

Dated: 27.09.2019

To,  
National Stock Exchange of India Limited  
Bandra- Kurla Complex  
Bandra (East)  
Mumbai - 400 015

Ref: Security Code- REPL

Dear Sir,

**SUB: Outcome & Voting results of the 27<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> September 2019.**

This is to inform you that the 27<sup>th</sup> Annual General Meeting of the members Company was held at Constantia Hall, YWCA, 1 Ashoka Road, Connaught place, New Delhi - 110001 on, Thursday, 26<sup>th</sup> day of September 2019 at 3:30 p.m. and was concluded at 4.30 p.m.

Pursuant to Regulation 30, read with Part A of Schedule III and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith:

1. Voting Results in prescribed format.
2. Scrutinizers Report.
3. Proceedings of the 27<sup>th</sup> Annual General Meeting.

You are requested to kindly take the same on your records.

Thanking You,

Yours faithfully,  
For RUDRABHISHKE ENTERPRISES LIMITED

  
PRADEEP MISRA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 01386739



**Rudrabhishek Enterprises Limited**  
820, Antriksh Bhawan, 22, K.G. Marg,  
Connaught Place, New Delhi-110001, India  
Ph. No.: +91-11-41069500, 43509305

## RESULT OF THE VOTING ON THE ORDINARY & THE SPECIAL BUSINESSES AT THE ANNUAL GENERAL MEETING

On the basis of scrutinizers report dated 26th September, 2019 for the poll at the Annual General Meeting, the summary of which is mentioned hereunder, the Chairman announced the result of voting on 26th September, 2019 that all the resolutions as set out in Item No. 1 to 5 in the Notice of 27th Annual General Meeting of the Company, have been duly passed by requisite majority.

The result of voting is as under:

### ORDINARY BUSINESS

#### Resolution No. 1:

To receive, consider and adopt:

- the Audited Standalone Financial Statement of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
  - the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.
- (ORDINARY RESOLUTION)

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 including audited Balance Sheet as at 31st March, 2019 and Statement of Profit and Loss Account & Cash flow Statement for the Financial Year ended 31st March, 2019 including reports of the Board of Directors and Auditors thereon be and is hereby received, considered and adopted."

	Particulars	POLL		TOTAL	
		No. of members voted	Votes held by them	No. of members voted	Votes held by them
	Total No. of Members & Shares held by them	17	12158400	17	12158400
Less	Total No of Members & Invalid/Reject	0	0	0	0
Less	Total No. of Members & Votes not exercised/partially exercised	0	0	0	0
	No. of valid votes	17	12158400	17	12158400



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Particulars	POLL		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	17	12158400	17	12158400	100
Against	0	0	0	0	0
<b>Total</b>	<b>17</b>	<b>12158400</b>	<b>17</b>	<b>12158400</b>	<b>100</b>

The resolution passed with requisite majority.

**Resolution No. 2:**

To declare dividend on equity shares for the year ended 31st March, 2019 (ORDINARY RESOLUTION)

“RESOLVED THAT in accordance with the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Declaration and Payment of Dividend) Rules, 2014, a final dividend of Rs. 0.50/- per equity share for the year ended on 31st March 2019 as recommended by the Board of directors of the Company be and is hereby approved.”

	Particulars	POLL		TOTAL	
		No. of members voted	Votes held by them	No. of members voted	Votes held by them
	Total No. of Members & Shares held by them	17	12158400	17	12158400
Less	Total No of Members & Invalid/Reject	0	0	0	0
Less	Total No. of Members & Votes not exercised/partially exercised	0	0	0	0
	<b>No. of valid votes</b>	<b>17</b>	<b>12158400</b>	<b>17</b>	<b>12158400</b>



Particulars	POLL		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	17	12158400	17	12158400	100
Against	0	0	0	0	0
Total	17	12158400	17	12158400	100

The resolution passed with requisite majority.

### Resolution No. 3

To appoint a director in place of Mrs. Richa Misra (DIN 00405282), who retires by rotation and being eligible offers herself for re-appointment. **(ORDINARY RESOLUTION)**

“**RESOLVED THAT** Mrs. Richa Misra (DIN 00405282), Director, who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers herself for re-appointment, be and is hereby reappointed as Director of the Company.”

	Particulars	POLL		TOTAL	
		No. of members voted	Votes held by them	No. of members voted	Votes held by them
	Total No. of Members & Shares held by them	10	387000	10	387000
Less	Total No of Members & Invalid/Reject	0	0	0	0
Less	Total No. of Members & Votes not exercised/partially exercised	0	0	0	0
	No. of valid votes	10	387000	10	387000



Particulars	POLL		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	10	387000	10	387000	100
Against	0	0	0	0	0
Total	10	387000	10	387000	100

**\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.**

The resolution passed with requisite majority.

#### **SPECIAL BUSINESS**

##### **Resolution No. 4:**

Approval/ Ratification of Related Party Transactions with New Modern Buildwell Private Limited and in this regard to consider and if thought fit, to pass with or without modification the resolution (SPECIAL RESOLUTION)

	Particulars	POLL		TOTAL	
		No. of members voted	Votes held by them	No. of members voted	Votes held by them
	Total No. of Members & Shares held by them	10	387000	10	387000
Less	Total No of Members & Invalid/Reject	0	0	0	0
Less	Total No. of Members & Votes not exercised/ partiall y exercised	0	0	0	0
	No. of valid votes	10	387000	10	387000



Particulars	POLL		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	10	387000	10	387000	100
Against	0	0	0	0	0
Total	10	387000	10	387000	100

**\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.**

The resolution passed with requisite majority.

**Resolution No. 5:**

Approval/ Ratification of Related Party Transactions with Paarth Infrabuild Private Limited and in this regard to consider and if thought fit, to pass with or without modification the resolution (SPECIAL RESOLUTION)

	Particulars	POLL		TOTAL	
		No. of members voted	Votes held by them	No. of members voted	Votes held by them
	Total No. of Members & Shares held by them	10	387000	10	387000
Less	Total No of Members & Invalid/Reject	0	0	0	0
Less	Total No. of Members & Votes not exercised/partially exercised	0	0	0	0
	No. of valid votes	10	387000	10	387000



Particulars	POLI.		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	10	387000	10	387000	100
Against	0	0	0	0	0
Total	10	387000	10	387000	100

\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.

The resolution passed with requisite majority.

FOR & ON BEHALF OF RUDRABHISHEK ENTERPRISES LIMITED

  
  
 (Pradeep Misra)  
 Chairman & Managing Director  
 DIN: 01386739

Date: 27/09/2019  
Place: New Delhi



**PRADEEP DEBNATH & CO.**

Regd office: H-2/2016, Apra North Ex Plaza, Netaji Subhash Place, New Delhi- 1100034.  
Ph. No - 011-41500700, Mob: 9910562121

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**FORM MGT-13**

**Report of Scrutinizer(s)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
**THE CHAIRMAN,**  
**M/S. RUDRABHISHEK ENTERPRISES LIMITED**  
**820, ANTARIKSH BHAWAN**  
**K.G MARG, NEW DELHI-110001**

**Ref: 27th (Twenty Seventh) Annual General Meeting of Shareholders of M/s. RUDRABHISHEK ENTERPRISES LIMITED held on Thursday, 26th Day of September 2019 at Constantia Hall, YWCA, 1 Ashoka Road, New Delhi-110001 at 3.30 P.M. & concluded at 4.30 P.M**

Dear Sir,

I, Pradeep Debnath, Proprietor of M/s Pradeep Debnath & Co, Practising Company Secretary was appointed as Scrutinizer by the Board of Directors of Rudrabhishek Enterprises Limited vide letter dated 13th August, 2019 pursuant to Section 109 of the Companies Act 2013 read with Rule 21 & 22 of the Companies (Management and administration) Rules 2014 to conduct voting in respect of the below mentioned resolutions to be passed at the 27<sup>th</sup> Annual General Meeting of Company, held on 26th Day of September, Thursday, 2019 at 3.30 P.M. at Constantia Hall, YWCA, 1 Ashoka Road, New Delhi-110001.

Being the Company covered under Chapter XB as it is a SME Company and listed on SME platform of NSE Limited. Therefore, Company is not providing e-voting facility to its shareholders.

The shareholders of the company holding shares as on the "cut off" date, i.e. 19th September 2019 were entitled to vote on the purposed resolutions as set out at Item No. 1 to 5 in the notices of Annual General Meeting.

I have scrutinized and reviewed the voting through physical mode & polling conducted at the Annual General Meeting. I, now, submit my report as under on the result of the voting through physical mode in respect of the said resolutions.

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.





2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

**RESOLUTION NO. 1—**

To receive, consider and adopt:

- a) the Audited Standalone Financial Statement of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
- a) the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
17	12158400	100%

Voted against the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
0	0	0

Invalid Votes:	
Total number of members (in person Or by proxy) whose votes were declared Invalid	Total number of votes cast by them
0	0



**RESOLUTION NO. 2—**

To declare dividend on equity shares for the year ended 31st March, 2019.

Voted in favour of the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
17	12158400	12158400

Voted against the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast
0	0	0

Invalid Votes	
Total number of members (in person Or by proxy) whose votes were declared Invalid	Total number of votes cast by them
0	0

**RESOLUTION NO. 3—**

To appoint a director in place of Mrs. Richa Misra (DIN 00405282), who retires by rotation and being eligible offers herself for re-appointment

Voted in favour of the resolution:		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of valid votes cast
10	387000	100%

Voted against the resolution		
Number of members Present and Voting (in person or by proxy)	Number of votes cast by Them	% of total number of Valid votes cast



0	0	
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Invalid Votes:	
Total number of members(in person Orbyproxy)whosevotesweredeclared Invalid	Totalnumberofvotescastbythem
0	0

**\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.**

### SPECIAL BUSINESS

#### RESOLUTION NO. 4—

**Approval/ Ratification of Related Party Transactions with New Modern Buildwell Private Limited**

Voted in favour of the resolution:		
Number ofmembers PresentandVoting (inpersonorbyproxy)	Numberofvotescastby Them	%oftotalnumberof valid votescast
10	387000	100%

Voted against the resolution		
Number ofmembers PresentandVoting (inpersonorbyproxy)	Numberofvotescastby Them	%oftotalnumberof Validvotescast
0	0	

Invalid Votes:	
Totalnumberofmembers(inperson Orbyproxy)whosevotesweredeclared Invalid	Totalnumberofvotescastbythem
0	0



**\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.**

#### **RESOLUTION NO.5—**

**Approval/ Ratification of Related Party Transactions with PaarthInfrabuild Private Limited**

<b>Voted in favour of the resolution:</b>		
<b>Number of members Present and Voting (in person or by proxy)</b>	<b>Number of votes cast by Them</b>	<b>% of total number of valid votes cast</b>
10	387000	100%

<b>Voted against the resolution</b>		
<b>Number of members Present and Voting (in person or by proxy)</b>	<b>Number of votes cast by Them</b>	<b>% of total number of Valid votes cast</b>
0	0	

<b>Invalid Votes:</b>	
<b>Total number of members (in person Or by proxy) whose votes were declared Invalid</b>	<b>Total number of votes cast by them</b>
0	0

**\*\* Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11771400 shares interested in the said resolution, are not counted for the purpose of declaring results.**

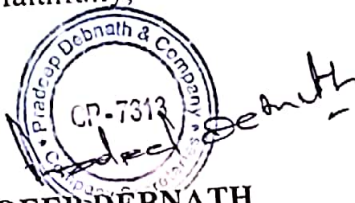




The Registers all other papers and relevant records relating to voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully,



**PRADEEP DEBNATH**  
Pradeep Debnath & Company  
Company Secretaries  
Membership No.6654, Certificate of Practice No.:7313

Place: Delhi  
Date: 27.09.2019

Witness:

1. Name: CHANDRADEEP . KUMAR  
Address: ⇒ JAGJIVAN NAGAR, CHITKOHRA OVER BRIDGE, P/O = ANISABAD - P/S =  
Signature: Chandradeep. Ks. GARDNIBAG = PATNA - 800002.
2. Name: PRACHI JAIN  
Address: 732, Jain Nagar, Delhi - 110081  
Signature: Prachi Jain.

GIST OF PROCEEDINGS OF THE 27<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF RUDRABHISHEK ENTERPRISES LIMITED HELD ON THURSDAY 26<sup>TH</sup> SEPTEMBER, 2019 AT 3.30 P.M AT CONSTANTIA HALL, YWCA, 1 ASHOKA ROAD, NEW DELHI-110001.

**SITTING ON THE DAIS:**

- |                            |   |                                     |
|----------------------------|---|-------------------------------------|
| 1. Mr. Pradeep Misra       | - | Chairman & Managing director        |
| 2. Ms. Richa Misra         | - | Whole-time director                 |
| 3. Mr. Jamal Husain Ansari | - | Non- Executive Independent director |
| 4. Mr. Himanshu Garg       | - | Non- Executive Independent director |
| 5. Mr. Tarun Jain          | - | Non- Executive Independent director |
| 6. Mr. Manoj Kumar         | - | Chief Financial officer             |
| 7. Mr. Vikas Gupta         | - | Company Secretary                   |
| 8. Mr. Sanjeev Gupta       | - | Statutory Auditor                   |
| 9. Mr. Pradeep Debnath     | - | Secretarial Auditor & Scrutinizer   |

**IN ATTENDANCE:**

Mr. Sarbesh, representative from Skyline Financial Services Private Limited, Registrar & Share Transfer Agent (RTA) of Company

**MEMBERS ATTENDANCE:**

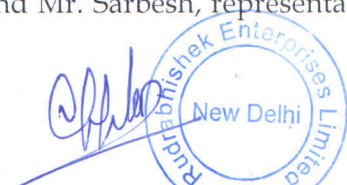
Total 17 members were personally present in the meeting and no shareholder was represented by proxies.

Statutory Registers were available during the meeting for inspection by members.

Mr. Pradeep Misra, Chairman of board of directors, took the chair and welcomed the members to the 27<sup>th</sup> Annual General Meeting of the Company.

Introducing those sitting on the dais, he welcomed the directors present.

The Chairman acknowledged the presence of Mr. Sanjeev Gupta, Statutory Auditor and Mr. Pradeep debnath, Secretarial Auditor & Scrutinizer and Mr. Sarbesh, representative from RTA.



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On the basis of advice from the Company Secretary & RTA present in the meeting, the Chairman declared that the requirement of quorum as per Companies Act 2013 has been fulfilled.

The Chairman stated that the proceedings of Annual general Meeting shall be carried out as per the requirements of Companies Act 2013 & rules made thereunder.

The Chairman further informed the members that the Company is covered under Chapter XB as it is a SME Company and listed on SME platform of NSE Limited. Therefore, Company is not providing e voting facility to its shareholders.

Thereafter the Chairman delivered his speech & concluded by expressing his heartfelt gratitude for invaluable support and the confidence reposed in the Company by shareholders, bankers, financial institutions, dealers, staff, officials of the Central and State Governments, and most importantly its clients. He also thanked all the Members of the Board for providing necessary guidance from time to time in successfully running the operations of the Company.

Thereafter, Chairman took up the formal proceeding of the meeting. With concurrence of the members, the Notice of the 27th Annual General Meeting together with financial statements, Directors Report and Auditors Report were taken as read.

The Chairman invited members to ask questions to the Board of Directors or to make their comments, give suggestions and seek clarifications, if any, on the agenda items as set out in Item No. 1 to 5 set out in the Notice of the Annual General Meeting. Questions were put by members which were duly addressed by the Chairman, Chairman of Audit Committee, Statutory Auditor and Chief Financial Officer.

Responding to the queries and comments from the members, The Chairman thanked them for their appreciation and answered the queries.

Sharing the manner in which the results will be compiled, the Chairman stated that the results of voting on each resolution shall be determined by adding the votes of the poll & postal ballot in favour and against a resolution.

He further declared that on receipt of the Scrutinizer report on the poll to be conducted, the results of the voting will be declared on or before 5:00 P.M. on 27th September 2019. The results shall be intimated to the Stock Exchange and shall also be uploaded on Company's website "www.repl.global" and shall be available at the registered office of the Company.

Accordingly, the poll was ordered for voting on all resolutions as set out in the Item No 1 to 5 of the Notice of 27th Annual General Meeting.

The Chairman stated that it was obligatory to provide voting rights to the members present personally or through proxies at the Annual General Meeting to vote in proportion to the shares held by them and requested all the members and proxy holders present and



entitled to vote to participate in the poll to be taken immediately after closure of meeting at the same venue.

Then he invited Mr. Pradeep Debnath, scrutinizer appointed for poll, to takeover the poll proceedings and submit his report on or before 5:00 P.M. on 27th September, 2019.

Thanking all the members for their participation, suggestions and comments, the Chairman announced the formal closure of the 27th Annual General Meeting of Company at 5.00 P.M.

#### CONDUCT OF POLL

Mr. Pradeep Debnath, Scrutinizer appointed for poll, conducted the poll which included distribution of polling papers, showing empty polling box to members and locking the empty polling box in presence of members. After ensuring that all the members and proxies participating in the poll has casted their votes, the scrutinizer closed the poll at around 5.00 P.M. The scrutinizer then took the custody of the polling box.

**FOR & ON BEHALF OF RUDRABHISHEK ENTERPRISES LIMITED**

(Vikas Gupta)  
Company Secretary



Date: 27/09/2019  
Place: New Delhi