

Date: 08/08/2024

To,  
National Stock Exchange of India Limited  
Bandra- Kurla Complex  
Bandra (East)  
Mumbai - 400 015

Dear Sir/Mam,

**Subject: Outcome of Postal Ballot**

**Ref.: Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosures Requirement) Regulation 2015**

Dear Sirs,

We wish to inform you that members of the Company have approved by way of postal ballot following resolutions as set out in the notice of postal ballot dated July 4,2024 with requisite majority:

1. Approval of appointment of Ms. Shikha Mehra Chawla (DIN:10559271) as Independent Director of the Company : Special Resolution

As per the report of scrutinizer dated August 08, 2024 the aforesaid resolution had been passed with requisite majority.

A disclosure of voting results in terms of Regulations 44 of SEBI (LODR) Regulations,2015 is enclosed, together with the scrutinizer's consolidated report on e-voting .

Kindly take the above on your record.

Thanking you

Yours faithfully

For RUDRABHISHEK ENTERPRISES LIMITED

  
PRADEEP MISRA  
CHAIRMAN AND MANAGING DIERCTOR  
DIN:01386739

Rudrabhishek Enterprises Limited  
820, Antriksh Bhawan, 22, K.G. Marg  
Connaught Place, New Delhi-110001  
Ph. No.: +91-41069500, 43509305

## FORM MGT-13

### Report of Scrutinizer(s)

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
**THE CHAIRMAN,  
M/S. RUDRABHISHEK ENTERPRISES LIMITED  
820, ANTARIKSH BHAWAN  
K.G MARG, NEW DELHI-110001**

**Sub: Scrutinizers Report on Postal Ballot conducted pursuant to the provisions of Section 108 &110 of the Companies Act, 2013 ("the act") read with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

I, Pradeep Debnath, Proprietor of M/s Pradeep Debnath & Co, Practicing Company Secretary was appointed as Scrutinizer by the Board of Directors of **RUDRABHISHEK ENTERPRISES LIMITED**(the Company) for the purpose of conducting Postal Ballot/ E-voting processes in respect we submit our report as under:

1. In terms of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & Rule 22 of the Companies (Management and Administration) rules, 2014, read with the General Circular No. 14/2020 dated April 8, 2020 , the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020 , General Circular No. 33/2020 dated 28th September 2020, the General Circular No.39/2020 dated 31st December 2020 , General Circular No. 10/2021 dated 23rd June 2021, General Circular No. 20/2021 dated 08th December 2021, General Circular No. 3/2022 dated 05th May 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs, collectively referred to as ("MCA Circulars") & Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), Government of India .Regulation 29, 30 & 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has issued a Postal Ballot Notice dated 04<sup>th</sup> July, 2024 for passing resolution as mentioned therein. As confirmed to me, the Company had completed dispatch of Postal ballot Notices on 08<sup>th</sup> July, 2024 through E-mail.
  - (a) Email to members (as on 05<sup>th</sup> July, 2024 being the cut of date) whose email addresses are registered in the records of the depository participants viz. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] and the Company's Registrar and Share transfer Agent viz Skyline Financial Services Pvt Ltd.; and
  - (b) The Company has also published a newspaper advertisement in all editions of "Financial Express" (English) and Delhi edition of "Jansatta" (Hindi) newspapers on 09<sup>th</sup> July, 2024.
2. The shareholders of the company holding shares as on the cut-off date of 05<sup>th</sup> July, 2024 were entitled to vote on the resolution as contained in the Notice of Postal Ballot.

3. The Postal Ballot Voting / E-voting commenced from Tuesday, 09<sup>th</sup> of July, 2024 at 9.00 a.m. and ended on Wednesday 07<sup>th</sup> day of August, 2024 at 5.00 p.m. (inclusive of both the days). After the Completion of dispatch of postal ballot Notice on dated 08<sup>th</sup> July, 2024.
4. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to Postal Ballot and E-voting on the resolutions contained in the notice of the Postal Ballot/e-voting, my responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer's Report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the e-voting system provided by National Securities Depository Limited [NSDL].
5. The votes on remote e-voting were unblocked on 08<sup>th</sup> August, 2024, after conclusion of voting ended on 07<sup>th</sup> August, 2024 at 5:00 P.M. in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited [NSDL] and the same are being handed over to the Company Secretary of the Company, who is duly authorised by the Chairman of the Company.
6. The total votes cast in favour or against all the resolutions proposed in the Notice of Postal Ballot dated 04<sup>th</sup> July, 2024 are as under:

**RESOLUTION NO. 1 –**

**APPOINTMENT OF SHIKHA MEHRA CHAWLA (DIN:10559271) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

Type of Resolution: **Special Resolution**

**I) Voted in favour of the resolution**

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	6	1,18,01,550	99.883430%
	Non Promoter Group	47	11,312	0.095740%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter Group	0	0	0
<b>Total</b>		<b>53</b>	<b>1,18,12,862</b>	<b>99.97919%</b>

**II) Voted against the resolution**

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	0	0	0
	Non Promoter Group	5	2,461	0.02%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter Group	0	0	0
<b>Total</b>		<b>5</b>	<b>2,461</b>	<b>0.02%</b>

III) Invalid Votes

Total number of members whose votes were declared Invalid	Total number of votes cast by them
0	0

The Registers, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the Postal Ballot and the same are handed over to the Company Secretary for safe keeping.

Further I have not received any assent or dissent for the above resolution from any members of the Company through mail on mail id [pradeepdebnath205@gmail.com](mailto:pradeepdebnath205@gmail.com)

**RESULT:** The resolutions have secured requisite majority of votes, the resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you.

Yours faithfully,

*Pradeep Debnath*

**PRADEEP DEBNATH**  
**Pradeep Debnath & Company**  
**Company Secretaries**  
**Membership No.: 6654**  
**Certificate of Practice No.: 7313**

**UDIN: F006654F000928993**  
**Place: New Delhi**  
**Date: 08<sup>th</sup> August, 2024**

*Certified True Copy.*



## RUDRABHISHEK ENTERPRISES LIMITED

APPOINTMENT OF SHIKHA MEHRA CHAWLA (DIN:10559271) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Resolution Required : (Special)		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		11801550	99%	11801550	0	100%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot	11903650	0	0	0	0	0	0
	<b>Total</b>		<b>11801550</b>	<b>99%</b>	<b>11801550</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting		13773	0.25%	11312	2461	82.13%	17.87%
	Poll	5438850	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>13773</b>	<b>0.25%</b>	<b>11312</b>	<b>2461</b>	<b>82.13%</b>	<b>17.87%</b>
<b>Total</b>	<b>Total</b>	<b>17342500</b>	<b>11815323</b>	<b>68.13%</b>	<b>11812862</b>	<b>2461</b>	<b>99.98%</b>	<b>0.02%</b>



**CERTIFIED TRUE COPY OF THE MINUTES OF RESOLUTIONS PASSED THROUGH POSTAL BALLOT BY THE MEMBERS OF M/S RUDRABHISHEK ENTERPRISES LIMITED ON THURSDAY, 08TH DAY OF AUGUST 2024 AT THE REGISTERED OFFICE OF COMPANY AT 820, ANTRIKSH BHAWAN, K.G MARG, NEW DELHI - 110001**

pursuant to Section 110 of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 read General Circular No.39/2020 dated 31<sup>st</sup> December 2020 ,the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 ,the General Circular No. 22/2020 dated June 15, 2020 , General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "**MCA Circulars**"), including any statutory modification thereof for the time being in force and pursuant to other applicable laws and regulations for the time being in force, consent of the Members of the Company was sought by way of Resolution(s) as set out in the Postal Ballot Notice dated 04<sup>th</sup> July 2024 by means of e-voting process conducted by National Securities Depository Limited (NSDL).

<b>Subject Matter of the Resolution</b>	<b>Type of Resolution</b>
Appointment of Shikha Mehra Chawla (DIN:10559271) as an Independent Director of the Company	Special Resolution

The Board of Directors, at the aforesaid meeting, appointed Mr. Pradeep Debanth, Practicing Company Secretary (CP No.7313), as the scrutinizer to scrutinize the votes casted by the members as set out in the postal ballot Notice in a fair and transparent manner. The Board at the above-mentioned meeting, had also appointed National Securities Depositories Limited (NSDL) as the e-voting service provider for providing electronic voting facility to the members.

Further to the above, the Company completed electronic dispatch of the Notice of Postal Ballot to 11,684 members, on Monday, 8 July 2024, whose name(s) appeared on the Register of Members/ list of beneficiaries as on Friday, 5 July 2024. An Advertisement, regarding dispatch of Notice of Postal Ballot and other related matters was published in the Financial Express and Jansatta (Hindi Newspaper) on, 9 July 2024. The period of e-voting commenced on Tuesday, 9 July 2024, 9:00 am (IST) and closed on Wednesday, 7 August 2024, 5:00 pm (IST) and the same was disclosed in the Postal Ballot Notice along with the process and manner of voting through electronic means. The scrutinizer was required to submit his report to the Chairman after completion of scrutiny of e-voting by the shareholders.

Rudrabhishek Enterprises Limited  
820, Antriksh Bhawan, 22, K.G. Marg  
Connaught Place, New Delhi-110001  
Ph. No.: +91-41069500, 43509305

After due scrutiny of all the e-voting of the shareholders up to the close of working hours (5:00 pm IST) on 7 August 2024 (being the last date fixed for e-voting by the shareholders), Mr. Pradeep Debnath, the Scrutinizer submitted a report addressed to the Chairman of the Board on 8 August 2024 and the same was accepted.

The following is the results of the report submitted by the scrutinizer:

Type of Resolution: Special Resolution

**I) Voted in favour of the resolution**

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	6	1,18,01,550	99.88%
	Non Promoter	47	11,312	0.09%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter	0	0	0
<b>Total</b>		<b>53</b>	<b>1,18,12,862</b>	<b>99.97%</b>

**II) Voted against the resolution**

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	0	0	0
	Non Promoter Group	5	2,461	0.02%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter Group	0	0	0
<b>Total</b>		<b>5</b>	<b>2,461</b>	<b>0.02%</b>

(iii) Invalid Votes

Total number of members whose votes were declared Invalid	Total number of votes cast by them
0	0

Mr. Pradeep Misra, Chairman declared the results of the Postal Ballot, reviewed the Report of the Scrutinizer and the related e-voting results. After the review, Mr. Pradeep Misra declared the following resolution passed by the members by means of Special Resolution with requisite majority, through Postal Ballot, on 8 August 2024:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) and the rules made thereunder, read with Schedule IV of the Act and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) [including any statutory modification(s) or re-enactment for the time being in force] and the Articles of Association of the Company, Shikha Mehra Chawla (DIN: 10559271), who was appointed by the Board of Directors of the Company, as an Additional Director (Non-Executive, Independent) of the Company with effect from May 20, 2024 and who meets the criteria for Independence as provided in section 149(6) of the Act along with the rules made thereunder and regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from May 20, 2024 up to May 19, 2029, not liable to retire by rotation.

Place: New Delhi

Date: 09/08/2024

  
Chairman