

**FORM MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21 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: Scrutinizer Report on Extraordinary General Meeting (“EGM”) for the financial Year 2024-25 of the Members of Rudrabhishek Enterprises Limited held on Wednesday, 29th day of January, 2025, at 03:00 p.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).**

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) on 2<sup>nd</sup> January, 2025 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the EGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the **Extraordinary General Meeting** for the **financial year 2024-25** of the Equity Shareholders of the Company held on **Wednesday, 29th day of January 2025** commenced at 3:00 P.M. through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”), submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the EGM by the shareholders on the resolutions proposed in the Notice of the Extraordinary General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the EGM are conducted in a fair and transparent manner and render consolidated Scrutinizer’s Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The **Notice dated 2<sup>nd</sup> January, 2025** of the EGM was sent to the shareholders in respect of the below mentioned resolutions to be passed at the EGM through electronic mode whose email addresses are registered with the Company/ Depositories.
3. The e-voting facility both for e-voting prior to the EGM (remote e- voting) and voting at the EGM by electronics means (e-voting) was provided by National Securities Depository Limited [NSDL].

4. In accordance with the Notice of the EGM and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015), the remote e-voting commenced at 09:00 A.M. on Sunday, 26<sup>th</sup> day of January, 2025 and closed at 05:00 P.M. on Tuesday, 28<sup>th</sup> day of January, 2025.
5. After closure of facility of remote e-voting, the shareholders present at the EGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by NSDL at the EGM. After closure of EGM, the votes were unblocked.
6. The Equity Shareholders holding shares as on Friday, January 24, 2025, "**cut-off date**", were entitled to vote on the resolutions stated in the Notice of the EGM.
7. After closure of e-voting at the EGM, the votes cast through e-voting at the EGM and through remote e-voting were unblocked on Wednesday, 29<sup>th</sup> day of January, 2025 after the conclusion of the EGM and was witnessed by two witnesses, Mr. Riyaz Khan and Mr. Peeyush Aggarwal who are not in the employment of the Company. They have signed below in confirmation of the same.

**MR. RIYAZ KHAN**

**MR. PEEYUSH AGGARWAL**

8. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the voting website of NSDL i.e. <https://www.evoting.nsdl.com/> Based on the report generated from NSDL and relied upon by me, data regarding the remote e-voting was reviewed and scrutinized.
9. The consolidated results of remote e-voting and voting through electronic voting system at EGM cast in favour or against all the resolutions proposed in the Notice of EGM dated 2<sup>nd</sup> January, 2025 are as under:

**SPECIAL BUSINESS:**

**1. Resolution-1: Ordinary Resolution**

**INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.**

**"RESOLVED THAT** pursuant to the provisions of Section 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under

and in accordance with the applicable provisions of the Articles of Association of the Company, the consent of Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present ₹20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of face value of ₹10.00/- (Rupees Ten Only) each to ₹30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10.00/- (Rupees Ten Only) each ranking pari-passu in all respects with the existing equity shares.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13, and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, consent of the Members be and is hereby accorded to substitute the Capital Clause (Clause V) of the Memorandum of Association of the Company as the following Clause V.

“The Authorized Share Capital of the Company is ₹30,00,00,000/- (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10.00/- (Rupees Ten Only) each.”

(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	56	12227767	99.99

(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	1	1	0.01

(iii) **Invalid** votes:

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

Thus, based on the Results, the Ordinary Resolutions as in Item No. 1 is passed with requisite majority.

**2. Resolution-2: Special Resolution****ISSUANCE OF UPTO 17,55,182 EQUITY SHARES TO THE PERSONS BELONGING TO NON PROMOTER GROUP ON A PREFERENTIAL BASIS.**

**“RESOLVED THAT** pursuant to Sections 23(1)(b), 62(1)(c), read with section 42 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re - enactment(s) thereof, for the time being in force), read with Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with the provisions of the Memorandum and Articles of Association of the Company and in accordance with the provisions on preferential issue as contained in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (“SEBI ICDR Regulations”), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI Listing Regulations”) the listing agreements entered into by the Company with the National Stock Exchange of India Limited (“NSE”) (“Stock Exchange”) on which the Equity Shares of the Company having face value of ₹10/- (Ten) each (“Equity Shares”) are listed and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued there under from time to time by the Ministry of Corporate Affairs (“MCA”), Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities, (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and subject to such approval(s), consent(s), permission(s) and/ or sanction(s), if any, of any statutory / regulatory authorities, Stock Exchange(s), SEBI, institutions, or bodies, as may be required and subject to such terms and condition(s), alteration(s), correction(s), change(s) and/or modification(s) as may be prescribed by any of them while granting such consent(s), permission(s) or approval(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which terms shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its power including the powers conferred by this Resolution, consent of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorized in its absolute discretion to create, offer, issue and allot up to 17,55,182 (Seventeen Lakh Fifty Five Thousand One Hundred Eighty Two) equity shares having face value of ₹10/- (Rupees Ten Only) each fully paid-up (“Equity Shares”) for cash, at an issue price of ₹290/- (Rupees Two Hundred Ninety Only) per shares, aggregating upto ₹50,90,02,780/- (Rupees Fifty Crore Ninety Lakh Two Thousand Seven Hundred Eighty Only) (“Total Issue Size”) each including a premium of ₹280/- (Rupees Two Hundred Eighty Only) which is not less than the price determined in accordance with Chapter V of SEBI ICDR Regulations, to the proposed allottees for a cash consideration basis (“Preferential Issue”) and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws to the below-mentioned person (“Proposed Allottees”):

<b>S. No</b>	<b>Name of proposed allottees</b>	<b>Category</b>	<b>No of equity shares to be issued</b>
1.	BGP 11 Analytics Private Limited	Non Promoter	3,44,830
2.	Aamara Capital Private Limited	Non Promoter	86207
3.	Value Prolific Consulting Services Private Limited	Non Promoter	68,966
4.	Suman Gandhi	Non Promoter	34,483
5.	Kishor Shah	Non Promoter	34,483
6.	Bhanwar Lal Chandak	Non Promoter	34,483
7.	Invicta Capserv Private Limited	Non Promoter	34,483
8.	Danesh Noshir Mistry	Non Promoter	34,483
9.	Munisuvrat Venture Private Limited	Non Promoter	34,483
10.	Inter Globe Finance Limited	Non Promoter	68,966
11.	Sadabahr Commodities Private Limited	Non Promoter	34,483
12.	VT Capital Market Pvt Ltd	Non Promoter	34,483
13.	Jatan Devi Chhajer	Non Promoter	34,483
14.	Sangam Finserv Limited	Non Promoter	34,483
15.	Ashla Ventures LLP	Non Promoter	68,966
16.	Ravindra Sanghai	Non Promoter	34,483
17.	Anvay Tradelinks LLP	Non Promoter	51,724
18.	NABS Equity	Non Promoter	86,207
19.	Barbie Jain	Non Promoter	34,483
20.	A-ONE FIBC Private Limited	Non Promoter	34,483
21.	Mili Capital Management Private Limited	Non Promoter	34,483
22.	Pulkit Jain	Non Promoter	34,483
23.	GSME Securities	Non Promoter	68,966
24.	Anju Garodia	Non Promoter	34,483
25.	Carewell Aviation India Pvt Ltd	Non Promoter	34,483
26.	Neptune Leisure And Holidays Private Limited	Non Promoter	34,483
27.	Shrinivas Raghunath Deshingkar	Non Promoter	34,483
28.	Sana Siddiqui	Non Promoter	1,00,000
29.	Ashika Global Securities Private Limited	Non Promoter	86,207
30.	Vihana Wealth Advisor Private Limited	Non Promoter	34,483
31.	Bhoomi Tie Up LLP	Non Promoter	34,483

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Monday, December 30, 2024, the date 30 days prior to the date of the Extra Ordinary General Meeting of the shareholders of the Company scheduled to be held, i.e., Wednesday, January 29, 2025.

**RESOLVED FURTHER THAT** the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu (including as to entitlement to voting powers and dividend) in all respects with the existing equity shares of the Company and the shares so issued offered and allotted be in dematerialized form.

**RESOLVED FURTHER THAT** the Equity Shares allotted on preferential basis shall be locked-in for such period as prescribed in SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue and also to vary, alter or modify any of the terms and conditions in the proposal as may be required by the agencies/authorities involved in such issues but subject to such conditions as stock exchanges and other appropriate authority may impose at the time of their approval and as agreed to by the Board.

**RESOLVED FURTHER THAT** the said equity shares shall be issued and allotted by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the proposed Equity Shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government, the issue and allotment shall be completed within a period of Fifteen (15) days from the date receipt of last of such approval.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid special resolution under Sections 42 and 62 of the Companies Act, 2013, the Board of Directors (which term shall include any duly constituted and authorized Committee thereof) of the Company be and is hereby authorized to take such steps and to do all such other acts, deeds, matters and things and accept any alteration(s) or amendment(s) or correction(s) or modification(s) and to execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for matters connected therewith or incidental thereto and also to seek listing of such equity shares on NSE where the shares of the Company are listed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s)

of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including issue of offer letter, making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such terms, condition(s), modification (s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to modification (s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard in the implementation of this resolution for issue and allotment of equity shares on preferential basis and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

(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	55	12227504	99.99

(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	02	264	0.01

(iii) **Invalid** votes:

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

Thus, based on the Results, the Ordinary Resolutions as in Item No. 2 is passed with requisite majority.

**3. Resolution-3: Special Resolution**

**ISSUANCE OF UPTO 4,11,150 WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PERSONS BELONGING TO PROMOTER AND PROMOTER GROUP AND NON – PROMOTER GROUP ON A PREFERENTIAL ISSUE.**

“**RESOLVED THAT** pursuant to the provisions of Sections 62 read with Section 42 of the Companies Act, 2013 and rules made thereunder (the “Act”) and any other applicable provisions, if any, of the Companies Act, 2013, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “**SEBI ICDR Regulations**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (the “**Listing Regulations**”) and subject to any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“**MCA**”), the Securities and Exchange Board of India (“**SEBI**”), the Reserve Bank of India (“**RBI**”) and/or any other competent authorities (hereinafter referred to as “**Applicable Regulatory Authorities**”) from time to time to the extent applicable and enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority including National Stock Exchange of India Limited (“**NSE**”) (“**Stock Exchanges**”), RBI and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board of Director (**the “Board**”) of the Company in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, from time to time, in one or more tranches, upto 4,11,150 (Four Lakh Eleven Thousand One Hundred Fifty) convertible warrants (“**Warrants**”), at a price of ₹290/- (Rupees Two Hundred Ninety Only) per warrant, aggregating upto ₹11,92,33,500/- (Rupees Eleven Crore Ninety Two Lakh Thirty Three Thousand Five Hundred Only) (“**Total Issue Size**”), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹10/- (Rupees Ten Only), each at a premium of ₹280/- per share for each Warrant within a period of 18 (Eighteen) **Allottees**”) belonging to promoter and promoter group and non-promoter group of the Company on a preferential basis (“**Preferential Issue**”), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

S. No.	Name of the proposed allottee	Category	No. of Warrants to be allotted
1.	Pradeep Misra	Promoter	1,00,000

2.	Richa Misra	Promoter	30,000
3.	New Modern Buildwell Private Limited	Promoter Group	2,00,000
4.	Manoj Kumar	Non-Promoter	6,000
5.	Ajeet Goswami	Non-Promoter	6,000
6.	Ravi Prakash Srivastava	Non-Promoter	6,000
7.	Pranay Kumar	Non-Promoter	5,000
8.	Mukesh Kumar Chaubey	Non-Promoter	5,000
9.	Nilesh Kumar Jain	Non-Promoter	6,000
10.	Abhishek Saxena	Non-Promoter	2,150
11.	Abhinav Niranjan	Non-Promoter	3,800
12.	Anil Singh Rana	Non-Promoter	2,700
13.	Deepti Mehta	Non-Promoter	6,500
14.	Prakash	Non-Promoter	5,000
15.	Kunal Sawhney	Non-Promoter	6,000
16.	Rahas Bihari Panda	Non-Promoter	8,000
17.	Kumud Ranan	Non-Promoter	8,000
18.	Archana Bhakuni	Non-Promoter	5,000
<b>Total</b>			<b>4,11,150</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Monday, December 30, 2024, the date 30 days prior to the date of the Extra Ordinary General Meeting of the shareholders of the Company scheduled to be held, i.e., Wednesday, January 29, 2025.

**RESOLVED FURTHER THAT** the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** the aforesaid issue of Warrants shall be subject to the following terms and conditions:

1. The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.
2. A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of

the SEBI ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to the 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.

3. The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

4. The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application.

5. In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.

6. The Warrants and the Equity Shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under Chapter V of SEBI ICDR Regulations.

7. The Warrants itself, until exercised and converted into Equity Shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

**RESOLVED FURTHER THAT** the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to accept any modification(s) or modify the terms of issue of Warrants, subject to the provisions of the Act and SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to issue and allot such numbers of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above mentioned Preferential offer (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), making applications to Stock Exchanges for obtaining of in-principle approval, filing of requisite documents with the concerned Registrar of Companies (“ROC”), National Securities Depository Limited (“NSDL”), Central Depository Services (India) Limited (“CDSL”) and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Warrants or Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution is hereby approved, ratified and confirmed in all respects.”

(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	48	323151	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	2	264	0.09

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
03	2103

Thus, based on the Results, the Special Resolutions as in Item No. 3 is passed with requisite majority.

10. 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 e-voting and the same are handed over to the Company Secretary for safe keeping.
11. **RESULT:** All the resolutions have secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

**Thanking you.  
Yours faithfully,**

**PRADEEP KUMAR DEBNATH**  
Digitally signed by  
PRADEEP KUMAR  
DEBNATH  
Date: 2025.01.30  
17:56:43 +05'30'

**PRADEEP DEBNATH**  
**Pradeep Debnath & Company**  
**Company Secretaries**

**Membership No.6654**  
**Certificate of Practice No.:7313**

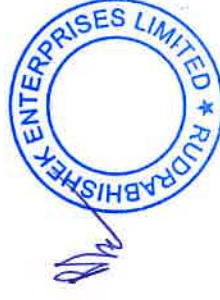
**Pradeep Misra**

Digitally signed by Pradeep Misra  
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pseudonym=5ekbpfvdrygqs09zn8  
mj4o62tw7lc3ai,  
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serialNumber=63caac4ff204ecb9b1  
b076b7c23e94c2629aa4fd9f3c1b27  
a6e5d79837d0228d, cn=Pradeep  
Misra  
Date: 2025.01.30 18:50:27 +05'30'

**UDIN: F006654F003832696**  
**Place: New Delhi**  
**Date: 30/01/2025**

**General information about company**

Scrip code	123456
NSE Symbol	REPL
MSEI Symbol	
ISIN	INE364Z01019
Name of the company	RUDRABHISHEK ENTERPRISES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-01-2025
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM



### Scrutinizer Details

Name of the Scrutinizer	PRADEEP DEBNATH
Firms Name	PRADEEP DEBNATH & CO
Qualification	CS
Membership Number	6654
Date of Board Meeting in which appointed	02-01-2025
Date of Issuance of Report to the company	30-01-2025



### Voting results

Record date	24-01-2025
Total number of shareholders on record date	11452
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	46
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



<b>Resolution(1)</b>									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.							
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		11901550	99.9824	11901550	0	100	0	
	Poll	11903650	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	11903650	11901550	99.9824	11901550	0	100	0	
Public- Institutions	E-Voting		0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public- Non Institutions	E-Voting	5438850	326218	5.9979	326217	1	99.9997	0.0003	
	Poll		0	0	0	0	0	0	



Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
Total	5438850	326218	5.9979	326217	1	99.9997	0.0003	
Total	17342500	12227768	70.5075	12227767	1	100	0	
Whether resolution is Pass or Not.								
Disclosure of notes on resolution								
Yes								



### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



## Resolution(2)

Resolution required: (Ordinary / Special)		Special											
Whether promoter/promoter group are interested in the agenda/resolution?		No											
Description of resolution considered		ISSUANCE OF UPTO 17,55,182 EQUITY SHARES TO THE PERSONS BELONGING TO NON PROMOTER GROUP ON A PREFERENTIAL BASIS.											
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	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11901550	99.9824	11901550	0	100	0					
	Poll		0	0	0	0	0	0					
	Postal Ballot (if applicable)	11903650	0	0	0	0	0	0					
	Total	11903650	11901550	99.9824	11901550	0	100	0					
Public- Institutions	E-Voting		0	0	0	0	0	0					
	Poll		0	0	0	0	0	0					
	Postal Ballot (if applicable)	0	0	0	0	0	0	0					
	Total	0	0	0	0	0	0	0					
Public- Non Institutions	E-Voting	5438850	326218	5.9979	325954	264	99.9191	0.0809					
	Poll		0	0	0	0	0	0					



Postal Ballot (if applicable)	0	0	0	0	0	0	0
Total	5438850	326218	5.9979	325954	264	99.9191	0.0809
Total	17342500	12227768	70.5075	12227504	264	99.9978	0.0022
Whether resolution is Pass or Not.							
Yes							
Disclosure of notes on resolution							



### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



### Resolution(3)

Resolution required: (Ordinary / Special)		Special										
Whether promoter/promoter group are interested in the agenda/resolution?		Yes										
Description of resolution considered		ISSUANCE OF UPTO 4,11,150 WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PERSONS BELONGING TO PROMOTER AND PROMOTER GROUP AND NON – PROMOTER GROUP ON A PREFERENTIAL ISSUE										
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11903650	2100	2100	0	100	0	0.0176	2100	0	100	0
	Poll		0	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	0
	Total		2100	2100	0	100	0	0.0176	2100	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5438850	323418	323154	264	99.9184	0.0816	5.9464	323154	264	99.9184	0.0816
	Poll		0	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	0



applicable)										
Total	5438850	323418	5.9464	323154	264	99.9184	0.0816			
Total	17342500	325518	1.877	325254	264	99.9189	0.0811			
Whether resolution is Pass or Not.										
Disclosure of notes on resolution										
Yes										



### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	2100
Public Insitutions	0
Public - Non Insitutions	3

