the Annual General Meeting submitted by Mrs. Mausami Sengupta, Practicing Company Secretary (ACS No. 28678, CP No. 24059), who was appointed as the Scrutinizer.

Thanking You.

Yours faithfully,

For M/S RDB RASAYANS LTD.

*Shradha Jalan*

**Shradha Jalan**  
**Company Secretary & Compliance Officer**



**Encl: As above**

**RDB Rasayans Limited**

**Outcome of Annual General Meeting**

<b>Date of the AGM</b>	12th September, 2024
<b>Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to e-voting (5th September, 2024))</b>	6855
<b>Number of shareholders present at the meeting either in person or through proxy:</b> <b>Promoter and Promoter group:</b> <b>Public:</b>	- - -
<b>Number of shareholders attended the meeting through Video Conferencing:</b> <b>Promoter and Promoter group:</b> <b>Public:</b>	4 4 89
<b>As the meeting was held through VC/OVAM physical presence of members / proxy was not required</b>	

**AGENDA WISE DISCLOSURE**

**ORDINARY BUSINESS:**

<b>Resolution Required : (Ordinary)</b>			<b>1 - Ordinary Resolution to consider and adopt Audited Financial Statements together with the Reports of the Board of Directors and Auditors thereon for the year ended 31st March 2024</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	11440299	92.4759	11440299	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>11440299</b>	<b>92.4759</b>	<b>11440299</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	5343688	5230	0.0979	5225	5	99.9044	0.0956	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5230</b>	<b>0.0979</b>	<b>5225</b>	<b>5</b>	<b>99.9044</b>	<b>0.0956</b>	<b>0.0000</b>
<b>Total</b>		<b>1,77,14,800</b>	<b>11445529</b>	<b>64.6100</b>	<b>11445524</b>	<b>5</b>	<b>100.0000</b>	<b>0.0000</b>	

Result: Passed by Majority



*Shradha*

**RDB Rasayans Limited**

**ORDINARY BUSINESS:**

Resolution Required : (Ordinary)			2 - Ordinary Resolution to appoint a director in place of Mrs Pragya Baid (DIN:06622497), who retires by rotation and being eligible, seeks re-appointment.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	11440299	92.4759	11440299	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>11440299</b>	<b>92.4759</b>	<b>11440299</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	5343688	5230	0.0979	5225	5	99.9044	0.0956	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5230</b>	<b>0.0979</b>	<b>5225</b>	<b>5</b>	<b>99.9044</b>	<b>0.0956</b>	<b>0</b>
<b>Total</b>		<b>17714800</b>	<b>11445529</b>	<b>64.6100</b>	<b>11445524</b>	<b>5</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>

**Result: Passed by Majority**

Shradha Jaiswal  


# MAUSAMI SENGUPTA

Company Secretary in Practice  
(Peer Reviewed)  
A-108, Survey Park  
Kolkata-700075  
Phone: +91 7980322488  
Email: mausami.das34@gmail.com

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 29<sup>th</sup> (Twenty-Ninth) Annual General Meeting (AGM) of members of RDB RASAYANS LIMITED (CIN: L36999WB1995PLC074860), held on Thursday the 12<sup>th</sup> day of September, 2024 at 11.30 A.M.(IST), through Video Conferencing / Other Audio Visual Means ("VC/OAVM").

Dear Sir,

I, Mausami Sengupta, Practising Company Secretary, was appointed as the scrutinizer by the Board of Directors of RDB Rasayans Limited ("the Company") with regard to the 29<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday the 12<sup>th</sup> day of September, 2024 at 11.30 A.M.(IST), through Video Conferencing / Other Audio Visual Means ("VC/OAVM") pursuant to the provisions of Section 108 of the Companies Act, 2013("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and in terms of MCA Circular Nos. 14 /2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April 2020, 20/2020 dated 5<sup>th</sup> May, 2020. 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December. 2021, 02/2022 dated 5<sup>th</sup> May, 2022, 10/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> September, 2023 (collectively referred as "MCA Circulars") and Regulation 44 of SEBI(LODR) Regulations, 2015, and SEBI Circulars Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/PoD -2/P/CIR/2023/4 dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021 and 5<sup>th</sup> January, 2023 for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013, mentioned above on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 25<sup>th</sup> day of May, 2024. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I submit my report as under:

1. The Notice dated 25<sup>th</sup> May, 2024 convening the 29<sup>th</sup> Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 19<sup>th</sup> August, 2024, to the members of the Company whose e-mail addresses were registered with the Company/Depositories/RTA.
2. Since the AGM was held pursuant to the aforesaid MCA Circulars through VC/OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of the above mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.

# MAUSAMI SENGUPTA

Company Secretary in Practice  
(Peer Reviewed)  
A-108, Survey Park  
Kolkata-700075  
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Email: mausami.das34@gmail.com

- The Company provided remote e-voting facility and e-voting facility at the AGM by National Securities Depository Limited (“NSDL”)
- The remote e-voting period remained open from 09:00 A.M. IST on Monday, the 9<sup>th</sup> day of September, 2024 upto 5:00 P.M. IST on Wednesday, the 11<sup>th</sup> day of September, 2024.
- The shareholders holding shares as on the "cut off" date, i.e. Thursday, the 5<sup>th</sup> day of September, 2024 were entitled to vote on the proposed resolutions as mentioned in the Notice of the AGM dated the 25<sup>th</sup> day of May, 2024.
- The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC/OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
- After the conclusion of voting at the 29<sup>th</sup> Annual General Meeting, the votes were unblocked on Thursday, the 12<sup>th</sup> day of September, 2024 around 01.07 pm in the presence of two witnesses, namely, Mr. Soubhik Chakraborty, residing at 45A/1 Garfa Sitala Mandir Road, Kolkata-700075 and Mr. Bikram Ghosh, residing at 2/155 Vidyasagar Upanibesh, Kolkata – 700047 who are not in employment of the Company.
- The e-voting data/ results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

The combined result of the remote e-voting and e-voting at the AGM of EVEN: 129686 are as under:

## ORDINARY BUSINESS:

### Item no.1 as an Ordinary Resolution-

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2024, the Statement of Profit & Loss and Cash Flow Statement, for the year ended on that date and reports of the Board of Directors and Auditors thereon.

#### (i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares) cast by them	% of total number of valid votes cast
Remote e- voting	71	11445518	
E- voting at AGM	4	6	
<b>Total</b>	<b>75</b>	<b>11445524</b>	<b>99.99996%</b>

#### (ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares) cast by them	% of total number of valid votes cast
Remote e- voting	3	5	
E- voting at AGM	0	0	
<b>Total</b>	<b>3</b>	<b>5</b>	<b>0.00004%</b>

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(iii) Invalid votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
0	0

**Item no.2 as an Ordinary Resolution-**

To appoint a director in place of Mrs. Pragma Baid (DIN: 06622497), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Voted in favour of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares) cast by them	% of total number of valid votes cast
Remote e- voting	71	11445518	
E- voting at AGM	4	6	
<b>Total</b>	<b>75</b>	<b>11445524</b>	<b>99.99996%</b>

(ii) Voted against the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares) cast by them	% of total number of valid votes cast
Remote e- voting	3	5	
E- voting at AGM	0	0	
<b>Total</b>	<b>3</b>	<b>5</b>	<b>0.00004%</b>

(iii) Invalid votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
0	0

9. Based on the aforesaid results, all the resolutions proposed hereinabove have been passed with requisite majority.

10. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

MAUSAMI  
SENGUPTA

Digitally signed by MAUSAMI SENGUPTA  
DN: c=IN, o=Personal, postalCode=700075, st=West Bengal,  
serialNumber=4D99853EFB064A69D4231F631619E  
D4272681D35349CC9DD4AE741CC84F230BA,  
cn=MAUSAMI SENGUPTA  
Date: 2024.09.12 16:49:16 +05'30'

# MAUSAMI SENGUPTA

Company Secretary in Practice  
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Phone: +91 7980322488  
Email: mausami.das34@gmail.com

Place: Kolkata  
Date: 12.09.2024  
UDIN: A028678F001204701

For Mausami Sengupta  
Company Secretary in Practice

MAUSAMI  
SENGUPTA

Digitally signed by MAUSAMI SENGUPTA  
DN: cn=Personal, postalCode=700075,  
o=West Bengal,  
serialNumber=4D99853E7B06A69D4231F6  
31619ED4272681D35349CC9DD4AE741CC8  
4F230BA, cn=MAUSAMI SENGUPTA  
Date: 2024.09.12 16:49:29 +05'30'

ACS No.:28678  
CP No.: 24059  
Peer Review No.: 5030/2023



Received  
Shreedha Talwar  
12-09-2024