



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 • Web : www.rdbindia.com

Date: 13.07.2023

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

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700 001

Dear Sir(s),

Sub: Declaration of Result of Postal Ballot as per Regulation 30 & 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letter dated 12th June, 2023 submitting the Postal Ballot Notice for seeking approval of the members of the Company for the following resolutions:

S. No	Description of Resolution(s)	Type of Resolution(s)
1	To re-appointment Mrs. Neera Chakravarty (DIN: 09096844) as a Whole time Director of the Company	Special
2	To approve the material related party transaction limits with certain promoter companies	Ordinary

The remote e-Voting process concluded on 12th July, 2023 at 5:00 p.m. (IST) and Ms. Prachi Todi, Practising Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted her Report on the Postal Ballot on 13th July, 2023. Based on the said Report, we confirm that the Members of the Company have duly passed the Ordinary Resolution / Special Resolution as contained in the Postal Ballot Notice dated 30th May, 2023 with requisite majority.

Thanking You.

Yours faithfully,

For RDB Realty & Infrastructure Limited

Ritesh Kumar Jha
Company Secretary & Compliance Officer
Encl: As above



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Postal Ballot VOTING RESULT

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

Particulars	Details
Name of the Company	RDB Realty & Infrastructure Limited
Type of Meeting	Postal Ballot
Date of Declaration of Results	13 th July, 2023
Record Date	2 th June, 2023
Total No. of Shareholders as on Record Date	3902
No. of Resolution passed in the meeting	2

For RDB Realty & Infrastructure Limited

Ritesh Kumar Jha
Company Secretary & Compliance Officer

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mrs. Neera Chakravarty (DIN: 09096844) as a Whole time Director of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12170457	12166957	99.9712	12166957	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12170457	12166957	99.9712	12166957	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5112943	1955961	38.2551	1942749	13212	99.3245	0.6755
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5112943	1955961	38.2551	1942749	13212	99.3245	0.6755
Total		17283400	14122918	81.7138	14109706	13212	99.9064	0.0936
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transaction limits with certain promoter companies				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12170457	10413735	85.5657	10413735	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	12170457	10413735	85.5657	10413735	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5112943	1955961	38.2551	1942749	13212	99.3245	0.6755
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5112943	1955961	38.2551	1942749	13212	99.3245	0.6755
Total		17283400	12369696	71.5698	12356484	13212	99.8932	0.1068
Whether resolution is Pass or Not.							Yes	

Prachi Todi

Company Secretaries
46, East Topsia Road, Arupota
Kolkata-700105

Mobile No: 9830072442

Email: csprachi92@gmail.com; info.prachi92@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provision of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To

Date: 13/07/2023

The Whole-time Director,

M/s. RDB REALTY & INFRASTRUCTURE LIMITED

(CIN: L16003WB2006PLC110039)

Bikaner Building 8/1, Lal Bazar Street

1st Floor, Room No- 10

Kolkata- 700001

Dear Sir,

I, Prachi Todi, Practicing Company Secretary (ACS No.53022/C.P. No.22964) was appointed as the Scrutinizer by the Board of Directors of **M/s. RDB REALTY & INFRASTRUCTURE LIMITED** ("the **Company**") to scrutinize the process of **Postal Ballot** held through remote e-voting in a fair and transparent manner and for ascertaining the requisite majority for the said voting on the resolution referred to in this report in terms of MCA Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 dated 08th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08th December, 2021, 05th May, 2022, and 28th December, 2022 respectively (collectively referred as "**MCA Circulars**"), the provisions of sections 108 and 110 of the Companies Act 2013 ("**the Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the SEBI Listing Regulations**") and the Secretarial Standard-2 ("**the SS-2**") on General Meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the Act, the Circulars and the Rules relating to the procedures and manners of conducting the Postal Ballot on the resolution contained in the Notice dated 30th May, 2023. My responsibility as a scrutinizer for remote e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, 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 remote e-voting.

I hereby submit my report as under:

1. The Notice dated 30th May, 2023 for passing of resolution through Postal Ballot was sent to the Shareholders whose email addresses were registered with the Company/ Depository in compliance with the Circulars which permitted sending of notice to the Shareholders through electronic mode.
2. The remote e-voting period remained open from 09:00 A.M. on Tuesday, the 13th day of June 2023 up to 5:00 P.M. on Wednesday, the 12th day of July, 2023.



Prachi Todi

Company Secretaries
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- The members holding shares as on the 'cut-off' date i.e., 02nd day of June, 2023 were entitled to vote on the proposed Resolution for Item Nos. 1 to 2 as set out in the Notice dated 30th day of May, 2023.
- After conclusion of the process of Postal Ballot, the votes cast through remote e-voting were unblocked on Thursday, the 13th day of July, 2023 around 11:25 A.M after the completion of the Postal Ballot in the presence of two witnesses, namely, Mr. Soumyasworup Parida and Ms. Anjali Chowdhury, 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 result of the remote e-voting conducted by the process of Postal Ballot is as under:

SPECIAL BUSINESS:

(a) Item No.1 as a Special Resolution

To re-appoint Mrs. Neera Chakravarty (DIN: 09096844) as a Whole time Director of the Company.

(i) Voted **in favour** of the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	78	14109706.000	99.91%
Total	78	14109706	99.91%

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	10	13212.000	0.09%
Total	10	13212.000	0.09%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

(b) Item No. 2 as an Ordinary Resolution



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Company Secretaries
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- (i) To approve the material related party transaction limits with certain promoter companies.

Voted **in favour** of the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	75	12356484	99.89%
Total	75	12356484	99.89%

- (ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	10	13212	0.11%
Total	10	13212	0.11%

- (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

7. The resolution proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers including other related papers/registers and records shall remain in my safe custody until the Whole-time Director (as authorized by the Board) considers, approves and sign the minutes in this regard and thereafter it will be handed over to the Chairman or the Company Secretary, if authorized by the Board for safe keeping.

Thanking you
Yours faithfully,

Prachitodi



Prachi Todi
Practicing Company Secretary
ACS No. 53022
C.P. No. 22964
Peer Review Certificate No. 1445/2021
UDIN: A053022E000601262

Place: Kolkata
Date: 13/07/2023