

Dated: 30/09/2020

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

Ref: Security Code- REPL

Dear Sir,

Subject: Voting results of the 28th Annual General Meeting held on 28th September 2020.

This is to inform you that the 28th Annual General Meeting of the members Company was held on Monday, 28th day of September 2020 at 3:00 PM (IST) through Video Conferencing.

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:

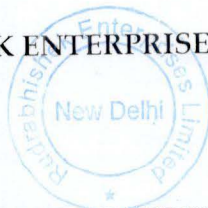
1. Voting Results in prescribed format.
2. Scrutinizers Report.

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

Thanking You,

Yours faithfully,
For RUDRABHISHEK 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

**PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING OF MEMBERS OF
RUDRABHISHEK ENTERPRISES LIMITED HELD ON MONDAY, 28TH SEPTEMBER 2020
AT 3.00 P.M (IST) THROUGH VIDEO CONFERENCING (VC) OR ANY OTHER
AUDIO/VIDEO MEANS (OAVM)**

PRESENT

1. Mr. Pradeep Misra	Chairman & Managing Director
2. Ms. Richa Misra	Whole-time Director
3. Mr. Jamal Husain Ansari	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. Piyush Garg	Authorised Representative on behalf of Sanjeev Neeru & Associates, Chartered Accountants (Statutory Auditors of Company)
9. Mr. Pradeep Debnath	Secretarial Auditor & Scrutinizer of Company
10. Mr. Madhusudan Aggarwal	Invitee (on behalf of Doogar & Associates, Chartered Accountants)

MEMBERS ATTENDANCE

Total 21 members were present in meeting through Video Conferencing (VC) or any other audio/video means (OAVM). Mr. Pradeep Misra, Chairman of board, took chair & welcomed members to 28th Annual General Meeting of the Company. The Members were informed that this Annual General Meeting is being held through Video Conference in accordance with the provisions of Companies Act 2013, read with circulars dated 8th April 2020, 13th April 2020 and 5th May 2020 issued by the Ministry of Corporate Affairs, which exempt physical attendance of the members at the AGM venue.

Thereafter, introduction of Board members along with Senior Management Personnel was done. The requisite quorum being present, the meeting was called to order. All the directors of the Company attended the meeting through Video Conferencing mode (VC).



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The Chairman welcomed all shareholders, auditors and other invitees joining over VC and delivered his speech and 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 the state Government and its Clients. He also thanked all the members of the Board for providing necessary guidance from time to time in successful running the operation of the Company.

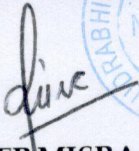
The Members were also informed that the Company is a SME Company covered under Chapter XB. Therefore, Company is not providing remote e-voting facility to its Shareholder. The Members attending the Annual General Meeting through Video Conferencing (VC) casted their vote through polling at the AGM.

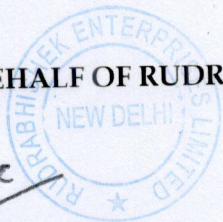
The items, as per the Notice of AGM dated September 02, 2020, were transacted at the meeting. Shareholders were provided facility to ask questions or express their views through chat box on the aforesaid resolutions. Clarifications were provided to the queries raised by the members. The resolutions were passed with the requisite majority.

The Board of Directors had appointed M/s Pradeep Debnath & Co, Company Secretaries as the Scrutinizer to supervise the voting process & submit their report within 48 hours of the conclusion of this meeting.

Thanking all members, meeting was concluded at 3:30 P.M.

FOR & ON BEHALF OF RUDRABHISHEK ENTERPRISES LIMITED


PRADEEP MISRA
CHAIRMAN & MANAGING DIRECTOR
DIN: 01386739



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

On the basis of scrutinizers report dated 29th September, 2020 at the Annual General Meeting, the summary of which is mentioned hereunder, the Chairman announced the result of voting on 30th September, 2020 that all the resolutions as set out in Item No. 1 to 5 in the Notice of 28th 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, 2020 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, 2020 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, 2020 including audited Balance Sheet as at 31st March, 2020 and Statement of Profit and Loss Account & Cash flow Statement for the Financial Year ended 31st March, 2020 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	21	12556500	21	12556500
Less	Total No of Members & Invalid/Reject	0	0	0	0



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Less	Total No. of Members & Votes not exercised/ partially exercised	0	0	0	0
	No. of valid votes	21	12556500	21	12556500

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	21	12556500	21	12556500	100
Against	0	0	0	0	0
Total	21	12556500	21	12556500	100

The resolution passed with requisite majority.

Resolution No. 2:

To declare dividend on equity shares for the year ended 31st March, 2020 (**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. 0.25/- per equity share for the year ended on 31st March 20 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	21	12556500	21	12556500



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	21	12556500	21	12556500

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	21	12556500	21	12556500	100
Against	0	0	0	0	0
Total	21	12556500	21	12556500	100

The resolution passed with requisite majority.

Resolution No. 3

To appoint a director in place of Mr. Pradeep Misra (DIN 01386739), who retires by rotation and being eligible offers herself for re-appointment. **(ORDINARY RESOLUTION)**

"RESOLVED THAT Mr. Pradeep Misra (DIN 01386739) 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 &	13	783000	13	783000



	Shares held by them				
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	13	783000	13	783000

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	13	783000	13	783000	100
Against	0	0	0	0	0
Total	13	783000	13	783000	100

**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal 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 11773500 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 for the Appointment/Re- appointment of Mr. Pradeep Misra as Managing Director of Company and in this regard to consider and if thought fit, to pass with or without modification the resolution (**SPECIAL RESOLUTION**)

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	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	13	783000	13	783000
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	13	783000	13	783000

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	13	783000	13	783000	100
Against	0	0	0	0	0
Total	13	783000	13	783000	100

**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal 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 11773500 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 for the Appointment/Re- appointment of Ms. Richa Misra as Whole time Director of Company 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	13	783000	13	783000
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	13	783000	13	783000

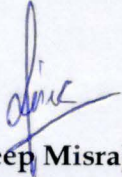
Particulars	POLL		TOTAL		% of total no. of valid votes cast
	No. of members voted	Votes held by them	No. of members voted	Votes held by them	
Favour	13	783000	13	783000	100
Against	0	0	0	0	0
Total	13	783000	13	783000	100



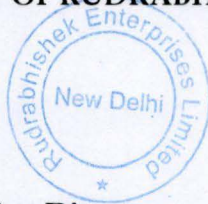
**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal Misra, Mrs. Sarla Sharma and Kahtura Milk & Agro Products Pvt Ltd (collectively known as the Promoters & Promoters Group) & Mr. Manoj Kumar, CFO of company amounting to 11773500 shares 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: 30/09/2020
Place: New Delhi**

PRADEEP DEBNATH & CO.

Regd. Off. : H-2/206-207, Apra North Ex Plaza, Netaji Subhash Place, New Delhi-110034

Ph. : 011- 41500700, Mob. : 9910562121

www.pradeep@teamclv.in , e-mail : pradeepdebnath205@gmail.com

REPORT OF SCRUTINIZER(S)

Ref. No. [Pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014] Dated

TO,
THE CHAIRMAN,
RUDRABHISHEK ENTERPRISES LIMITED (CIN: L74899DL1992PLC050142)
820, ANTRIKSHA BHAWAN,
K.G. MARG,
NEW DELHI- 110001.

Ref: 28th (Twenty Eighth) Annual General Meeting of Shareholders of M/s. RUDRABHISHEK ENTERPRISES LIMITED held on Monday, 28th Day of September 2020 at 3.00 P.M (IST) through Video Conferencing

Sub: Scrutinizer's Report on Polling/voting process conducted during Annual General Meeting of Company

Dear Sir,

I, Pradeep Debnath, Proprietor of M/s Pradeep Debnath & Co, Practicing Company Secretary was appointed as Scrutinizer by the Board of Directors of **Rudrabhishek Enterprises Limited** (the Company) for the purpose of conducting voting processes in respect of, submit our report as under:

1. In terms of Section 109 of the Companies Act, 2013 read with Rule 21 & Rule 22 of the Companies (Management and Administration) rules, 2014, read with General circular no 14/2020 dated April 8, 2020, Circular no 17/2020 dated April 13, 2020 and Circular no 22/2020 dated June 15, 2020 in relation to clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and Rules made thereunder on account of the threat posed by Covid-19 issued by the Ministry of Corporate Affairs as substituted by the Companies (Management and Administration) Rules, 2014 and Regulation 29, 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has issued a Notice dated 2nd September 2020 for passing Special and ordinary resolutions as mentioned therein. As confirmed to me, the Company had completed dispatch of Notices by 16th September, 2020 through:



- a) Email to members (as on 28th August, 2020 being the cut of date) whose email addresses are registered in the records of the depository participants viz. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] and the Company's registrar and Share transfer Agent viz Skyline Financial Services Private Limited.; and

- b) The Company has also published an newspaper advertisement in all editions of "Financial Express" (English) and Delhi edition of "Jansatta" (Hindi) newspapers dated 5th September, 2020.
2. The shareholders of the company holding shares as on the cut-off date of 21st September, 2020 were entitled to vote on the resolution as contained in the notice of Annual General Meeting.
 3. 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.
 4. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and the rules relating to Polling/voting on the resolutions contained in the notice of Annual General Meeting, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated by Skyline Financial Services Private Limited (RTA of Company)
 5. The total votes cast in favour or against all the resolutions proposed in the Notice of Annual General Meeting, are as under:

1. RESOLUTION NO. 1-

To receive, consider and adopt:

- a. the Audited Standalone Financial Statement of the Company for the year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

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
21	12556500	100%



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

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

(iii) **Invalid** votes:

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

Thus, based on the Results, the Resolution as contained in Item No. 1 is passed with requisite majority.

2. RESOLUTION NO. 2-

To declare dividend on equity shares for the year ended 31st March, 2020 as Ordinary Resolution.

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

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
21	12556500	100%

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

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



(iii) **Invalid votes:**

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

Thus, based on the Results, the Resolution as contained in Item No. 2 is passed with requisite majority.

3. **RESOLUTION NO. 3-**

To appoint a director in place of Mr. Pradeep Misra (DIN 01386739), who retires by rotation and being eligible offers herself for re-appointment.

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

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
13	783000	100%

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

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

(iii) **Invalid votes:**

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

**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal 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 11773500 shares interested in the said resolution, are not counted for the purpose of declaring results.**



Thus, based on the Results, the Resolution as contained in Item No. 3 is passed with requisite majority.

4. RESOLUTION NO. 4-

Approval for the appointment/ re-appointment of Mr. Pradeep Misra as Managing Director of company

(i) Voted in favour of the resolution:

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
13	783000	100%

(ii) Voted against the resolution:

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

(iii) Invalid votes:

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

**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal 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 11773500 shares interested in the said resolution, are not counted for the purpose of declaring results.**

Thus, based on the Results, the Resolution as contained in Item No. 4 is passed with requisite majority.



5. **RESOLUTION NO. 5-**

Approval for the appointment/ re-appointment of Ms. Richa Misra as Whole-time Director of Company

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

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
13	783000	100%

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

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

(iii) **Invalid** votes:

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

**** Being the votes casted by Mr. Pradeep Misra, Mrs. Richa Misra, Pradeep Misra HUF, Ms. Shruti Misra, Mr. Prajjwal 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 11773500 shares interested in the said resolution, are not counted for the purpose of declaring results.**

Thus, based on the Results, the Resolution as contained in Item No. 5 is passed with requisite majority.

6. All the relevant records of voting along with other related papers, register and records pertaining to votes cast electronically are in my safe custody and will be handed over to the Company Secretary of the Company for safe custody, who is duly authorised by the Chairman of the Company.



You may kindly consider the aforesaid position of the votes cast by the members, through polling/voting and declare the result accordingly.

Thanking you.

Yours faithfully,

Pradeep Debnath



PRADEEP DEBNATH

Pradeep Debnath & Company

Practicing Company Secretary

Membership No.6654

Certificate of Practice No.:7313

ICSI UDIN: F006654B000800031

Place: New Delhi

Dated: 29th September, 2020

Counter Signed by Chairman/ Company Secretary authorised by Chairman.

[Signature]

