GOING TOGETHER GROWING TOGETHER
RDB RASAYANS LIMITED
(AN ISO 9001-2008 Company)
REGD. OFFICE : BIKANER BUILDING, 3RD FLOOR, ROOM NO.-9, 8/1, LAL BAZAR STREET, KOLKATA-700 001 PHONE : +91-33-4450 0500, 22305666 • FAX : +91-33-2242 0588

Date: 21.08.2026

To,
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai- 400 001

Dear Sir(s),

Sub: Outcome & Scrutinizer's Report for the Annual General Meeting

Pursuant to Regulation 44 of the 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 please find enclosed the below mentioned:

1. Outcome of the 31st Annual General Meeting of the Company for the financial year 2025-26 held on Thursday, 20th August, 2026;

2. Consolidated Scrutinizer Report on remote e-voting and e-voting during the Annual General Meeting submitted by Mrs. Mausami Sengupta, Practicing Company Secretary (ACS No. 28678, CP No. 24059), who was appointed as the Scrutinizer.

Thanking You,

Yours Faithfully,
For RDB Rasayans Ltd.

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Shradha Dalmia
Company Secretary
Mem No. 47417

Encl: As above

RDB Rasayans Limited

Outcome of Annual General Meeting	
Date of the AGM	**20th August, 2026**
Total number of shareholders on record date(being the cut-off date for determining shareholders entitled to e-voting (9th September, 2025)	**5742**
Number of shareholders present at the meeting either in person or through proxy: **Promoter and Promoter group:** **Public:**	**As the meeting was held through VC/OVAM physical presence of members / proxy was not required** **-** **-**
Number of shareholders attended the meeting through Video Conferencing: **Promoter and Promoter group:** **Public:**	 **7** **88**

AGENDA WISE DISCLOSURE

ORDINARY BUSINESS:

Resolution Required : (Ordinary)	**1 - Ordinary Resolution to consider and adopt Audited Financial Statements together with the Reports of the Board of Directors and Auditors thereon for the year ended 31st March 2026**
Whether promoter/ promoter group are interested in the agenda/resolution?	**No**

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	12366712	99.9644	12366712	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12366712**	**99.9644**	**12366712**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	5343688	27388	0.5125	27377	11	99.9598	0.0402	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**27388**	**0.5125**	**27377**	**11**	**99.9598**	**0.0402**	**0**
Total		**1,77,14,800**	**12394100**	**69.9647**	**12394089**	**11**	**99.9999**	**0.0001**	**0**

Result: Passed by Majority

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RDB Rasayans Limited

ORDINARY BUSINESS:

Resolution Required : (Special)	2 - Ordinary Resolution to appoint a director in place of Mrs Pragya Baid (DIN:06622497), who retires by rotation and being eligible, seeks re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	11065032	89.4425	11065032	0	100.0000	0.0000	1301680
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**11065032**	**89.4425**	**11065032**	**0**	**100.0000**	**0.0000**	**1301680**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	5343688	27388	0.5125	27317	71	99.7408	0.2592	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**27388**	**0.5125**	**27317**	**71**	**99.7408**	**0.2592**	**0**
Total		**17714800**	**11092420**	**62.6167**	**11092349**	**71**	**99.9994**	**0.0006**	**1301680**

Result: Passed by Majority

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RDB Rasayans Limited

SPECIAL BUSINESS:

Resolution Required : (Ordinary)	3- Ordinary Resolution for Approval of Material Related Party Transactions								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
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**	**No. of votes Invalid**
		[1]	**[2]**	**[3]={[2]/[1]}*100**	**[4]**	**[5]**	**[6]={[4]/[2]}*100**	**[7]={[5]/[2]}*100**	**[8]**
Promoter and Promoter Group	E-Voting	12371112	0	0.0000	0	0	0.0000	0.0000	12366712
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**12366712**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	5343688	27388	0.5125	27377	11	99.9598	0.0402	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**27388**	**0.5125**	**27377**	**11**	**99.9598**	**0.0402**	**0**
Total		**17714800**	**27388**	**0.1546**	**27377**	**11**	**99.9598**	**0.0402**	**12366712**

Result: Passed by Majority

Shradha Dalmia

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RDB Rasayans Limited

SPECIAL BUSINESS:

Resolution Required : (Special)			4- Special Resolution for Authorisation under Section 185 of Companies Act, 2013						
Whether promoter/ promoter group are interested in the			Yes						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	12366712	99.9644	12366712	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12366712**	**99.9644**	**12366712**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	5343688	27388	0.5125	27287	101	99.6312	0.3688	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**27388**	**0.5125**	**27287**	**101**	**99.6312**	**0.3688**	**0**
Total		**17714800**	**12394100**	**69.9647**	**12393999**	**101**	**99.9992**	**0.0008**	**0**

Result: Passed by Majority

Shradha Dalmia

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RDB Rasayans Limited

SPECIAL BUSINESS:

Resolution Required : (Special)			5- Special Resolution to approve for enhancement of the Company's limits for granting loans, making investments, providing guarantees and securities under section 186 of the Companies Act, 2013							
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12371112	12366712	99.9644	12366712	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**12366712**	**99.9644**	**12366712**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**	**0**
Public Non Institutions	E-Voting	5343688	27388	0.5125	27287	101	99.6312	0.3688	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**27388**	**0.5125**	**27287**	**101**	**99.6312**	**0.3688**	**0**
Total		**17714800**	**12394100**	**69.9647**	**12393999**	**101**	**99.9992**	**0.0008**	**0**

Result: Passed by Majority

Shradha Dalmia

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MAUSAMI SENGUPTA

Company Secretary in Practice
(Peer Reviewed)
A-108, Survey Park
Kolkata-700075
Phone: +91 7980322488
Email: mausami.das34@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 31st Thirtieth) Annual General Meeting (AGM) of members of RDB RASAYANS LIMITED (CIN: L36999WB1995PLC074860), held on Thursday, the 20th day of August, 2026 at 12.30 P.M.(IST), through Video Conferencing / Other Audio Visual Means ("VC/OAVM").

Dear Sir,

I, Mausami Sengupta, Practising Company Secretary, was appointed as the scrutinizer by the Board of Directors of RDB Rasayans Limited ('the Company") with regard to the 31stAnnual General Meeting of the members of the Company held on Thursday, the 20th day of August, 2026 at 12.30 P.M.(IST), through Video Conferencing / Other Audio Visual Means ("VC/OAVM") pursuant to the provisions of Section 108 of the Companies Act, 2013("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and in terms of MCA Circular Nos. 14 /2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May, 2020. 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December. 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 ,09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 and 03/2025 dated 22nd September 2025 (collectively referred as "MCA Circulars") and Regulation 44 of SEBI(LODR) Regulations, 2015, and SEBI Circulars Nos.SEBI/HO/CFD/CMD1/CIR/P/2020/79,SEBI/HO/CFD/CMD2/CIR/P/2021/11andSEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May, 2020,15th January, 2021and 5th January, 2023 for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013,mentioned above on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 27th day of May, 2026. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast " in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I submit my report as under:

1. The Notice dated 27th May, 2026 convening the 31st Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 27th July, 2026 to the members of the Company whose e-mail addresses were registered with the Company/Depositories/RTA.

2. Since the AGM was held pursuant to the aforesaid MCA Circulars through VC/OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.

MAUSAMI SENGUPTA

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cn=MAUSAMI SENGUPTA
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3. The Company provided remote e-voting facility and e-voting facility at the AGM by National Securities Depository Limited ("NSDL")

4. The remote e-voting period remained open from 09:00 A.M. IST on Monday, the 17th day of August, 2026 upto 5:00 P.M. IST on Wednesday, the 19th day of August, 2026.

5. The shareholders holding shares as on the "cut off' date, i.e., the 13th day of August, 2026 were entitled to vote on the proposed resolutions as mentioned in the Notice of the AGM dated the 27th day of May, 2026.

6. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC/OAVM to cast the votes in case the same had not been cast by them through remote e-voting.

7. After the conclusion of voting at the 31stAnnual General Meeting, the votes were unblocked on Thursday, the 20th day of August, 2026 around 2.00 pm in the presence of two witnesses, namely, Mr. Soubhik Chakraborty, residing at 45A/1 Garfa Sitala Mandir Road, Kolkata-700075 and Mr. Bikram Ghosh, residing at 2/155 Vidyasagar Upanibesh, Kolkata – 700047 who are not in employment of the Company.

8. The e-voting data/ results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

The combined result of the remote e-voting and e-voting at the AGM of EVEN: 140390 are as under:

ORDINARY BUSINESS:

Item no.1 as an Ordinary Resolution-
To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss and Cash Flow Statement, for the year ended on that date and reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	89	12394077	
E· voting at AGM	6	12	
Total	95	12394089	99.9999%

(ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	5	11	
E· voting at AGM	0	0	
Total	5	11	0.0001%

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MAUSAMI SENGUPTA

Company Secretary in Practice
(Peer Reviewed)
A-108, Survey Park
Kolkata-700075
Phone: +91 7980322488
Email: mausami.das34@gmail.com

(iii) **Invalid** votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
0	0

Item no.2 as an Ordinary Resolution-
To appoint a director in place of Mrs. Pragya Baid (DIN: 06622497), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	85	11092337	
E· voting at AGM	6	12	
Total	91	11092349	99.99935%

(ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	6	71	
E· voting at AGM	6	71	
Total	6	71	0.00065%

(iii) **Invalid** votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
3	1301680

SPECIAL BUSINESS:

Item no.3 as an Ordinary Resolution-
To approve Material Related Party Transactions pursuant to Regulation 23, 2(1)(zc) and any other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)Regulations, 2015 (the 'Listing Regulations') and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') with RDB Infrastructure and Power Limited, RDB Real Estate Constructions Limited, Loka Properties Private Limited, RDB Bhopal Hospitality Pvt Ltd, RDB Primarc Techno Park LLP, Nirvana Devcon LLP, Nextel Construction LLP, Ritudhan Suppliers Private Limited, Gupta Infrastructure (India) Private Limited and Danbro Hotels Pvt. Ltd for providing loans, guarantee or security in connection with the loan or provide any other financial accommodation, for an aggregate value not exceeding Rs. 300,00,00,000/- (Rupees Three Hundred Crores only) at any point of time during the financial year 2026-27.

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pseudonym=94b736b4e163f33460a31a723027992c,
2.5.4.20=9cbdc5f5e002fe724fb5552921e491846e521bd8de34dd1e1ff2d4f834afe62a, email=MAUSAMI.DAS34@GMAIL.COM, cn=MAUSAMI SENGUPTA
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(i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e- voting	81	27365	
E- voting at AGM	6	12	
Total	87	27377	99.95982%

(ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e- voting	5	11	
E- voting at AGM	0	0	
Total	5	11	0.04018%

(iii) **Invalid** votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
8	*12366712

*In terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015,the votes casted by promoter/promoter group on this resolution for 1,23,66,712 equity shares have not been considered and treated as invalid.

Item no.4 as a Special Resolution-

To give authorisation under section 185 of the Companies Act, 2013 for giving loan(s) and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Financial Assistance/ Loan taken/to be taken/ availed/ to be availed by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other as specified in sub-section 2 of Section 185 of the Act.

(i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e- voting	88	12393987	
E- voting at AGM	6	12	
Total	94	12393999	99.999186%

(ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e- voting	6	101	
E- voting at AGM	0	0	

MAUSAMI SENGUPTA

Total	6	101	0.0008149%

(iii) **Invalid** votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
0	0

<u>Item no.5 as a Special Resolution-</u>

To approve enhancement of the company's limits for granting loans, making investments, providing guarantees and securities under section 186 of the Companies Act, 2013

(i) Voted **in favour** of the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	88	12393987	
E· voting at AGM	6	12	
Total	94	12393999	99.999186%

(ii) Voted **against** the Resolution-

Mode of voting	Number of Members voted	Number of votes (shares)cast by them	% of total number of valid votes cast
Remote e· voting	6	101	
E· voting at AGM	0	0	
Total	6	101	0.0008149%

(iii) **Invalid** votes-

Total number of members whose votes were declared invalid	Total number of votes(shares) cast by them
0	0

9. Based on the aforesaid results, all the resolutions proposed hereinabove have been passed with requisite majority.

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Date: 2026.08.21 12:57:00 +05'30'

MAUSAMI SENGUPTA

Company Secretary in Practice
(Peer Reviewed)
A-108, Survey Park
Kolkata-700075
Phone: +91 7980322488
Email: mausami.das34@gmail.com

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10. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers. approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Place: **Kolkata**
Date: **21.08.2026**
UDIN: **A028678H001160875**

For Mausami Sengupta
Company Secretary in Practice

MAUSAMI SENGUPTA

Digitally signed by MAUSAMI SENGUPTA
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