



RDB REALTY & INFRASTRUCTURE LIMITED

BIKANER BUILDING, 8/1, LAL BAZAR STREET, 1ST FLOOR, KOLKATA - 700 001 • CIN No. : L16003WB2006PLC110039
PHONE : +91 33 4450 0500 • FAX : +91-33-2242 0588 • E-mail : secretarial@rdbindia.com • Website : www.rdbindia.com

13th September, 2017

The Department of Corporate Services
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata - 700 001.

Dear Sir(s),

Sub: Regulation 44 (3) of the SEBI (LODR) Regulations 2015- Details of the voting results of the 11th Annual General Meeting respectively.

This is in continuation to our Letter dated 08.09.2017, wherein we have submitted the Voting results along with Scrutinizer's Report pursuant to Regulation 44 (3) of the SEBI (LODR) Regulations 2015.

Further we would like to inform the exchange in the said voting results there were following clerical errors occurred inadvertently:

1. In the Resolution No-2 i.e. Ordinary Resolution to appoint a director in place of Mr. Sunder Lal Dugar, who retires by rotation and being eligible, seeks re-appointment, we inadvertently put '**No**' instead of '**Yes**' in the question Whether promoter/ promoter group are interested in the agenda/resolution?
2. In Resolution No-3 i.e. Ordinary Resolution to appoint M/s. S.M.Daga & Co. as Statutory Auditors of the Company, in the column- No. of Votes polled by Promoter and Promoter Group the figure should be **12787657** instead of **12873099**.

Enclosing herewith a copy of the Voting Results along with Scrutinizer's Report.

The above is for your information and record.

Thanking You.
Yours faithfully,

For **RDB REALTY & INFRASTRUCTURE LIMITED**

Madhuri Gulgulia



MADHURI GULGULIA
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: As above



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Details of voting results at 11th Annual General Meeting

(Pursuant to Regulation 44(3) of the Listing Regulations)

Details of Attendance at Annual General meeting

Particulars	Details
Date of AGM	September 6, 2017
Total number of shareholders on record date (Book closure date- 31 st August, 2017- 06 th September, 2017)	4898
No. of Shareholders present in the meeting either in person or representative or through proxy: Promoter and promoter group: Public:	14 138
No. of Shareholders attended the meeting through video conferencing Promoter and promoter group: Public:	N.A.

Madhusri Gogoi



RDB Realty & Infrastructure Limited

Resolution Required : (Ordinary)

1 - Ordinary Resolution to consider and adopt Audited Financial Statements together with the Reports of the Board of Directors and Auditors thereon.

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

No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes -In favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		12787657	100.0000	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	12787657	12787657	100.0000	12787657	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		235681	5.2423	235671	10	99.9958	0.0042
	Poll		178	0.0040	168	10	94.3820	0.0042
	Postal Ballot	4495743	0	0.0000	0	0	0.0000	0.0000
	Total	4495743	235859	5.2463	235839	20	99.9915	0.0085
Total		17283400	13023516	75.3527	13023496	20	99.9998	0.0002



RDB Realty & Infrastructure Limited

Resolution Required : (Ordinary)		2 - Ordinary Resolution to appoint a director in place of Mr. Sunder Lal Dugar, who retires by rotation and being eligible, seeks re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		12787657	100.0000	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	12787657	12787657	100.0000	12787657	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		235681	5.2423	235671	10	99.9958	0.0042
	Poll		178	0.0040	178	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	4495743	235859	5.2463	235849	10	99.9958	0.0042
Total	Total	17283400	13023516	75.3527	13023506	10	99.9999	0.0042



RDB Realty & Infrastructure Limited

Resolution Required : (Ordinary)		3 - Ordinary Resolution to appoint M/s. S.M.Daga & Co. as Statutory Auditors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		12787657	100.0000	12787657	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12787657	100.0000	12787657	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		235681	5.2423	235671	10	99.9958	0.0042
	Poll		178	0.0040	178	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	4495743	235859	5.2463	235849	10	99.9958	0.0042
Total	Total	17283400	13023516	75.3527	13023506	10	99.9999	0.0042





SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

To,

The Chairman of the 11th (Eleventh) Annual General Meeting (AGM) of the Members of RDB Realty & Infrastructure Limited (CIN: L16003WB2006PLC110039), held on Wednesday, 6th day of September, 2017 at Bharatiya Bhasha Parishad, at 36A, Shakespeare Sarani, Kolkata-700017, West Bengal at 10:00 A.M.

Dear Sir,

I, Manoj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **RDB Realty & Infrastructure Limited** ("the Company") for the purpose of scrutinizing the process of remote e-voting and voting by use of ballot forms at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 and the Secretarial Standards on General Meetings in respect of the below mentioned resolutions proposed at the 11th Annual General Meeting of the Company held on Wednesday, 6th day of September, 2017 at Bharatiya Bhasha Parishad, at 36A, Shakespeare Sarani, Kolkata-700017, West Bengal at 10:00 A.M., do hereby submit my report as follows:

- (a) The Notice dated 27th May, 2017 convening the 11th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolutions mentioned therein, was sent by 12th August, 2017 to the members of the Company.





- (b) The Company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 30th August, 2017 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Sunday, September 3, 2017 at 9:00 A.M. (IST) and ended on Tuesday, September 5, 2017 at 5:00 P.M. (IST).
- (e) The member and/or their proxies at the meeting exercised their voting rights through ballot papers at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 11th Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mr. Raj Kumar Banthia and Ms. Bidisha Achari, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014, as amended.
- (g) Thereafter, the details containing, inter alia, list of the members who voted "For" or "Against" on each of the resolutions that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting, as well as the





report generated from the e-voting website of NSDL, <https://www.evoting.nsdl.com> in respect of remote e-voting.

- (h) 30 Members have cast their votes through remote e-voting and all such votes are valid, 71 Members and/or their proxies have cast their votes through poll at the AGM venue, out of which votes of 17 members are invalid and the votes of 4 members have not been included in the below mentioned calculation due to mismatch of their DP ID/ Client ID or their folio numbers.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E-voting (1)	Number of Votes (shares) cast on Poll at the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No.1 as an Ordinary Resolution: To receive, consider and adopt the Annual Audited Financial Statements (including Annual Consolidated Audited Financial Statements) of the Company for the financial year ended 31 st March, 2017, together with the Reports of the Board of Directors and Auditors thereon.				
(1) Voted in favour of the resolution	13023328	168	13023496	100
(2) Voted against the resolution	10	10	20	Negligible
Total	13023338	178	13023516	100





(3) Invalid votes:	0	39	39	--
Item No.2 as an Ordinary Resolution: To appoint a director in place of Mr. Sunder Lal Dugar (DIN: 00007638) who retires by rotation and being eligible, offers himself for re-appointment.				
(1) Voted in favour of the resolution	13023328	178	13023506	100
(2) Voted against the resolution	10	0	10	Negligible
Total	13023338	178	13023516	100
(3) Invalid votes:	0	39	39	--
Item No.3 as an Ordinary Resolution: To ratify the appointment of M/s. S.M. Daga & Co., Chartered Accountants (Firm Registration No. 303119E) as the Statutory Auditors of the Company for the financial year 2017-18 and to fix their remuneration.				
(1) Voted in favour of the resolution	13023328	178	13023506	100
(2) Voted against the resolution	10	0	10	Negligible
Total	13023338	178	13023516	100
(3) Invalid votes:	0	39	39	--





Based on the aforesaid results, the resolution no(s) 1 to 3 as contained in the Notice have been passed with the requisite majority.

The physical ballot forms, remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully

Manoj Kumar Panthia
(Partner)

MKB & Associates

Membership No.: 11470

COP No.: 7596

FRN: P2010WB042700

Date: 7th September, 2017

Place: Kolkata