

RVNL/SECY/STEX/AGM-21/2024

30.09.2024

<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip: <b>RVNL</b>	<b>BSE Ltd.</b> Department of Corporate Service, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip: <b>542649</b>
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**Sub: Summary of Proceedings of 21<sup>st</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2024.**

**Ref: Regulation 30 of the SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Summary of Proceedings of the 21<sup>st</sup> Annual General Meeting of Rail Vikas Nigam Limited (RVNL) held on **Monday, 30<sup>th</sup> September, 2024 at 11:30 A.M.** through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) is hereby enclosed.

The AGM concluded at 12:40 P.M.

This is for your kind information & records please.

Thanking you,

Yours faithfully,

**For Rail Vikas Nigam Limited**

**(Kalpana Dubey)**  
**Company Secretary & Compliance Officer**

**Encl: As above**

**Summary of Proceedings of the 21<sup>st</sup> Annual General Meeting of Rail Vikas Nigam Limited**

**(RVNL) held on Monday, 30<sup>th</sup> September, 2024 at 11:30 A.M.**

The 21<sup>st</sup> Annual General Meeting (Meeting) of the Members of Rail Vikas Nigam Limited (RVNL) was held on Monday, 30<sup>th</sup> September, 2024 at 11:30 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) for which purpose the registered office of the Company situated at 1<sup>st</sup> Floor, August Kranti Bhawan Bhikaji Cama Place, R. K. Puram, Delhi-110066 was deemed as the venue of the meeting.

**Brief proceedings of the same are as under:**

The Meeting commenced at 11:30 A.M.

Shri Pradeep Gaur, Chairman & Managing Director chaired the proceedings of the meeting and welcomed the Members joined through VC/OAVM. The Chairman then introduced the Board Members, Key Managerial Personnel, Statutory Auditors, Secretarial Auditors and Scrutinizer present in the meeting including the Chairpersons of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility and Sustainability Committee and Stakeholders Relationship Committee.

82 members including representative of President of India attended and participated in the meeting. The quorum as required under the Companies Act was present throughout the meeting.

It was informed that the statutory registers required to be there during the AGM was made available for inspection on RVNL's website.

The Chairman's Statement was read by the Chairman apprising the financial and physical performance of the Company for the financial year 2023-24, details of SPVs, Human resource development, Corporate Social Responsibility, MoU performance, ISO Certification and Corporate Governance.

With the consent of all the members present, the Notice of AGM and the Annual Report of the Company for the year 2023-24 containing the Directors Report, Audited Financial Statements (Standalone and Consolidated), Auditors' Report and C&AG comments thereon were taken as read. The Company Secretary read out the business items proposed for approval by members at the meeting.

The Company Secretary further informed that the facility of casting votes by remote e-voting through NSDL Portal provided to Members, commenced from Friday, 27<sup>th</sup> September, 2024 (09.00 AM IST) and ended on Sunday, 29<sup>th</sup> September, 2024 (05.00 PM IST). In addition, facility for e-voting was also provided during the AGM to those members who did not cast their votes through remote e-voting. The members were informed that the Company had appointed M/s. Kumar Naresh Sinha & Associates, Practicing Company Secretary, to scrutinize the remote e-voting as well as e-voting at the AGM in a fair and transparent manner.

The shareholders, who had registered themselves as speakers in advance, were then invited to raise their questions.

Thereafter, the Chairman responded to the queries raised/clarifications sought by the members on the various issues which inter-alia included the future prospects of the Company including new opportunities, Status of Foreign projects, ISO Certification, status of ongoing projects, Order book position, Whistle blower policy etc.



**The following businesses were proposed as per the Notice of the meeting:**

Item No.	Brief description of Business Item	Type of Resolution
<b>ORDINARY BUSINESS:</b>		
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
2.	To declare final dividend @ Rs. 2.11 per equity share for the financial year 2023-24.	Ordinary
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
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
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
<b>SPECIAL BUSINESS:</b>		
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 Limited (RVNL).	Ordinary
7.	Ratification of remuneration of the Cost Auditors for the Financial Year 2024-25.	Ordinary

The Company Secretary also informed the members that the result of the remote e-voting and voting at the Annual General Meeting shall be notified to the Stock Exchanges and hosted on the website of the Company within two working days of the conclusion of the Annual General Meeting.

The Company Secretary informed that the facility for e-voting would remain open for 15 minutes after conclusion of the meeting to enable the members to cast their vote.

The meeting concluded at 12:40 P.M thereafter opened for 15 minutes for e-voting to be completed.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 read with relevant circulars issued by Securities and Exchange Board of India (SEBI) and the Ministry of Corporate Affairs (MCA) from time to time.

The aforesaid proceedings do not purport to the minutes of the proceedings at the said Annual General Meeting.



For & on behalf of Rail Vikas Nigam Limited

(Kalpana Dubey)

Company Secretary & Compliance Officer

कंपनी सचिव एवं अनुपालन अधिकारी  
Company Secretary & Compliance Officer  
रेल विकास निगम लिमिटेड (Rail Vikas Nigam Limited)  
(भारत सरकार का उपक्रम) (A Government of India Enterprise)  
नई दिल्ली - 110066

Date: 30.09.2024

Place: New Delhi

Regd. Office: 1st Floor, August Kranti Bhawan, Bhikaji Cama Place, R.K. Puram, New Delhi-110066  
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