

RVNL/SECY/STEX/AGM-21/2024

01.10.2024

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|---|--|
| National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip: RVNL | BSE Ltd. Department of Corporate Service, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip: 542649 |
|---|--|

Sub: Voting Results of 21st Annual General Meeting (AGM) of the Company held on 30.09.2024 along with the Scrutinizer's Report

Ref: Regulation 44 of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that all the items of businesses enlisted in Notice of the 21st AGM of Rail Vikas Nigam Limited (RVNL) held on **Monday, 30th September, 2024 at 11:30 A.M.** through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), have been approved by the Shareholders with requisite majority.

The details of the Voting Results in the prescribed format & the Scrutinizer's Report are attached herewith. The same is being hosted on the website of the Company at www.rvnl.org and the website of NSDL (e-voting agency) at www.evoting.nsdl.com

The above is for your information & records please.

Thanking you,

Yours faithfully,

For Rail Vikas Nigam Limited

(Kalpana Dubey)
Company Secretary & Compliance Officer

Encl: As above

RAIL VIKAS NIGAM LIMITED - e-Voting AGM REPORT date 30-09-2024

| | | | |
|--|---------|---------------|------------|
| Total number of shareholders on record date: | 2356466 | No of Shares: | 2085020100 |
|--|---------|---------------|------------|

| | | | |
|---|--|----|---------------------------|
| No. of Shareholders present in the meeting either in person or through proxy: | | | |
| Promoters and Promoter Group : | | 1 | No. of Shares: 1518743694 |
| Public : | | 81 | No. of Shares: 86391 |

Detail of the Agenda:

| Promoter/Public | 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 favour | No. of Votes - against | % of Votes in favour on votes polled (6)= [(4)/(2)]*100 | % of Votes against on votes polled (7)= [(5)/(2)]*100 |
|-----------------|----------------|--------------------|---------------------|--|--------------------------|------------------------|---|---|
| | | (1) | (2) | | (4) | (5) | | |

1. To receive, consider, approve and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024, along with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India (C&AG), and management replies, if any, thereon.

| ORDINARY RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|----------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public - Institutional holders | E-Voting | | 209234098 | 88.857 | 207368005 | 1866093 | 99.108 | 0.892 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209234098 | 88.857 | 207368005 | 1866093 | 99.108 | 0.892 |
| Public-Others | E-Voting | | 485306 | 0.147 | 481408 | 3898 | 85.288 | 0.803 |
| | Poll | 330802420 | 79142 | 0.024 | 79142 | 0 | 14.021 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 564448 | 0.171 | 560550 | 3898 | 99.309 | 0.803 |
| GRAND TOTAL | | 2085020100 | 1728542240 | 82.903 | 1726672249 | 1869991 | 99.892 | 0.108 |

2. To declare final dividend @ Rs. 2.11 per equity share for the financial year 2023-24.

| ORDINARY RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|-------------|----------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public - Institutional holders | E-Voting | | 209425524 | 88.938 | 209425524 | 0 | 100.000 | 0.000 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209425524 | 88.938 | 209425524 | 0 | 100.000 | 0.000 |
| Public-Others | E-Voting | | 482167 | 0.146 | 479709 | 2458 | 85.463 | 0.510 |
| | Poll | 330802420 | 79142 | 0.024 | 79142 | 0 | 14.100 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 561309 | 0.170 | 558851 | 2458 | 99.562 | 0.510 |
| GRAND TOTAL | | 2085020100 | 1728730527 | 82.912 | 1728728069 | 2458 | 100.000 | 0.000 |

3. To appoint a Director in place of Mr. Dhananjaya Singh (DIN: 08955500), Government Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment.

| Ordinary Resolution | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|-----------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public - Institutional holders | E-Voting | | 209348955 | 88.905 | 128088518 | 81260437 | 61.184 | 38.816 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209348955 | 88.905 | 128088518 | 81260437 | 61.184 | 38.816 |
| Public-Others | E-Voting | | 482563 | 0.146 | 469687 | 12876 | 83.618 | 2.668 |
| | Poll | 330802420 | 79142 | 0.024 | 79142 | 0 | 14.090 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 561705 | 0.170 | 548829 | 12876 | 97.708 | 2.668 |
| GRAND TOTAL | | 2085020100 | 1728654354 | 82.908 | 1647381041 | 81273313 | 95.298 | 4.702 |



4. To appoint a director in place of Mrs. Anupam Ban (DIN: 07797026), Director, who retires by rotation and being eligible, offers herself for re- appointment.

| ORDINARY RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|-----------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public – Institutional holders | E-Voting | | 209348955 | 88.905 | 137941245 | 71407710 | 65.891 | 34.109 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209348955 | 88.905 | 137941245 | 71407710 | 65.891 | 34.109 |
| Public-Others | E-Voting | | 482513 | 0.146 | 466760 | 15753 | 83.104 | 3.265 |
| | Poll | 330802420 | 79142 | 0.024 | 79142 | 0 | 14.091 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 561655 | 0.170 | 545902 | 15753 | 97.195 | 3.265 |
| GRAND TOTAL | | 2085020100 | 1728654304 | 82.908 | 1657230841 | 71423463 | 95.868 | 4.132 |

5. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2024-25.

| ORDINARY RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|---------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public – Institutional holders | E-Voting | | 209348955 | 88.905 | 208616518 | 732437 | 99.650 | 0.350 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209348955 | 88.905 | 208616518 | 732437 | 99.650 | 0.350 |
| Public-Others | E-Voting | | 482638 | 0.146 | 475683 | 6955 | 84.674 | 1.441 |
| | Poll | 330802420 | 79142 | 0.024 | 79140 | 2 | 14.087 | 0.003 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 561780 | 0.170 | 554823 | 6957 | 98.762 | 1.444 |
| GRAND TOTAL | | 2085020100 | 1728654429 | 82.908 | 1727915035 | 739394 | 99.957 | 0.043 |

6. To Appoint Shri N.C. Karmali, Executive Director (Coord.)/ Gati Shakti, Railway Board, as Part-time (Official) Government Nominee Director on the Board of Rail Vikas Nigam

| ORDINARY RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|-----------------|---------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 100.000 | 0.000 |
| Public – Institutional holders | E-Voting | | 209348955 | 88.905 | 156486149 | 52862806 | 74.749 | 25.251 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209348955 | 88.905 | 156486149 | 52862806 | 74.749 | 25.251 |
| Public-Others | E-Voting | | 484408 | 0.146 | 474899 | 9509 | 84.269 | 1.963 |
| | Poll | 330802420 | 79142 | 0.024 | 79142 | 0 | 14.043 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 563550 | 0.170 | 554041 | 9509 | 98.313 | 1.963 |
| GRAND TOTAL | | 2085020100 | 1728656199 | 82.908 | 1675783884 | 52872315 | 96.941 | 3.059 |

7. Ratification of remuneration of the Cost Auditors for the Financial Year 2024-25.

| SPECIAL RESOLUTION | | | | | | | | |
|--------------------------------|-------------------------------|-------------------|-------------------|---------------|-------------------|-------------|----------------|--------------|
| Promoter and Promoter Group | E-Voting | | 1518743694 | 100.000 | 1518743694 | 0 | 0.000 | 0.000 |
| | Poll | 1518743694 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 1518743694 | 1518743694 | 100.000 | 1518743694 | 0 | 0.000 | 0.000 |
| Public – Institutional holders | E-Voting | | 209348955 | 88.905 | 209348955 | 0 | 100.000 | 0.000 |
| | Poll | 235473986 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 235473986 | 209348955 | 88.905 | 209348955 | 0 | 100.000 | 0.000 |
| Public-Others | E-Voting | | 482573 | 0.146 | 475052 | 7521 | 84.572 | 1.559 |
| | Poll | 330802420 | 79142 | 0.024 | 79140 | 2 | 14.089 | 0.003 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | 330802420 | 561715 | 0.170 | 554192 | 7523 | 98.661 | 1.561 |
| GRAND TOTAL | | 2085020100 | 1728654364 | 82.908 | 1728646841 | 7523 | 100.000 | 0.000 |



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,
Rail Vikas Nigam Limited (RVNL),
CIN: L74999DL2003GOI118633

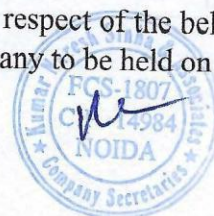
Dear Sir,

Ref.: 21st Annual General Meeting of Rail Vikas Nigam Limited (RVNL), held on Monday, 30th September, 2024 at 11:30 A.M IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and e-voting at the 21st AGM conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, **Naresh Kumar Sinha**, Practicing Company Secretary and proprietor of **Kumar Naresh Sinha & Associates, Company Secretaries**, have been appointed as the Scrutinizer by the Board of Directors of RVNL pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the process of remote electronic voting held between **Friday, September 27, 2024 @ 09:00 A.M. and Sunday, September 29, 2024 @ 05:00 P.M** and e-voting during the 21st AGM of the Company.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular no. 09/2023 dated 25 September, 2023 read with circular nos. 10/2022 dated December 28, 2022, 20/2020 dated 5 May, 2020, 17/2020 dated 13 April, 2020 and 14/2020 dated 8 April, 2020 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/167 dated October 7, 2023, and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], the **Notice dated 6th September 2024** convening 21st Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories, in respect of the below mentioned resolution(s) passed at the 21st Annual General Meeting of the Company to be held on **Monday, 30th**



September, 2024 at 11:30 A.M IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during 21st AGM by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date i.e., **Monday, 23rd September 2024**, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 7 in the Notice of the 21st AGM of RVNL.

The Company had also provided the facility of E-voting during the 21st AGM only to such members who have participated in the AGM through VC/OVAM and who had not cast their vote through remote E-voting period.

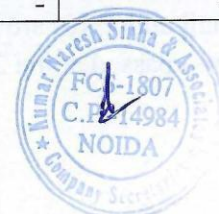
The voting period for remote e-voting commenced on **Friday, September 27, 2024 @ 09:00 A.M. and ended on Sunday, September 29, 2024 @ 05:00 P.M** and after fifteen minutes of the conclusion of the 21st AGM, the NSDL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the 21st Annual General Meeting of the Company, were unblocked in the presence of the two witnesses not being in the employment of the Company. Their confirmation in writing is attached as **Annexure-A**.

We have scrutinized and reviewed the remote e-voting and e-voting during 21st AGM based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by **M/s Alankit Assignments Limited (RTA)** on the remote e-voting and e-voting conducted during the 21st Annual General Meeting of the Company, the consolidated results of Remote e-voting and e-voting during the 21st AGM are as under:

| Ordinary Business: | |
|-------------------------------------|---|
| Item No. | 1 |
| Subject Matter of Resolution | To receive, consider, approve and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2024, along with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | e-Voting at AGM | | Total | | Percentage % |
|--------------------|-------------------------|------------------------|-------------------------|------------------------|-------------------------|------------------------|---------------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1754 | 1726593107 | 7 | 79142 | 1761 | 1726672249 | 99.892 |
| Dissent | 62 | 1869991 | 0 | 0 | 62 | 1869991 | 0.108 |
| Total | 1816 | 1728463098 | 7 | 79142 | 1823 | 1728542240 | 100 |
| Abstain | - | - | - | - | - | - | - |



Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated September 6, 2024, has been passed with requisite majority.

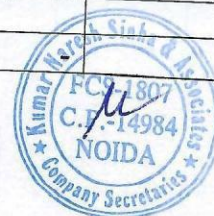
| | |
|-------------------------------------|---|
| Item No. | 2 |
| Subject Matter of Resolution | To declare final dividend @ Rs. 2.11 per equity share for the financial year 2023-24. |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|--------------|------------------|-------------------|------------------|-----------------|------------------|-------------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1765 | 1728648927 | 7 | 79142 | 1772 | 1728728069 | 100 |
| Dissent | 46 | 2458 | 0 | 0 | 46 | 2458 | 0 |
| Total | 1811 | 1728651385 | 7 | 79142 | 1818 | 1728730527 | 100 |
| Abstain | - | - | - | - | - | - | - |

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated September 6, 2024, has been passed with requisite majority.

| | |
|-------------------------------------|---|
| Item No. | 3 |
| Subject Matter of Resolution | To appoint a director in place of Mr. Dhananjaya Singh (DIN: 08955500), Government Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment. |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|--------------|------------------|-------------------|------------------|-----------------|------------------|-------------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1449 | 1647301899 | 6 | 77922 | 1455 | 1647379821 | 95.298 |
| Dissent | 359 | 81273313 | 0 | 0 | 359 | 81273313 | 4.702 |
| Total | 1808 | 1728575212 | 6 | 77922 | 1814 | 1728653134 | 100 |
| Abstain | - | - | - | - | - | - | - |



Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated September 6, 2024, has been passed with requisite majority.

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|-------------------------------------|--|
| Item No. | 4 |
| Subject Matter of Resolution | To appoint a director in place of Mrs. Anupam Ban (DIN: 07797026), Director, who retires by rotation and being eligible, offers herself for re- appointment. |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|--------------|------------------|-------------------|------------------|-----------------|------------------|-------------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1496 | 1657151699 | 7 | 79142 | 1503 | 1657230841 | 95.868 |
| Dissent | 312 | 71423463 | 0 | 0 | 312 | 71423463 | 4.132 |
| Total | 1808 | 1728575162 | 7 | 79142 | 1815 | 1728654304 | 100 |
| Abstain | - | - | - | - | - | - | - |

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated September 6, 2024, has been passed with requisite majority.

| | |
|-------------------------------------|---|
| Item No. | 5 |
| Subject Matter of Resolution | To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2024-25, and to pass the following Resolution as Ordinary Resolution: |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|-------------|------------------|-----------------|------------------|-----------------|------------------|-----------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1746 | 1727835895 | 7 | 79142 | 1752 | 1727915035 | 99.957 |



| | | | | | | | |
|--------------|-------------|-------------------|----------|--------------|-------------|-------------------|------------|
| Dissent | 64 | 739392 | 0 | 0 | 65 | 739394 | 0.043 |
| Total | 1810 | 1728575287 | 7 | 79142 | 1817 | 1728654429 | 100 |
| Abstain | | | | | | | |

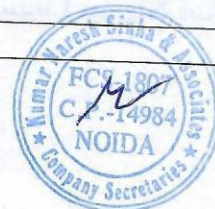
Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated September 6, 2024, has been passed with requisite majority.

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|-------------------------------------|--|
| Special Business: | |
| Item No. | 6 |
| Subject Matter of Resolution | <p>To Appoint Shri N.C. Karmali, Executive Director (Coord.)/ Gati Shakti, Railway Board, as Part- time (Official) Government Nominee Director on the Board of Rail Vikas Nigam Limited (RVNL).</p> <p>“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013, Rules made there under, Shri N.C. Karmali (DIN: 09103211), Executive Director (Coord.)/ Gati Shakti, Railway Board, who was appointed as Part-time Government Nominee Director, by the President of India vide Ministry of Railways letter no. 2022/PL57/10 dated 20.05.2024. and subsequently in terms of Section 161 of the Companies Act, 2013 appointed as an Additional Director by the Board of Directors with effect from 20.05.2024 to hold office up to the date of this Annual General Meeting and who has consented to act as a director, in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, be and is hereby appointed as Part-time Government Nominee Director on the Board of the Company, liable to retire by rotation.</p> |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|--------------|------------------|-------------------|------------------|-----------------|------------------|-------------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1514 | 1675704742 | 7 | 79142 | | 1675783884 | 96.941 |
| Dissent | 299 | 52872315 | 0 | 0 | | 52872315 | 3.0591 |
| Total | 1813 | 1728577057 | 7 | 79142 | | 1728656199 | 100 |
| Abstain | - | - | - | - | - | - | - |

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated September 6, 2024, has been passed with requisite majority.

Special Business:



| | |
|------------------------------|--|
| Item No. | 7 |
| Subject Matter of Resolution | Ratification of remuneration of the Cost Auditors for the Financial Year 2024-25 “RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹ 75,000 (Rupees Seventy-Five Thousand only) plus Goods and Services Tax (GST) as applicable, payable to the Cost Auditors appointed by the Board of Directors of the Company for conducting the Cost Audit for the Financial Year 2024-25, be and is hereby ratified and confirmed. “RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary actions and do all such acts, deeds, and things as may be required to give effect to this resolution.” |
| Type of Resolution | Ordinary |

| Particulars | Remote e-Votes | | Voting at AGM | | Total | | Percentage % |
|--------------|------------------|-------------------|------------------|-----------------|------------------|-------------------|--------------|
| | Number of Voters | Number of Votes | Number of Voters | Number of Votes | Number of Voters | Number of Votes | |
| Assent | 1745 | 1728567701 | 7 | 79142 | 1751 | 1728646841 | 100 |
| Dissent | 62 | 7521 | 0 | 0 | 63 | 7523 | 0 |
| Total | 1807 | 1728575222 | 7 | 79142 | 1814 | 1728654364 | 100 |
| Abstain | - | - | - | - | - | - | - |

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated September 6, 2024, has been passed with requisite majority.

Date: 30th September, 2024
Place: Noida

For, Kumar Naresh Sinha & Associates
Company Secretaries

NARESH
KUMAR SINHA

Digitally signed by
NARESH KUMAR SINHA
Date: 2024.09.30
18:30:15 +05'30'

(CS Naresh Kumar Sinha)
Proprietor
PR: 610/2019

FCS: 1807; CP No.: 14984

FRN: S2015UP440500

UDIN: F001807F001386894



Kalpna
कल्पना दूबे / Kalpana Dubey
कंपनी सचिव एवं अनुपालन अधिकारी
Company Secretary & Compliance Officer
रेल विकास निगम लि० / Rail Vikas Nigam Ltd.
(भारत सरकार का उपक्रम) / (A Govt. of India Enterprise)
नई दिल्ली - 110066 / New Delhi - 110066

Countersigned by:
For Rail Vikas Nigam Limited (RVNL)

KUMAR NARESH SINHA & ASSOCIATES
Company Secretaries

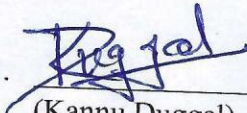
121, Vinayak Apartment
C-58/19, Sector-62
Noida-201307 (U.P)
Mobile: 9868282032, 9810184269
Email: kumarnareshsinha@gmail.com

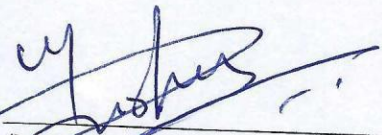
Annexure -A

1. The e-votes cast through Remote e-voting and during the AGM on the resolutions stated in the notice dated **September 6, 2024** of the 21st Annual General Meeting of Rail Vikas Nigam Limited (RVNL), held on 30th September 2024 at 11:30 A.M IST through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) were unblocked in our presence on 30th September 2023 at 12:57 P.M IST.

2. We are not in the employment of the Company.

Witnesses:

1. 
(Kannu Duggal)
Add: P-21, Sector-11, Noida-201301, U.P

2. 
(Mukesh Mishra)
Add: Flat No.: 202, Tower-23, Lotus Panache, Sector-110, Noida-201301, UP

