

RGF CAPITAL MARKETS LIMITED

Regd Office: 14, N.S. Road, 2nd Floor, Kolkata – 700001

CIN: L67120WB1983PLC036113

Phone:033-40055190

Email:rgfcapital@gmail.com, Website: www.rgfcapitalmarkets.com

Dated :30.09.2023

To, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400001	To, The Company Secretary & Listing Department , The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata - 700001
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Scrip Code: 539669

Respected Sir,

Sub : Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the 40th Annual General Meeting (AGM) of the Company was held on 30th September, 2023 at 11.00 a.m. at 14,N.S.Road, 2nd Floor, Kolkata – 700001. Pursuant to Regulation 44 (3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting (e-voting) during the period commencing from 27thSeptember, 2023 (09.00 A.M.) to 29th September, 2023 (5.00 P.M.).

Further, the Company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting. All the resolutions contained in the Notice of the above AGM were approved by requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM. Accordingly all the resolutions were declared to be passed on 30th September, 2023 which is the date of the Annual General Meeting.

In accordance with Regulation 44 (3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the consolidated voting results in the prescribed format along with the combined scrutinizer's report for e-voting and poll conducted physically through ballot forms at the AGM venue.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

For RGF Capital Markets Limited
RGF Capital Markets Ltd.


Sagar Mal Nahata
Managing Director
DIN: 00307611

Details of Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr.No	Particulars	Details
1.	Date of AGM	September 30,2023
2.	Total Number of shareholders on cut off date	1108
3.	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group through representative: Public:	 7 12
4.	No of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	 N.A

The mode of voting for all the resolutions was:

1. Remote e-voting was conducted from 27th September, 2023 to 29th September, 2023 and Voting by physical Ballot Paper was conducted at the meeting.

Given below is the Agenda-wise disclosure of combined result of remote e-voting and voting by physical ballot paper conducted at the meeting

General information about company	
Scrip code	539669
NSE Symbol	
MSEI Symbol	
ISIN	INE684D01025
Name of the company	RGF CAPITAL MARKETS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:55 AM

Scrutinizer Details	
Name of the Scrutinizer	ANURAG FATEHPURIA
Firms Name	ANURAG FATEHPURIA
Qualification	CS
Membership Number	34471
Date of Board Meeting in which appointed	27-05-2023
Date of Issuance of Report to the company	30-09-2023

Voting results	
Record date	23-09-2023
Total number of shareholders on record date	1108
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	12
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	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To receive, consider and adopt the Audited Statement of To receive Profit and Loss for the year ended March 31, 2023 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.				
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	37469556						
	Poll		37465901	99.9902	37465901	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		37469556	37465901	99.9902	37465901	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	112554444	331	0.0003	329	2	99.3958	0.6042
	Poll		74087305	65.8235	74087305	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		112554444	74087636	65.8238	74087634	2	100
Total		150024000	111553537	74.3571	111553535	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint M/S S.K. Dhar & Co Chartered Accountants having Firm Registration No 307041E as Statutory Auditors of the company for a period of 5 years.				
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	37469556						
	Poll		37465901	99.9902	37465901	0	100	0
	Postal Ballot (if applicable)							
	Total		37469556	37465901	99.9902	37465901	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	112554444	331	0.0003	329	2	99.3958	0.6042
	Poll		74087305	65.8235	74087305	0	100	0
	Postal Ballot (if applicable)							
	Total		112554444	74087636	65.8238	74087634	2	100
Total		150024000	111553537	74.3571	111553535	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint Director in place of Mr. Rishi Kant Tiwari (DIN: 08029578), who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.				
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	37469556						
	Poll		37465901	99.9902	37465901	0	100	0
	Postal Ballot (if applicable)							
	Total		37469556	37465901	99.9902	37465901	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	112554444	331	0.0003	329	2	99.3958	0.6042
	Poll		74087305	65.8235	74087305	0	100	0
	Postal Ballot (if applicable)							
	Total		112554444	74087636	65.8238	74087634	2	100
Total		150024000	111553537	74.3571	111553535	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Re-appoint Mr. Sagar Mal Nahata (DIN:00307611) as Managing Director of the Company for a second term of 5 years.				
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	37469556						
	Poll		37465901	99.9902	37465901	0	100	0
	Postal Ballot (if applicable)							
	Total		37469556	37465901	99.9902	37465901	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	112554444	331	0.0003	329	2	99.3958	0.6042
	Poll		74087305	65.8235	74087305	0	100	0
	Postal Ballot (if applicable)							
	Total		112554444	74087636	65.8238	74087634	2	100
Total		150024000	111553537	74.3571	111553535	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



ANURAG FATEHPURIA

COMPANY SECRETARIES

(A Peer Reviewed Firm)

4/B/1, Salkia School Road,

Raghav River View Apartment, Howrah – 711106

Email ID: af2011@rediffmail.com; Contact: 9883808096

To,
The Chairman
Of the 40th Annual General Meeting of the Shareholders of
RGF Capital Markets Limited
14, N.S. Road, 2nd Floor, Kolkata – 700001.

Dear Sir,

At the outset, I would like to extend my heartfelt gratitude for entrusting me with the task of scrutinizing the remote e-Voting and Voting on Poll by your shareholders, at the 40th Annual General Meeting of your Company held on September 30th 2023 at 11:00 A.M.

Please find enclosed Consolidated Results of remote e-Voting & Poll. I have issued separate report on remote e-Voting and Report on Poll results at the AGM including the consolidated report.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by National Securities Depository Limited (NSDL) and the Report on Poll is scrutinized by me after the proceedings of AGM were concluded.

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.

Anurag fatehpuria

ANURAG FATEHPURIA
(Practicing Company Secretary)

CP No.: 12855

Date: 30th September, 2023

Place: Kolkata

UDIN: A034471E001137485



Scrutinizer's Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Amended Rules, 2018 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Of the 40th Annual General Meeting
RGF Capital Markets Limited, held on the 30th day of September, 2023 at 11.00 A.M.
At 14, N.S. Road, 2nd Floor, Kolkata - 700001.

Sub: Scrutinizer's Report
Ref: 40th Annual General Meeting of the Members of RGF Capital Markets Limited

Dear Sir,

I, Anurag Fatehpuria, Proprietor of M/s. Anurag Fatehpuria, a Practicing Company Secretary having its office at 4/B/1, Salkia School Road, Raghav River View Apartment, Howrah 711106, have been appointed as a Scrutinizer of RGF CAPITAL MARKETS LIMITED ("the Company") for the purpose of voting by electronic means and poll taken on the below mentioned resolutions at the 40th Annual General Meeting of the Members of RGF Capital Markets Limited, held on the 30th day of September, 2023 at 11.00 A.M. at 14, N.S. Road, 2nd floor, Kolkata - 700001. I hereby submit my report as under:

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.
2. The locked ballot box was subsequently opened in my presence and the poll papers were diligently scrutinized and were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the company and the authorizations/proxies lodged with the company.
3. The e-voting period remained open from Wednesday, 27th September, 2023 from 9.00 a.m. till Friday, 29th September, 2023 till 5 p.m.
4. The Shareholders holding shares as on the "cut off" date i.e., 23rd September, 2023 were entitled to vote on the proposed resolution as set out in the Notice of the AGM of the Company).
5. The votes were unblocked on 30th September, 2023 around 12.05 p.m. in the presence of two witnesses who are not in the employment of the Company.



6. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of National Securities Depository limited (<https://www.evoting.nsdl.com/>).
7. The Consolidated Results of E-Voting & Poll at the 40th Annual General Meeting are as under:

ORDINARY BUSINESS:

CONSOLIDATED RESULT OF ITEM NO.1 - ORDINARY RESOLUTION

SUBJECT	To receive, consider and adopt Financial Statements of the Company for the year ended March 31, 2023 including the Audited Balance Sheet as March 31, 2023, the statement of Profit & Loss for the Year ended on that date and the reports of the Board of Directors and Auditors thereon.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	329	111553206	111553535	99.9999%
Dissent	2	-	2	0.00001%
Invalid/Abstain	-	-	-	0%
Total	331	111553206	111553537	100%

Accordingly, out of a total **111553537** valid votes cast via remote e-Voting and Poll, **111553535** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9999%** of the votes polled; **02** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.00001%** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 1, of the notice dated 14th August, 2023 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULT OF ITEM NO.2 - ORDINARY RESOLUTION

SUBJECT	To Appoint M/S S.K. Dhar & Co, Chartered Accountants, (FRN:307041E) as Statutory Auditors of the Company for a term of 5 years from the conclusion of this Annual General
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	Meeting (AGM) till the Annual General Meeting (AGM) of the company to be held in the year 2028.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	329	111553206	111553535	99.9999%
Dissent	2	-	2	0.00001%
Invalid/Abstain	-	-	-	0%
Total	331	111553206	111553537	100%

Accordingly, out of a total **111553537** valid votes cast via remote e-Voting and Poll, **111553535** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9999%** of the votes polled; **02** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.00001%** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 2, of the notice dated 14th August, 2023 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULT OF ITEM NO.3 - ORDINARY RESOLUTION

SUBJECT	To appoint Director in place of Mr. Rishi Kant Tiwari (DIN: 08029578), who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	329	111553206	111553535	99.9999%
Dissent	2	-	2	0.00001%
Invalid/Abstain	-	-	-	0%
Total	331	111553206	111553537	100%

Accordingly, out of a total **111553537** valid votes cast via remote e-Voting and Poll, **111553535** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **99.9999%** of the votes polled; **02** Votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0.00001%** of the votes polled.



Thus, the **Ordinary Resolution** as contained in Item No. 3, of the notice dated 14th August, 2023 is passed with **REQUISITE MAJORITY**.

SPECIAL BUSINESS:

CONSOLIDATED RESULT OF ITEM NO.4 - SPECIAL RESOLUTION

SUBJECT	To Re-appoint Mr. Sagar Mal Nahata (DIN:00307611) as Managing Director of the Company for a second term of 5 years.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	329	111553206	111553535	99.9999%
Dissent	2	-	2	0.00001%
Invalid/Abstain	-	-	-	0%
Total	331	111553206	111553537	100%

Accordingly, out of a total **111553537** valid votes cast via remote e-Voting and Poll, **111553535** votes were cast **ASSENTING** to the **Special Resolution** constituting **99.9999%** of the votes polled; **02** Votes were cast **DISSENTING** to the **Special Resolution** constituting **0.00001%** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 4, of the notice dated 14th August, 2023 is passed with **REQUISITE MAJORITY**.

8. The relevant records of the remote E Voting and Poll papers were handed over to the Director/Company Secretary authorized by the Board for safe keeping

Anurag Fatehpuria
ANURAG FATEHPURIA

(Practicing Company Secretary)

CP No.: 12855

Date: 30th September, 2023

Place: Kolkata

UDIN: A034471E001137485



Counter Signed By
RGP Capital Markets Ltd.

S. Nahata

(MANAGING DIRECTOR)