

RVNL/SECY/STEX/AGM-22/2025

29.08.2025

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400051 Scrip: <b>RVNL</b>	<b>BSE Ltd.</b> Department of Corporate Service, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip: <b>542649</b>
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**Sub: Voting Results of 22<sup>nd</sup> Annual General Meeting (AGM) of the Company held on 28.08.2025 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 22<sup>nd</sup> AGM of Rail Vikas Nigam Limited (RVNL) held on **Thursday, 28<sup>th</sup> August, 2025 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 <https://rvnl.org/home> and the website of CDSL (e-voting agency) at [www.evotingindia.com](http://www.evotingindia.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 POSTAL BALLOT REPORT date 28-08-2025**

Total number of shareholders on record date:	239848	No of Shares:	208502100
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No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group :	0	No. of Shares:	0
Public :	126	No. of Shares:	16912

Detail of the Agenda:

Promoter/Public	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)	[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100

1. To receive, consider, approve and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31st March, 2025 along with the Board's Report, the Auditor's Report 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		232720405	92.659	213076881	2560491	98.813	1.187
	Poll	232720405	215637372	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	232720405	215637372	92.659	213076881	2560491	98.813	1.187
Public-Others	E-Voting		333556001	0.196	648155	6864	98.952	1.048
	Poll	333556001	655019	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	333556001	655019	0.196	648155	6864	98.952	1.048
	<b>GRAND TOTAL</b>	<b>208502100</b>	<b>1735036085</b>	<b>83.214</b>	<b>1732468730</b>	<b>2567395</b>	<b>99.852</b>	<b>0.148</b>

2. To declare final dividend @ Rs. 1.72 per equity share 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		232720405	92.709	213471724	2280505	98.943	1.057
	Poll	232720405	215752229	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	232720405	215752229	92.709	213471724	2280505	98.943	1.057
Public-Others	E-Voting		333556001	0.196	648400	6661	98.983	1.017
	Poll	333556001	655061	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	333556001	655061	0.196	648400	6661	98.983	1.017
	<b>GRAND TOTAL</b>	<b>208502100</b>	<b>1735150984</b>	<b>83.220</b>	<b>1732863818</b>	<b>2287166</b>	<b>99.868</b>	<b>0.132</b>

3. To appoint a director in place of Mr. Pradeep Gaur, Chairman & Managing Director (DIN: 07243986) 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		232720405	92.646	199462609	16143245	92.513	7.487
	Poll	232720405	215605854	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	232720405	215605854	92.646	199462609	16143245	92.513	7.487
Public-Others	E-Voting		333556001	0.196	687104	17905	97.266	2.734
	Poll	333556001	655009	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	333556001	655009	0.196	687104	17905	97.266	2.734
	<b>GRAND TOTAL</b>	<b>208502100</b>	<b>1735004557</b>	<b>83.213</b>	<b>1718843407</b>	<b>16161150</b>	<b>99.069</b>	<b>0.931</b>

4. To appoint a director in place of Mr. N.C. Karmali, Part-time (Official) Director (DIN: 09103211) 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		232720405	92.706	128744072	87000807	59.674	40.326
	Poll	232720405	215744879	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	232720405	215744879	92.706	128744072	87000807	59.674	40.326
Public-Others	E-Voting		333556001	0.196	635667	19342	97.047	2.953
	Poll	333556001	655009	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	333556001	655009	0.196	635667	19342	97.047	2.953
	<b>GRAND TOTAL</b>	<b>208502100</b>	<b>1735143582</b>	<b>83.220</b>	<b>1648123433</b>	<b>87020349</b>	<b>94.985</b>	<b>5.015</b>

5. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2025-26

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		232720405	92.709	211962361	3789868	98.243	1.757
	Poll	232720405	215752229	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	232720405	215752229	92.709	211962361	3789868	98.243	1.757
Public-Others	E-Voting		333556001	0.196	646541	8444	98.711	1.289
	Poll	333556001	654985	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	333556001	654985	0.196	646541	8444	98.711	1.289
	<b>GRAND TOTAL</b>	<b>208502100</b>	<b>1735150908</b>	<b>83.220</b>	<b>1731852596</b>	<b>3798312</b>	<b>99.781</b>	<b>0.219</b>

6. To appoint Mr. Mritunjay Pratap Singh (DIN: 03165734), as Director (Operations) of the Company

ORDINARY RESOLUTION								
	E-Voting		1518743694	100.000	1518743694	0	100.000	0.000



Promoter and Promoter Group	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	232720405	215744879	92.706	129917887	85826992	60.218	39.782
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	655017	0.196	642173	12844	98.039	1.961
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1735143590</b>	<b>83.220</b>	<b>1649303754</b>	<b>85839836</b>	<b>95.058</b>	<b>4.947</b>

7. To appoint Mr. Sandeep Jain (DIN: 09433375), as Director (Projects) of the Company.

<b>ORDINARY RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	133704299	57.453	130340486	3363813	97.484	2.516
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	654992	0.196	641729	13263	97.975	2.025
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1653102985</b>	<b>79.285</b>	<b>1649725909</b>	<b>3377076</b>	<b>99.796</b>	<b>0.204</b>

8. To appoint Mr. Abhishek Kumar (DIN: 10644411), as Director (Finance) of the Company.

<b>ORDINARY RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	133704299	57.453	130340486	3363813	97.484	2.516
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	654992	0.196	641729	13263	97.975	2.025
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1653102985</b>	<b>79.285</b>	<b>1649725909</b>	<b>3377076</b>	<b>99.796</b>	<b>0.204</b>

9. To appoint Mr. Prem Sagar Gupta (DIN: 09329458) Principal Executive Director/CE(P), Railway Board, as Part-time (Official) Government Nominee Director on the Board of Rail Vikas Nigam Limited (RVNL).

<b>ORDINARY RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	215724879	92.697	138757888	76966991	64.322	35.678
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	654997	0.196	640851	14146	97.840	2.160
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1735123570</b>	<b>83.219</b>	<b>1656142433</b>	<b>76981137</b>	<b>95.563</b>	<b>4.487</b>

10. To appoint Mr. Surendra Singh (DIN: 11108145), Independent Director on the Board of Rail Vikas Nigam Limited (RVNL).

<b>SPECIAL RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	215744879	92.706	131738965	84005914	61.062	38.938
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	655007	0.196	641008	13999	97.863	2.137
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1735143580</b>	<b>83.220</b>	<b>1651123667</b>	<b>84019913</b>	<b>95.158</b>	<b>4.842</b>

11. Appointment of Secretarial Auditor

<b>ORDINARY RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	215744930	92.706	210330028	5414851	97.490	2.510
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	654956	0.196	641395	13612	97.922	2.078
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1735143580</b>	<b>83.220</b>	<b>1729715117</b>	<b>5428463</b>	<b>99.687</b>	<b>0.313</b>

12. Ratification of remuneration of the Cost Auditors for the Financial Year 2025-26

<b>ORDINARY RESOLUTION</b>								
Promoter and Promoter Group	E-Voting	1518743694	1518743694	100.000	1518743694	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public – Institutional holders	E-Voting	232720405	215752229	92.709	213471724	2280505	98.943	1.057
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
Public-Others	E-Voting	333556001	654703	0.196	642184	12519	98.088	1.912
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
<b>GRAND TOTAL</b>		<b>2085020100</b>	<b>1735150626</b>	<b>83.220</b>	<b>1732857602</b>	<b>2290204</b>	<b>99.868</b>	<b>0.132</b>



**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.: 22<sup>nd</sup> Annual General Meeting of Rail Vikas Nigam Limited (RVNL), held on Thursday, 28<sup>th</sup> August, 2025 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 22<sup>nd</sup> 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 **Monday, August 25, 2025 @ 09:00 A.M. and Wednesday, August 27, 2025 @ 05:00 P.M** and e-voting during the **22<sup>nd</sup> AGM of the Company**.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular no. 09/2024 dated 19 September, 2024 read with General Circular no. 20/2020 dated May 5, 2020 General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, General Circular No.02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 (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 3, 2024, 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 6<sup>th</sup> August 2025** convening 22<sup>nd</sup> 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 22<sup>nd</sup> Annual General Meeting of the Company to be held on **Thursday, 28<sup>th</sup> August, 2025** 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 Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and e-voting during 22<sup>nd</sup> AGM by the Shareholders of the Company.



The Shareholders of the Company holding shares as on the "cut-off" date i.e., **21<sup>st</sup> August 2025**, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 12 in the Notice of the 22<sup>nd</sup> AGM of RVNL.

The Company had also provided the facility of E-voting during the 22<sup>nd</sup> AGM only to such members who have participated in the AGM through VC/OAVM and who had not cast their vote through remote E-voting period.

The voting period for remote e-voting commenced on **Monday, August 25, 2025 @ 09:00 A.M. and ended on Wednesday, August 27, 2025 @ 05:00 P.M** and after fifteen minutes of the conclusion of the 22<sup>nd</sup> AGM, the CDSL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the 22<sup>nd</sup> 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 22<sup>nd</sup> AGM based on the data downloaded from the CDSL 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 22<sup>nd</sup> Annual General Meeting of the Company, the consolidated results of Remote e-voting and e-voting during the 22<sup>nd</sup> AGM are as under:

<b>Ordinary Business:</b>	
<b>Item No.</b>	1
<b>Subject Matter of Resolution</b>	To receive, consider, approve and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31st March, 2025 along with the Board's Report, the Auditor's Report and comments of the Comptroller and Auditor General of India (C&AG) and Management replies, if any, thereon.
<b>Type of Resolution</b>	Ordinary

<b>Particulars</b>	<b>Consolidated e- Voting Result</b>		<b>Percentage %</b>
	<b>Number of Voters</b>	<b>Number of Votes</b>	
Assent	2094	1732468730	99.85
Dissent	98	2567355	0.15
<b>Total</b>	<b>2192</b>	<b>1735036085</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated August 6, 2025, has been passed with requisite majority.*

<b>Item No.</b>	2
<b>Subject Matter of Resolution</b>	To declare final dividend @ Rs. 1.72 per equity Share for the Financial Year 2024-25.
<b>Type of Resolution</b>	Ordinary

<b>Particulars</b>	<b>Consolidated e- Voting Result</b>		<b>Percentage %</b>
	<b>Number of Voters</b>	<b>Number of Votes</b>	
Assent	2111	1732863818	99.87
Dissent	85	2287166	0.13
<b>Total</b>	<b>2196</b>	<b>1735150984</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated August 6, 2025, has been passed with requisite majority.*



<b>Item No.</b>	3
<b>Subject Matter of Resolution</b>	To appoint a director in place of Mr. Pradeep Gaur, Chairman & Managing Director (DIN:07243986) who retires by rotation and being eligible, offers himself for re- appointment
<b>Type of Resolution</b>	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	2002	1718843407	99.07
Dissent	190	16161150	0.93
<b>Total</b>	<b>2192</b>	<b>1735004557</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated August 6, 2025, has been passed with requisite majority.*

<b>Item No.</b>	4
<b>Subject Matter of Resolution</b>	To appoint a director in place of Mr. N.C. Karmali Part-time (Official) Director (DIN: 09103211) who retires by rotation and being eligible, offers himself for re- appointment.
<b>Type of Resolution</b>	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	1734	1648123433	94.98
Dissent	454	87020149	5.02
<b>Total</b>	<b>2188</b>	<b>1735143582</b>	<b>10</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated August 6, 2025, has been passed with requisite majority.*

<b>Item No.</b>	5
<b>Subject Matter of Resolution</b>	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2025-26, and to pass the following Resolution as an <b>Ordinary Resolution</b> :  <p>“RESOLVED THAT pursuant to section 139(5) read with the provisions of Section 142 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 Board of Directors of the Company, on the recommendations of Audit Committee, be and is hereby authorized to decide and fix the remuneration and other terms and conditions, including reimbursement of out of pocket expenses in connection with the audit work, to the Statutory Auditors appointed/to be appointed by Comptroller and Auditor General of India (C&amp;AG) for the financial year 2025-26.</p>



Type of Resolution	Ordinary
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Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	2106	1731352596	99.78
Dissent	90	3798312	0.22
<b>Total</b>	<b>2196</b>	<b>1735150908</b>	<b>100</b>
Abstain			

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated August 6, 2025, has been passed with requisite majority.*

Special Business:	
Item No.	6
Subject Matter of Resolution	<p><b>To Appoint Mr. Mritunjay Pratap Singh (DIN:08165734), as Director (Operations) of the Company.</b></p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation17(1C) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr .Mritunjay Pratap Singh (DIN: 08165734) who was appointed as Director (Operations), by the President of India vide Ministry of Railways letter no. 2023/E(O)II/40/21 dated 26.11.2024 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 26.11.2024 to hold office up to the date of this Annual General Meeting and who has consented to act as director in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, be and is here by appointed as Director (Operations), liable to retire by rotation.</p>
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	1792	1649303754	95.05
Dissent	397	85839836	4.95
<b>Total</b>	<b>2189</b>	<b>1735143590</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated August 6, 2025, has been passed with requisite majority.*

Special Business:	
Item No.	7
Subject Matter of Resolution	<p><b>To Appoint Mr. Sandeep Jain (DIN: 09435375), as Director (Projects) of the Company.</b></p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment</p>



	thereof, for the time being in force), Mr. Sandeep Jain (DIN:09435375) who was appointed as Director (Projects), by the President of India vide Ministry of Railways letterno.2018/E(O)II/40/9 dated 22.01.2025 (charge assumed on 06.02.2025) 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 06.02.2025 to hold office up to the date of this Annual General Meeting and who has consented to act as director in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, be and is here by appointed as Director (Projects), liable to retire by rotation.
<b>Type of Resolution</b>	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	1795	1649725909	99.8
Dissent	114	3377076	0.2
<b>Total</b>	<b>1909</b>	<b>1653102985</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated August 6, 2025, has been passed with requisite majority.*

Special Business:	
<b>Item No.</b>	8
<b>Subject Matter of Resolution</b>	To Appoint Mr. Abhishek Kumar (DIN:10644411), as Director (Finance) of the Company.  “RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Abhishek Kumar (DIN: 10644411) who was appointed as Director (Finance), by the President of India vide Ministry of Railways letter no. 2016/E(O)II/40/15 dated 29.05.2025 (charge assumed on 05.06.2025) 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 05.06.2025 to hold office up to the date of this Annual General Meeting and who has consented to act as director in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, be and is here by appointed as Director (Finance), liable to retire by rotation.
<b>Type of Resolution</b>	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	1848	1658142433	95.56
Dissent	343	76981137	4.44
<b>Total</b>	<b>2191</b>	<b>1735123570</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 8 of the Notice dated August 6, 2025, has been passed with requisite majority.*



Special Business:	
Item No.	9
Subject Matter of Resolution	<p><b>To Appoint Mr. Prem Sagar Gupta (DIN:09329458) Principal Executive Director/CE(P), Railway Board, as Part-time (Official)Government Nominee Director on the Board of Rail Vikas Nigam Limited (RVNL).</b></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 thereunder and Regulation17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), Shri Prem Sagar Gupta (DIN: 09329458), Principal Executive Director/CE(P), Railway Board who was appointed as Part-time (Official)Government Nominee Director, by the President of India vide Ministry of Railways letter no. 2022/PL/57/10 dated 06.11.2024 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 06.11.2024 to hold office up to the date of this Annual General Meeting and who has consented to act as 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 Resolution

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	1768	1651123667	95.16
Dissent	420	84019913	4.84
<b>Total</b>	<b>2188</b>	<b>1735143580</b>	<b>100</b>
Abstain	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 9 of the Notice dated August 6, 2025, has been passed with requisite majority.*

Special Business:	
Item No.	10
Subject Matter of Resolution	<p><b>To Appoint Mr. Surender Singh (DIN:11108145), Independent Director on the Board of Rail Vikas Nigam Limited (RVNL).</b></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 thereunder and Regulation17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015,(including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Surender Singh (DIN: 11108145), who was appointed as Independent Director by the President of India vide Ministry of Railways letter no. 2024/PL/57/38 pt-1 dated 13.05.2025and subsequently in terms of Section 161 of the Companies Act, 2013 appointed as an Additional Director by the Board of Directors with effect from15.05.2025 to hold office up to the date of this Annual General Meeting and who has consented to act as director, in respect of whom the Company has received a notice in writing under Section 160of the Companies Act, 2013, be and is here by appointed as an Independent Director (Parttime non-official Director) on the Board of the Company.</p>
Type of Resolution	Special



Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	2056	1729715117	99.69
Dissent	133	5428463	0.31
<b>Total</b>	<b>2189</b>	<b>1735143580</b>	<b>100</b>
Abstain	-	-	-

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 10 of the Notice dated August 6, 2025, has been passed with requisite majority.

Special Business:	
Item No.	11
Subject Matter of Resolution	<p><b>Appointment of Secretarial Auditor</b></p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 204 of Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re- enactment thereof, for the time being in force), and pursuant there commendation Board of Directors of the Company, the consent of shareholders be and is hereby accorded for the appointment of M/s. Sinha &amp; Srivastava LLP, a firm of Company Secretaries, as Secretarial Auditor of the Company for a period of Five (5) years commencing from FY 2025-2026.</p>
Type of Resolution	Ordinary

Particulars	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	2088	1732773064	99.86
Dissent	100	2370516	0.14
<b>Total</b>	<b>2188</b>	<b>1735143580</b>	<b>100</b>
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 11 of the Notice dated August 6, 2025, has been passed with requisite majority.

Special Business:	
Item No.	12
Subject Matter of Resolution	<p><b>Ratification of remuneration of the Cost Auditors for the Financial Year 2025-26:</b></p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with 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 M/s. R.M. Bansal &amp; Co., Cost Accountants, Cost Auditors of the Company as appointed by the Board of Directors for the Financial Year 2025-26 at a remuneration of Rs. 75,000 (plus applicable taxes and out-of-pocket expenses, if any), payable to the Cost Auditors of the Company as approved by the Board of Directors on recommendation of the Audit Committee for conducting the Cost Audit for the Financial Year 2025-26, be and is here by ratified and confirmed.</p>



	“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	Consolidated e- Voting Result		Percentage %
	Number of Voters	Number of Votes	
Assent	2074	1732857602	99.87
Dissent	115	2293024	0.13
Total	2189	1735150626	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 12 of the Notice dated August 6, 2025, has been passed with requisite majority.

Date: 29<sup>th</sup> August, 2025  
Place: Noida

For, Kumar Naresh Sinha & Associates  
Company Secretaries



*[Signature]*  
(CS Naresh Kumar Sinha)  
Proprietor  
PR: 6220/2024  
FCS: 1807; CP No.: 14984  
FRN: S2015UP440500  
UDIN: F001807G001107505

*[Signature]*  
Kalpana

Countersigned by:  
For Rail Vikas Nigam Limited (RVNL)




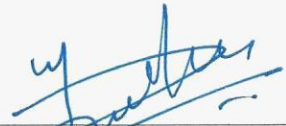
**Annexure -A**

1. The e-votes cast through Remote e-voting and during the AGM on the resolutions stated in the notice dated **August 6, 2025** of the 22<sup>nd</sup> Annual General Meeting of Rail Vikas Nigam Limited (RVNL), held on 28<sup>th</sup> August, 2025 at 11:30 A.M IST through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) were unblocked in our presence on 28th August 2025 at 01:00 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

