



PRADEEP DEBNATH & Co.
COMPANY SECRETARIES

FORM MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 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

Sub: Scrutinizers Report on Postal Ballot conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the act") read with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014.

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 Postal Ballot/ E-voting processes in respect we submit our report as under:

1. In terms of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & Rule 22 of the Companies (Management and Administration) rules, 2014, read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated 28th September 2020, the General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021, General Circular No. 20/2021 dated 08th December 2021, General Circular No. 3/2022 dated 05th May 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, collectively referred to as ("MCA Circulars") & Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), Government of India. Regulation 29, 30 & 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has issued a Postal Ballot Notice dated 26th April 2023 for passing resolution as mentioned therein. As confirmed to me, the Company had completed dispatch of Postal ballot Notices on 16th May 2023 and corrigendum dated 22nd May 2023 through E-mail.
 - (a) Email to members (as on 28th April, 2023 being the cut of date) whose email addresses are registered in the records of the depository participants viz. National Securities Depository

Regd. Office: H-2/206, APRA NORTH EX PLAZA, NETAJI SUBHASH PLACE, NEW DELHI-110034
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Limited [NSDL] and Central Depository Services (India) Limited [CDSL] and the Company's Registrar and Share transfer Agent viz Skyline Financial Services Pvt Ltd.; and

- (b) The Company has also published an newspaper advertisement in all editions of "Financial Express" (English) and Delhi edition of "Jansatta" (Hindi) newspapers on 17th May, 2023
2. The shareholders of the company holding shares as on the cut-off date of 28th April, 2023 were entitled to vote on the resolution as contained in the Notice of Postal Ballot.
 3. The Postal Ballot Voting / E-voting commenced from Wednesday, 17th May 2023 at 9.00 a.m. and ended on Thursday, 15th June 2023 at 5.00 p.m. (inclusive of both the days). After the Completion of dispatch of postal ballot Notice on dated 16th May 2023, some typographical error identified in the postal ballot Notice. Thus corrigendum of Postal Ballot Notice were sent to the members on dated 22nd May 2023. The members who have already voted earlier to this corrigendum were given an option to mail their assent/dissent to pradeepdebnath205@gmail.com , who will prevail over e-voting.
 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 Postal Ballot and E-voting on the resolutions contained in the notice of the Postal Ballot/e-voting, my responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer's Report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the e-voting system provided by National Securities Depository Limited [NSDL].
 5. The votes on remote e-voting were unblocked on 16th June, 2023, after conclusion of voting ended on 15th June 2023 at 5:00 P.M. in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited [NSDL] and the same are being handed over to the Company Secretary of the Company, who is duly authorised by the Chairman of the Company.
 6. The total votes cast in favour or against all the resolutions proposed in the Notice of Postal Ballot dated 26th April 2023 are as under:

RESOLUTION NO. 1 –

ISSUANCE OF 7,80,000 EQUITY WARRANTS ("WARRANTS") CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO PERSON(S) BELONGING TO THE PROMOTER, PROMOTER GROUP AND NON-PROMOTER GROUP.

Type of Resolution: Special Resolution

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I) Voted in favour of the resolution

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	0	0	0
	Non Promoter Group	46	8998	77.58%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter Group	0	0	0
Total		46	8998	77.58%

(I) Voted against the resolution

Mode of voting	Category	Number of member voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Promoter Group	0	0	0
	Non Promoter Group	13	2600	22.42%
Voting by postal ballot	Promoter Group	0	0	0
	Non Promoter Group	0	0	0

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Total	13	2600	22.42%
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(II) Invalid Votes

Total number of members whose votes were declared Invalid	Total number of votes cast by them
0	0

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

I have not received any assent or dissent for the above resolution from any members of the Company through mail on mail id pradeepdebnath205@gmail.com

RESULT: The resolutions have secured requisite majority of votes, the resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you.

Yours faithfully,

PRADEEP KUMAR DEBNATH
Digitally signed by
PRADEEP KUMAR DEBNATH
Date: 2023.06.16 17:19:50
+05'30'

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

Certified true copy.

Place: Delhi
Date: 16/06/2023

Regd. Office: H-2/206, APRA NORTH EX PLAZA, NETAJI SUBHASH PLACE, NEW DELHI-110034
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RUDRABHISHEK ENTERPRISES LIMITED

1. TO CONSIDER AND APPROVE ISSUANCE OF 7,80,000 EQUITY WARRANTS ("WARRANTS") CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO PERSON(S) BELONGING TO THE PROMOTER, PROMOTER GROUP AND NON-PROMOTER GROUP.									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	Yes
Promoter and Promoter Group	E-Voting		0	0%	0	0	0%	0%	
	Poll		0	0	0	0	0	0	
	Postal Ballot	11903650		0	0	0	0	0	
	Total		0	0%	0	0	0%	0%	
Public Institutions	E-Voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot	0		0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public Non Institutions	E-Voting		11598	0.21%	8998	2600	77.58%	22.42%	
	Poll		0	0	0	0	0	0	
	Postal Ballot	5438850		0	0	0	0	0	
	Total		11598	0.21%	8998	2600	77.58%	22.42%	
Total		17342500	11598	0.07%	8998	2600	77.58%	22.42%	

