

RSD Finance Limited

CIN:L17222JH1963PLC013316

Date: 01.10.2024

To,
Listing Department,
BSE Limited
14th Floor, P.J.Towers, Dalal Street,
Mumbai-400001
Scrip Code – 539875

To,
Listing Department
Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001
Scrip Code – 28123

Dear Sir/Madam,

**Sub – Voting Results and Scrutinizer’s Report of the 61st Annual General Meeting
(‘AGM’) of RSD Finance Limited**

The 61st AGM of the Company was held on September 30, 2024 to transact the business as mentioned in the notice convening the AGM.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 – **Annexure – I.**
- 2) Report of the Scrutinizer dated September 30, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure – II.**

All items of agenda as contained in the notice of the 61st Annual General Meeting have been passed with requisite majority.

The voting results along with the Scrutinizers report is made available at the website of the company at www.rsdfinancelimited.com and as well as on the website of NSDL at www.evoting.nsdl.com.

Please take the above information on record.

Thanking you,

Yours faithfully,

For RSD Finance Limited

Subhajita Biswal
Company Secretary & Compliance Officer

Encl: - As above

61st Annual General Meeting Voting Results

Date of the Annual General Meeting	September 30, 2024
Total number of shareholders on record date	1313
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	 4 15
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	 Not Applicable

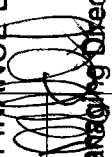
For RSD FINANCE LTD


Managing Director

AGENDA 1: To receive, consider and adopt:

- A) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon; and
- B) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Auditors thereon.

Resolution required: (Ordinary/Special)		Ordinary										
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 (3)=[(2)/(1)]*100	No. of Votes-in favor	No. of Votes - against	% of Votes in favor on votes polled	% of Votes against on votes polled	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		9707436	100.00	9707436	0	100.00	0.00				
	Poll	9707436	0	0	0	0	0	0.00				
	Postal Ballot (if applicable)		0	0	0	0	0	0.00				
	Total		9707436	100.00	9707436	0	100.00	0.00				
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00				
	Poll	0	0	0.00	0	0	0.00	0.00				
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total		0	0.00	0	0	0.00	0.00				
Public-Non Institutions	E-Voting		1214	0.04	1210	4	99.67	0.33				
	Poll	3239044	2441686	75.38	2441686	0	100.00	0.00				
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total		3239044	75.42	2442896	4	99.9998	0.0002				
Total		12946480	93.85	12150336	4	100.00	0.00					

FOR RSD FINANCE LTD
0.0002

0.00 Managing Director

AGENDA 2: Appointment of Ms. Upneet Dugal (DIN: 07680726), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

Resolution required: (Ordinary/Special)		Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		9707436	100.00	9707436	0	100.00	0.00			0.00
	Poll	9707436	0	0	0	0	0	0.00		0.00	
	Postal Ballot (if applicable)		0	0	0	0	0	0.00		0.00	
	Total	9707436	9707436	100.00	9707436	0	100.00	0.00	0.00	0.00	
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00		0.00	
	Poll	0	0	0.00	0	0	0.00	0.00		0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		0.00	
	Total	0	0	0.00	0	0	0.00	0.00	0.00	0.00	
Public-Non Institutions	E-Voting		1214	0.04	1210	4	99.67	0.33			
	Poll	3239044	2441686	75.38	2441686	0	100.00	0.00		0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		0.00	
	Total	3239044	2442900	75.42	2442896	4	99.9998	0.0002	0.0002	0.0002	
Total		12946480	12150336	93.85	12150332	4	100.00	0.00	0.00	0.00	

For RSD FINANCE LTD

 Managing Director



Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014] and Regulation 44 of SEBI (LODR) Regulations, 2015

To,
The Chairman
RSD Finance Limited
Holding No.- 4, The Alcor Hotel
Ramdas Bhatta, Bistupur
Purbi Singhbhum
Jamshedpur - 831001

Dear Sir,

Sub : Consolidated Scrutinizer's Report on remote e-voting conducted 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 and Regulation 44 of SEBI (LODR) Regulations, 2015 and voting through Ballot Papers at the 61st Annual General Meeting of RSD Finance Limited held on Monday, September 30, 2024 at 11.00 a.m. (IST) at Professional – I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur - 831001

I, Sital Prasad Swain, Practising Company Secretary, having its office at Room No. 2, 4th floor, Meghdeep Tower, Besides South Park Hotel, Bistupur, Jamshedpur – 831001 has been appointed as the Scrutinizer by the Board of Directors of RSD Finance Limited for the purpose of scrutinizing the e-voting process as well as to scrutinize the voting through ballot papers received from the members at the venue of the AGM on the below mentioned resolution(s), at the 61st Annual General Meeting of the Shareholders of RSD Finance Limited held on Monday, September 30, 2024 at 11.00 a.m. (IST) at Professional – I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur – 831001.

The notice dated September 7, 2024 along with statement setting out material facts-under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company. The Company had also provided voting through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date Monday, September 23, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.



The voting period for remote e-voting commenced on Thursday, September 26, 2024 at 9.00 a.m. (IST) and ended on Sunday, September 29, 2024 at 5.00 p.m (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses namely Ankit Mazumdar and Ritu Agarwal who are not in employment of the Company. Thereafter, the ballot boxes were opened and polling papers were removed and examined.

The Management of the company is responsible to ensure the compliance with the requirement of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice of the 61st Annual General Meeting of the company. My responsibility as a scrutinizer for the E-voting and voting through ballot papers was restricted to make a Scrutinizer's report of E-voting and voting through ballot papers, of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated through e-voting system provided by National Securities Depository Limited (NSDL) and also during the AGM on voting through ballot papers.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot papers at the AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, September 23, 2024 and as per the Register of Members of the Company.

(a) **Resolution 1**

To receive, consider and adopt:

- A) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon; and
- B) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	12150332	100



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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

(b) **Resolution 2**

Appointment of Ms. Upneet Dugal (DIN: 07680726), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
39	12150332	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(iii) Invalid votes:

Total number of members (in person, or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0



The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,
Yours faithfully,

Sital Prasad Swain

Sital Prasad Swain
Practicing Company Secretary
Membership No. – F6338,
CP No. – 6814

Place: Jamshedpur
Dated: 01.10.2024



Witness:

1. *Ankit Mazumdar*

2. *Ritu Agarwal*