

# RSD Finance Limited

CIN: L17222JH1963PLC013316

Date: 27.09.2025

To,  
Listing Department,  
**BSE Limited**  
14th Floor, P.J.Towers, Dalal Street,  
Mumbai-400001  
**Scrip Code – 539875**

To,  
Listing Department  
**Calcutta Stock Exchange Limited**  
7, Lyons Range  
Kolkata - 700001  
**Scrip Code – 28123**

Dear Sir/Madam,

**Sub – Voting Results and Scrutinizer's Report of the 62<sup>nd</sup> Annual General Meeting ('AGM') of RSD Finance Limited**

The 62<sup>nd</sup> AGM of the Company was held on September 26, 2025, to transact the business as mentioned in the notice convening the AGM.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 – **Annexure – I.**
- 2) Report of the Scrutinizer dated September 27, 2025, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure – II.**

All items of agenda as contained in the notice of the 62<sup>nd</sup> Annual General Meeting have been passed with requisite majority.

The voting results along with the Scrutinizers report is made available at the website of the company at [www.rsdfinancelimited.com](http://www.rsdfinancelimited.com) and as well as on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take the above information on record.

Thanking you,

Yours faithfully,

**For RSD Finance Limited**

**Subhajita Biswal**  
**Company Secretary & Compliance Officer**

**Encl: - As above**

Voting results	
Record date	19-09-2025
Total number of shareholders on record date	1511
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	13
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the company for the year ended 31st March, 2025 together with the reports				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Ms. Kawaljeet Kaur Dugal (DIN: 00052100), who retires by rotation and being eligible, offers herself for re-appointment as a Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Statutory Auditor of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditor				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Managing Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of Malkeet Singh Saini as a Non-Executive Independent Director of the company attaining 75 years as on May, 2026 Continuation of Malkeet Singh Saini as a Non-Executive Independent Director of the company attaining 75 years as on May, 2026				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9707436	9701106	99.9348	9701106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9707436	9701106	99.9348	9701106	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	3239044	563	0.0174	559	4	99.2895	0.7105
	Poll		1816306	56.0754	1816306	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3239044	1816869	56.0928	1816865	4	99.9998	0.0002
Total		12946480	11517975	88.9661	11517971	4	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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





**Report of Scrutinizer(s)**

***[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014] and Regulation 44 of SEBI(LODR) Regulations, 2015***

To,

The Chairman

**RSD Finance Limited**

Holding no. - 4, The Alcor Hotel

Ramdas Bhatta, Bistupur

Purbi Singhbhum

Jamshedpur - 831001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (LODR) Regulations, 2015 and voting through Ballot Papers at the 62<sup>nd</sup> Annual General Meeting of RSD Finance Limited held on Friday, September 26, 2025 at 11.00 a.m. (IST) at Professional - I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur - 831001**

I, Sital Prasad Swain, Practising Company Secretary, having my office at Room No. 2, 4th floor, Meghdeep Tower, Besides South Park Hotel, Bistupur, Jamshedpur - 831001 has been appointed as the Scrutinizer by the Board of Directors of RSD Finance Limited for the purpose of scrutinizing the e-voting process as well as to scrutinize the voting through ballot papers received from the members at the venue of the AGM on the below mentioned resolution(s), at the 62<sup>nd</sup> Annual General Meeting of the Shareholders of RSD Finance Limited held on Friday, September 26, 2025 at 11.00 a.m. (IST) at Professional - I, The Alcor Hotel, H. No - 4, Ramdas Bhatta, Bistupur, Jamshedpur - 831001.

The notice dated August 13, 2025 along with statement setting out material facts-under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company. The Company had also provided voting through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date Friday, September 19, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, September 22, 2025 at 9.00 a.m. (IST) and ended on Thursday, September 25, 2025 at 5.00 p.m (IST) and the NSDL e-voting platform was blocked thereafter.



After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses namely Ankit Mazumdar and Ritu Agarwal who are not in employment of the Company. Thereafter, the ballot boxes were opened and polling papers were removed and examined.

The Management of the company is responsible to ensure the compliance with the requirement of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice of the 62<sup>nd</sup> Annual General Meeting of the company. My responsibility as a scrutinizer for the E-voting and voting through ballot papers was restricted to make a Scrutinizer's report of E-voting and voting through ballot papers, of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated through e-voting system provided by National Securities Depository Limited (NSDL) and also during the AGM on voting through ballot papers.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot papers at the AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 19, 2025 and as per the Register of Members of the Company.

(a) **Resolution 1**

To receive, consider and adopt:

- A) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the reports of the Board of Directors and Auditors thereon; and
- B) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the reports of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by e-voting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person/by proxy/ by e-voting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

(b) **Resolution 2**

Appointment of Ms. Kawaljeet Kaur Dugal (DIN: 00052100), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

Sital Prasad  
Swain

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(c) **Resolution 3**

Appointment of Statutory Auditor of the Company

(iv) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

(v) Voted **against** the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(vi) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

(d) **Resolution 4**

Appointment of Secretarial Auditor

(vii) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

(viii) Voted **against** the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

Sital  
Prasad  
Swain

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(ix) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

(e) **Resolution 5**

Re-appointment of Managing Director

(x) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

(xi) Voted **against** the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(xii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

(f) **Resolution 6**

Continuation of Malkeet Singh Saini as a Non-Executive Independent Director of the company attaining 75 years as on May, 2026

(xiii) Voted **in favour** of the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
27	11517971	100

Sital Prasad  
Swain

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(xiv) Voted against the resolution:

Number of members present and voting (in person/by proxy/ by evoting)	Number of votes cast by them	% of total number of valid votes cast
2	4	0

(xv) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them

The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,  
Yours faithfully,

Sital Prasad Swain

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Sital Prasad Swain  
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**Sital Prasad Swain**  
**Practicing Company Secretary**  
**Membership No. – F6338**  
**CP No. – 6814**

**UDIN- F006338G001365619**  
**P.R. NO.-6863/2025**

**Place: Jamshedpur**  
**Dated: 27.09.2025**

Witness:

1. *Anket Mazumdar*

2. *Ritu Agarwal*