

SITAL PRASAD SWAIN
Practicing Company Secretary

Shop No – 6, Mezzanine Floor, Ground Floor
Meghdeep Tower, Besides South Park Hotel
Bistupur, Jamshedpur - 831001
Mobile:9334283328 Off : 0657-2321260
Email Id – sitalpr@yahoo.co.in

Report of Scrutinizer

To,

The Chairman
RSD Finance Limited
224, A.J.C. Bose Road,
Krishna Bldg, 9th Floor
Kolkata- 700017

Dear Sir,

I, Sital Prasad Swain appointed by the Board of Directors of RSD Finance Limited (The Company) as Scrutinizer for the purpose of Scrutinizing the E-Voting process and ascertaining the requisite majority on E-Voting carried out as per the provisions of Section 108 of Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (Rules) on the resolution contained in the notice of 52nd Annual General Meeting (AGM) of the members of the Company to be held on Wednesday, the 30th Day of September, 2015 at 02:30 P.M. at the Registered Office of the Company at 224, A.J.C. Bose Road, Krishna Bldg, 9th Floor, Kolkata- 700017

2. The compliance with the requirement of the Act and relevant rules regarding to voting through electronic means, on the resolution contained in the notice of 52nd AGM of the members of the company, is the responsibility of the management. My responsibility as a scrutinizer for e- voting is restricted to the presentation of the scrutinizer's report of the votes cast " in favour" or " against" the resolution stated above, based on the reports generated through e- voting system provided by National Securities Depository Limited (NsdI), the authorised agency to provide e- voting facilities, engaged by the Company.

3. Accordingly, I submit my reports as under:

i) The e- voting period remained open from 11.00 A.M on 24th September, 2015 to 29th September, 2015 till 05:00 P.M.

ii) The Members of the Company as on the 'record date' date for the purpose of e-voting 23rd September, 2015, were entitled to vote on the resolution relating to Item no. 1 to Item no. 4 set out in the notice of 52nd AGM of the Company.

iii) As required under clause (xi) of sub- rule 3 Rule 20 of the Rules, for the purpose of making Scrutinizer's report of the vote cast in favour or against, the votes cast were unblocked in the presence of two witnesses, Mr. Rahul Kumar Singh and Ms. Payal Mittal, who are not in employment of the company, Both the witnesses have signed at the end of the report in confirmation of the votes being unblocked in their presence.



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iv) Thereafter, the details containing *inter- alia*, the list of Equity shareholders, who voted in favour or against in each of the resolution that were put to vote, were generated from the e-voting website of NSDL, i.e. <https://www.evoting.nsdl.com> and based on such reports generated, the result of the e-voting is as under:

(a) Resolution No. 1

Adoption of Audited Accounts & Board Report for the year ended 31st March, 2015.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL



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(b) Resolution No.2

Ratification of appointment of Statutory Auditors

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL



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(c) Resolution No.3

Regularisation of Mr. Roop Narayan Choudhary as Director of the Company.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(d) Resolution No.4

Regularisation of Mrs. Anureet Kaur as Director of the Company.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100



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(c) Resolution No.3

Regularisation of Mr. Roop Narayan Choudhary as Director of the Company.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100

ii) Voted against of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

(d) Resolution No.4

Regularisation of Mrs. Anureet Kaur as Director of the Company.

i) Voted in Favour of the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	4912910	100



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

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) **Invalid** votes:

Total number of member whose votes were declared invalid.	Total number of valid votes cast by
NIL	NIL

Thanking You,
Yours faithfully,



Sital Prasad Swain
(Sital Prasad Swain)

Name and Signature of the Scrutinizer

Rahul Kr. Singh

Witness 1. Mr. Rahul Kumar Singh

S/o- Kamlesh Singh,
Flat No- 308, Nirman Sai Complex
Baliguma Road, Dimna
Jamshedpur- 831012.

Payal Mittal

Witness 2. Ms. Payal Mittal

S/O. Dilip Kumar Mittal,
1378, Kadma Govind Nagar,
IDBI Bank Building, In front of SBI
Bhatia Basti, Kadma,
Jamshedpur-831005

Place : Jamshedpur

Date : 01.10.2015