



REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company firmly believes that Corporate Governance is about commitment to values and ethical business conduct. Your Company has a strong legacy of fair, transparent and ethical governance practices and endeavours to improve upon these aspects on an ongoing basis and adopts innovative approaches. The Board of Directors of your Company is responsible for and committed to sound principles of Corporate Governance in the Company. It has been enduring in its philosophy to enhance stakeholders' value and customers' satisfaction by consistently endeavoring to follow the best Corporate Governance practices. The Board plays a critical role in overseeing how the management serves the short and long-term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. The Board updates expects to realize its Vision by taking such actions as may be necessary in order to achieve its goal of value creation, safety, environment and people in which it operates.

2. BOARD OF DIRECTORS

Your Company's Board of Directors plays primary role in ensuring good governance, smooth functioning of the Company and in creating shareholder value. The Board of directors ('the Board') is entrusted with the ultimate responsibility of the management, general affairs, direction, management policies and their effectiveness. The Board's actions and decisions are aligned with the Company's best interests.

The composition of the Board of Directors of the Company is in conformity with the Code of Corporate Governance as per Clause 49 of the Listing Agreement. The Company has an optimum combination of Executive and Non-Executive Directors.

As on 31st March, 2015 the Company had seven directors on the Board. Two Directors are Executive Directors. Five Directors are Non-Executive Directors. Four of the Non-Executive Directors are Independent Directors. The Company has One Woman Director in its Board and as such the company has complied with the provisions of Section 149 of the Companies Act, 2013 and Clause 49 (II)(A)(1) of the Listing Agreement

Details of attendance of directors at board meetings during the financial year and at the Company's 8th Annual General Meeting together with the number of other directorships and committee memberships held by them are as follows:



Name of the Director	Designation	Category	Attendance		No. of other Directorship(s)*	Membership(s)/ Chairmanship(s) of Board Committees of other companies**
			Board Meetings	Last AGM		
Mr. Sunder Lal Dugar	Chairman & Managing Director	Executive & Promoter	6	Yes	7	-
Mr. Pradeep Kumar Pugalia	Whole-Time Director	Executive	6	Yes	7	-
Mr. Ravi Prakash Pincha	Director	Non-executive & Independent	6	Yes	14	4 (3 as Chairman)
Mr. Om Prakash Rathi	Director	Non-executive & Independent	6	Yes	5	-
Mr. Mahendra Pratap Singh	Director	Non-executive & Independent	4	No	4	1 (As Chairman)
Mr. Waseem Javed Khan@	Director	Non-executive & Independent	1	No	1	-
Mrs. Kusum Devi Dugar@	Director	Non-executive	3	No	2	-
Mr. Surendra Kumar Parakh\$	Director	Non Executive	1	No	0	-

**Includes Directorships in private limited, but Excludes Directorships in foreign companies and government companies*

***Only memberships/chairmanships of the Audit Committee and Stakeholders' Relationship Committee in various public limited companies considered*

@Appointed w.e.f. 1st June, 2014

\$ Sri Surendra Kumar Parakh Resigned w.e.f 1st June, 2014

Notes:

1. The Directorship/Committee membership is based on the Disclosures received from the Directors as on 31st March, 2015.
2. None of the Directors hold Directorships in more than 20 companies pursuant to Section 165 (1) of the Companies Act, 2013.
3. None of the Directors hold Membership and/or Chairmanship of any Committee exceeding 10 Companies and/or 5 Companies respectively as per Clause 49 of the Listing Agreement.

Mr. Pradeep Kumar Pugalia retires by rotation at the forthcoming Ninth Annual General Meeting. He is eligible for re-appointment. As required under clause 49(VIII)(E) of the Listing Agreement, the brief resume of Director retiring by rotation and seeking reappointment is appended in the Notice for convening Annual General Meeting.

All Directors and Members of Senior Management have, as on 31st March, 2015, affirmed their compliance with Company's Code of Conduct.

Mrs. Kusum Devi Dugar, Women Director is spouse to Mr. Sunder Lal Dugar and no other director has any inter-se relation to other Director.

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from other Board business. The Board/Committee meetings are pre scheduled and a tentative date of Board and Committee meetings is circulated to the Directors well in advance to facilitate them to plan their schedules. The agenda of board and committee



meetings, notes and explanatory statements are distributed well in advance to the Directors to ensure meaningful participation in the meetings. Every Board member is free to suggest items for inclusion on the agenda. The Board meets at least once in a quarter to review the quarterly results and other agendas.

Meeting of Independent Director

Pursuant to Schedule IV of the Companies Act 2013 and the Rules made thereunder, a separate meeting of Independent Directors was held on 11th February, 2015. The meeting was attended by Shri Om Prakash Rathi; Shri Ravi Prakash Pincha; Shri Mahendra Pratap Singh; Shri Waseem Javed Khan, Shri Om Prakash Rathi was elected as the Lead Independent Director. In the meeting, the Directors reviewed the performance of Non-Independent Directors and the Board as a whole and further assessed the quality, quantity and the timeliness of flow of information between the Management and the Board. The Directors discussed the evaluation form for the Evaluation of Directors.

Board Meetings

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from other Board business. The Board/Committee meetings are pre-scheduled and tentative dates of Board and Committee meetings are circulated to the Directors well in advance to facilitate them to plan their schedules. The Board meets at least once in a quarter to review the quarterly results and other agendas. Every Board member is free to suggest items for inclusion on the agenda. Agenda and Notes on the agenda are circulated among the Directors, well in advance, in a structured format. All material information is incorporated in the agenda papers to facilitate meaningful and focused discussions at the meeting

Number of Board Meetings

The Board met Six times during the financial year on 16th April, 2014, 28th May, 2014, 14th August, 2014, 13th November, 2014, 14th November, 2014, & 11th February, 2015. The maximum time gap between any two consecutive meetings did not exceed four months.

The meetings of the Board held during the year 2014-15 are as follows:

Sl. No.	Date of Meeting	Board Strength	No. of Director's Present
1	16/04/2014	6	6
2	28/05/2014	6	5
3	14/08/2014	7	4
4	13/11/2014	7	6
5.	14/11/2014	7	5
6.	11/02/2015	7	7

3. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board, to carry out clearly defined roles. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Minutes of the meetings of all the Committees are placed before the Board for review.



The Board has established the following Committees:

A. Audit Committee

As on March 31, 2015, the Committee consists of 3 Directors, who bring with them vast experience in the field of operations, finance and accounts. The Committee comprises of:

Sr.No.	Name	Category	Designation
1.	Mr Om Prakash Rathi	Non-executive Independent	Chairman
2.	Mr. Ravi Prakash Pincha	Non-executive Independent	Member
3.	Mr. Pradeep Kumar Pugalia	Whole Time Director	Member

The Company Secretary acts as the Secretary to the Committee. Mr. Surendra Kumar Parakh has resigned from the Board w.e.f. 1st June 2014, consequently ceased to be a member of the Audit Committee. In his place Mr. Ravi Prakash Pincha has been inducted as a Member of the Audit Committee.

During the financial year ended 31st March 2015, Audit Committee met 5 times on 28th May, 2014, 14th August, 2014, 13th November, 2014, 14th November, 2014, & 11th February, 2015. The details of the number of meetings held and attendance of the directors thereat is given herein below:

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr Om Prakash Rathi	5	5
Mr. Ravi Prakash Pincha	4	4
Mr. Pradeep Kumar Pugalia	5	5
Mr. Surendra Kumar Parakh*	1	Nil

* Ceased to be a member of the Committee w.e.f. 1st June, 2014

The Audit Committee is empowered, pursuant to its terms of reference, inter alia, to:

- Investigate any matter within its terms of reference or in relation to the compliance with the provisions of the Companies Act, 1956 or referred to it by the Board.
- To seek any information it requires from any employee.
- Obtain legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise, when considered necessary.
- Have full access to information contained in the records of the Company

The role of the Committee includes the following:

- To oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- To recommend the appointment, remuneration, terms of appointment and removal of Statutory Auditors, and to review the manner of rotation of Statutory Auditors;
- To recommend the appointment, remuneration and removal of Cost Auditors, where necessary;
- To approve transactions of the Company with related parties, including modifications thereto;
- To review and monitor the Statutory Auditor's independence and performance, and effectiveness of the audit process;
- To evaluate the Company's internal financial controls and risk management systems;
- To review with the management the following:



1. Annual financial statements and Auditor's Report thereon before submission to the Board for approval;
2. Quarterly financial statements before submission to the Board for approval;

(h) To review the following:

1. Management discussion and analysis of financial condition and results of operations;
2. Adequacy of internal control systems and the Company's statement on the same prior to endorsement by the Board, such review to be done in consultation with the management, Statutory and Internal Auditors;
3. Reports of Internal Audit and discussion with Internal Auditors on any significant findings and follow-up thereon;
4. System / manner of maintenance, storage, retrieval, display, print out and security of books of account of the Company maintained in the electronic form;
5. Functioning of Whistle blower Mechanism

B. Stakeholders Relationship Committee

As on March 31, 2015, the Committee comprises of:

Sr.No.	Name	Category	Designation
1.	Mr Om Prakash Rathi	Non-executive Independent	Chairman
2.	Mr. Mahendra Pratap Singh	Non-executive Independent	Member
3.	Mr. Pradeep Kumar Pugalia	Whole Time Director	Member

Mrs. Satapdi Senguta resigned as Company Secretary w.e.f. 8th October 2015 and Miss Deepika Sethia was appointed in her place w.e.f. 14th November, 2014, and said Company Secretary acts as Secretary to the Committee during their term.

The Committee met 9 times during the financial year on 16th April, 2014; 20th June 2014; 18th July 2014; 23rd July 2014; 10th September 2014; 13th November 2014; 19th November, 2014; 31st January 2015 & 9th February 2015. Mr. Om Prakash Rathi & Mr. Pradeep Kumar Pugalia attended all the meetings and Mr. Mahendra Pratap Singh attended 1 meeting.

Terms of Reference

The committee monitors the Company's response to investor complaints. It has also been authorized to approve the issue of duplicate share certificates in lieu of those lost or destroyed.

In accordance with the provisions of revised clause 49(VIII) (E)(5) of the listing agreement, the power to approve transfers, transmissions, etc. of shares in the physical form has been delegated to a Share Transfer Agents (STA).

As on 31st March 2015, there was no pending request for dematerialization or physical transfers of shares. There were no complaints received from shareholders during the year, neither there were any pending/unresolved Complaints as on 31st March, 2015.

C. Nomination & Remuneration Committee

As on March 31, 2015, the Committee comprises of:

Sr.No.	Name	Category	Designation
1.	Mr Om Prakash Rathi	Non-executive Independent	Chairman
2.	Mr. Mahendra Pratap Singh	Non-executive Independent	Member
3.	Mr. Ravi Prakash Pincha	Non-executive Independent	Member



The Committee met three times during the financial year on 16th April, 2014; 28th May, 2014 and 14th November, 2014. Mr. Om Prakash Rathi & Mr. Ravi Prakash Pincha attended all the meetings

Terms of Reference

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
2. To formulate criteria for and carry out evaluation of Independent Directors and the Board;
3. To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
4. To devise a policy on Board diversity
5. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable

Remuneration Policy

The company has framed a Remuneration Policy and the same is attached as 'Annexure 1' to the Board Report

Details of Remuneration of the Directors for the financial year ended 31st March, 2015

(Amount in Rs.)

Director	Consolidated Salary	Perquisites and other Benefits	Contribution towards Provident and/or other Funds	Performance bonus/ Commission	Sitting Fees	Total
Sri Sunder Lal Dugar	9,60,000/-	4,479/-	86,400/-	Nil	Nil	10,50,879/-
Sri Pradeep Kumar Pugalia	9,00,000/-	Nil	Nil	Nil	Nil	9,00,000/-

No remuneration (including sitting fee) has been paid to the Non-Executive Directors in the financial year 2014-15. Except Sri Ravi Prakash Pincha, Smt. Kusum Devi Dugar and Sri Om Prakash Rathi, no other Non-Executive Director holds any shares and/or convertible instruments in the Company and also they do not have any pecuniary relationship or transaction with the Company. The Company has not granted any stock options to its Directors.

The appointment of the Executive Directors is governed by resolutions passed by the Board and the Shareholders of the Company, which cover the terms and conditions of such appointment, read with the service rules of the Company. Letters of appointment have been issued by the Company to the Independent Directors, as required under Clause 49 of the Listing Agreement, incorporating their roles, duties, and responsibilities etc., which have been accepted by them.



D. Corporate Social Responsibility Committee

As on March 31, 2015, the Committee comprises of:

Sr.No.	Name	Category	Designation
1.	Mr Om Prakash Rathi	Non-executive Independent	Chairman
2.	Mr. Ravi Prakash Pincha	Non-executive Independent	Member
3.	Mr Pradeep Kumar Pugalia	Whole Time Director	Member

The Committee was constituted on 28th May, 2014 and has met on 11th February 2015 during the financial year 2014-15.

CSR Contribution

Effective from 2014-15, at least 2% of average net profits of past three years should be expended on CSR activities in terms of Section 135 of Companies Act 2013. The Company has contributed 2% of its average net profits amounting to Rs. 15,51,000 (approx), to Sri S.L.Dugar Charitable Trust for activities related to promotion and improvement of education.

Corporate Social Responsibility Committee Report

The CSR Report for the year ended 31 March 2015 is attached as 'Annexure - 3' to the Board Report

4. Subsidiary Company:

The Company does not have any *material* subsidiary as defined under clause 49 of the listing agreement. However, the Company has formulated a Policy on Material Subsidiary and uploaded on the website of the Company.

weblink: http://rdbindia.com/pdf/codes%20and%20policies/policy_on_material_subsiary.pdf

5. DETAILS OF GENERAL BODY MEETINGS

a. Details of Annual General Meetings

The date, time, venue and the special resolutions passed in the last three Annual General Meetings are as under:-

Financial Year ended	Meeting	Day & Date	Time	Venue	Special Resolutions, if any, passed
2013-14	8 th A.G.M	Friday 05.09.2014	11.30 A.M	Aryans School, 149 B.T. Road, Kolkata- 700058	Increase In Borrowing Limits Of The Company
2012-13	7 th A.G.M	Thursday 08.08.2013	11.00 A.M	Aryans School, 149 B.T. Road, Kolkata- 700058	Nil
2011-12	6 th A.G.M.	Wednesday 08.08.2012	11.30 A.M	Gyan Manch, 11, Pretoria Street, Kolkata – 700 071	Nil



b. Postal Ballot

- No Special Resolution passed through postal ballot during the financial year 2014-15.
- None of the business proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through postal ballot.
- There were no Extraordinary General Meeting held in preceding 3 years, i.e. 2012-13, 2013-14 & 2014-15

The name, designation and address of the Compliance Officer are as under:

Name and Designation	Ms.Deepika Sethia, Company Secretary & Compliance Officer
Address	8/1, Lal Bazar Street, Kolkata- 700 001
Contacts	033-4450 0500/510
Email	deepikasethia@rdbindia.com

6. Code of Conduct

The Company is consistently endeavoring to conduct its business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations. The Company believes that a good corporate governance structure would not only encourage value creation but also provide accountability and control systems commensurate with the risks involved. The Board of Directors have adopted the Code of Conduct for the Directors and Senior Management ("the Code"). A copy of the Code has been put on the Company's website www.rdbindia.com. The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by the Chairman & Managing Director is given below.

Compliance with Code of Conduct for Directors and Senior Management DECLARATION

"I hereby confirm that the Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of financial year 2014-15."

Sunder Lal Dugar
Chairman & Managing
Director

7. DISCLOSURES

a) Disclosures on materially significant related party transactions

All contracts with our affiliates entered into during the said period have no potential conflict of interests of the Company at large and are being carried out at an arm's length at fair market value. There is no materially significant related party transactions entered i.e. any transaction of material nature, with its promoters, directors, Key Managerial Personnel or the management or relatives etc. that may have potential conflict with the interest of the Company at large, other than in the normal course of business. The mandatory disclosure of transactions with related parties, in compliance with the Accounting Standard (AS-18), forms part of this annual report;



The policy on material related party transactions and on dealing with related parties and a statement on such policy has been uploaded on the Company's website www.rdbindia.com

b) Statutory Compliances

The Company is regular in complying with the requirements of the regulatory authorities on the matters relating to the capital market and no penalties / strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, during the last three years.

c) Adoption of Mandatory and Non Mandatory Requirements as per Clause 49 of Listing Agreement

The Company duly complied with all the mandatory requirements of Clause 49 of the Listing Agreement with the stock exchanges.

d) Disclosure of Accounting Treatment

In preparation of Financial Statements, the Company has followed the Accounting Standards issued by The Institute of Chartered Accountants of India. The significant Accounting Standards have been set out in the notes to Accounts of the Standalone Audited Accounts. There has been change in depreciation method from WDV to SLM and same have been disclosed in the Notes to the Financial Statement.

e) Subsidiary Monitoring Framework

All the subsidiaries of the Company are managed by their respective Boards having rights and obligations to manage such companies in the best interest of their stakeholders. As the Company holds the majority stake in most of its subsidiaries, the Company notes the workings of its subsidiaries by following means:

- i. Minutes of the Board Meetings of the Subsidiary Companies are placed before the Board Meeting of the Company.
- ii. The Audit Committee of the Company reviews the Financial Statements, in particular the investments made by the Subsidiary Companies.

f) Whistle Blower Policy

The Company has framed a Vigil Mechanism / Whistle Blower Policy which is being reviewed by Audit Committee timely and has affirmed that no personnel has been denied access to the audit Committee. The said policy may be referred to, at the Company's website at the weblink: http://rdbindia.com/pdf/codes%20and%20policies/vigilance_mechanism_or_whistle_blower_policy.pdf

g) Compliance Certificate of the auditors

The statutory auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges and the same is annexed.



8. MEANS OF COMMUNICATION

The Company interacts with the Shareholders through the multiple channels of communication such as publication of results, Annual Report and the Company's website. The Company also informs the Stock Exchange in a prompt manner, all price sensitive and all other matters which in its opinion, are material and relevant for the Shareholders.

- (a) The quarterly financial results and annual audited financial results are sent to the Stock Exchange generally published in *Business Standard*, *The Financial Express* in English and *Kalantar* in Bengali.
- (b) The quarterly financial results and annual audited financial results of the Company are sent to BSE Limited and The Calcutta Stock Exchange Limited.
- (c) The Company's financial results are also displayed in its website, www.rdbindia.com.
- (d) In compliance of Clause 47(f) of the Listing Agreement, the Company has designated an e-mail id as investors@rdbindia.com especially for its investors.
- (e) The Company's website does not display any official news releases.
- (f) No presentation was made to the institutional investors or to the analysts during the year under review.
- (g) Annual Report containing, *inter alia*, Directors' Report, Auditors' Report, Audited Annual Accounts and other important information is circulated to members and others entitled thereto.
- (h) Management Discussion and Analysis Report (MDA) forms part of the Directors' Report and the same is attached separately in this Annual Report.

9. RECONCILIATION OF SHARE CAPITAL

As per SEBI (Depositories & Participants) Regulation, 2003, certificate of Reconciliation of Share Capital Audit issued by a Practicing Company Secretary, confirming that the total issued capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL, is placed before the Board on a quarterly basis and also submitted to the stock exchanges.

10. GENERAL SHAREHOLDERS INFORMATION

Details of Annual General Meeting for Financial Year 2014-15

Date	:	Friday, 4 th September, 2015
Venue	:	The Aryans School, 149 B.T. Road, Kolkata-700058
Time	:	1.00 p.m.
Book closure date	:	From Friday 28 th August, 2015 to Friday 4 th September 2015 (both days inclusive)
Payment of Dividend	:	Dividend for the Financial Year 2014-15 will be paid/dispatched on or before 3 rd October 2015

Transfer of Unclaimed amounts to Investor Education and Protection Fund:

Pursuant to section 205C of the Companies Act, 1956, dividends that are unpaid/unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered



by the Central Government. For the financial 2013-14 dividend has been declared on 5th September, 2014 and the unclaimed/unpaid dividend of 2013-14 is due for transfer in IEPF as on 03rd October, 2021.

Financial Calendar

Financial year: 1st April to 31st March

Financial Reporting for the year 2015-16

- on or before 14th August 2015 : First quarter (Un-audited)
- on or before 14th November 2015 : Second quarter (Un-audited)
- on or before 14th February 2016 : Third quarter (Un-audited)
- on or before 30th May 2016 : Annual (Audited)

Listing on Stock Exchanges

The shares of the Company are listed in the following Stock Exchanges, namely

Name of the Stock Exchange	Address of the Stock Exchange	Stock Code
The Calcutta Stock Exchange Limited	7, Lyons Range, Kolkata – 700 001 Website: www.cse-india.com	28393
Bombay Stock Exchange Limited	Phiroz Jeejabhoy Towers, Dalal Street, Mumbai – 400 001 Website: www.bseindia.com	533285

The listing fees for the financial year 2015-16 have been paid to the above Stock Exchanges.

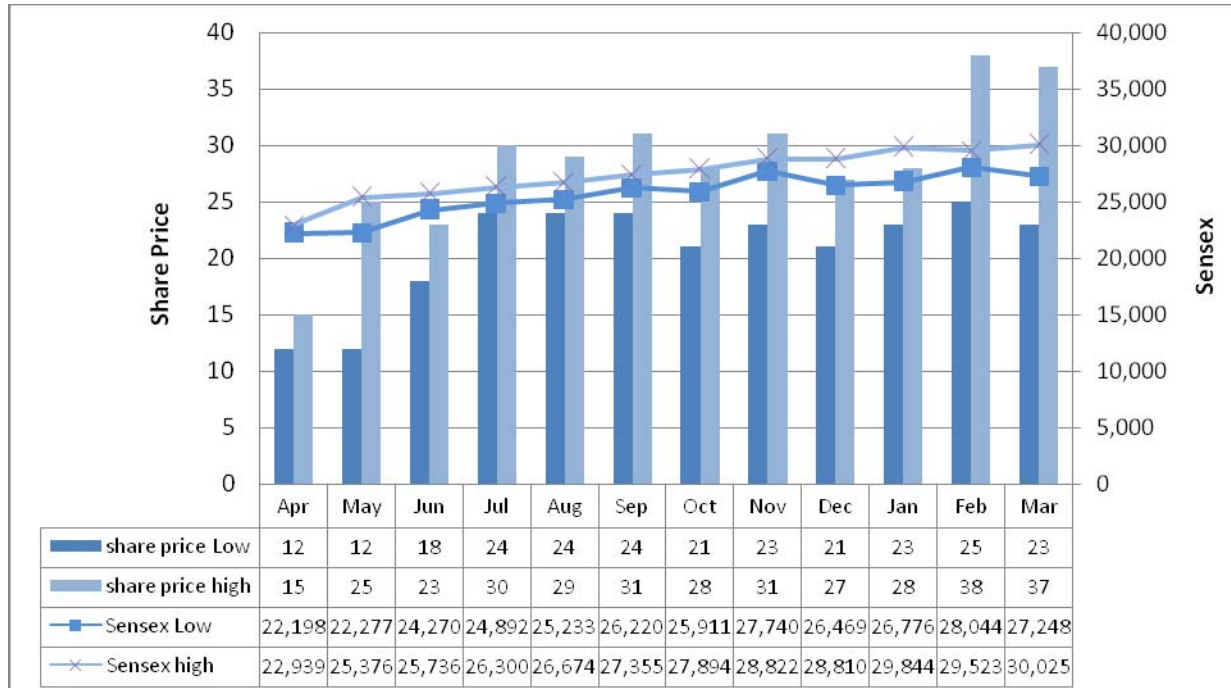
Depositories

Name of the Depository	Address of the Depository	Website
National Securities Depository Ltd.	Trade World, Kamala Mills Compound, Lower Parel, Mumbai – 400 013	www.nsdl.co.in
Central Depository Services (India) Limited	P J Towers, 17 th Floor, Dalal Street, Fort, Mumbai – 400 001	www.cdsindia.com

The International Securities Identification Number (ISIN) allotted to Company's securities under the Depository system is INE245L01010.

Market Price of the Company's share versus Sensex (in Rupees)

The Company's monthly share price pattern during the financial year 2014-15 in comparison to Sensex



Registrar & Share Transfer Agents

M/s Niche Technologies Private Limited
D-511, Bagree Market, 71, B.R.B. Basu Road,
5th Floor, Kolkata – 700 001

Phone No. 033-2234-3576, 2235-7270/71

Fax No. 033-2215-6823

e-mail: nichetechpl@nichetechpl.com

Contact Person – Sri S. Abbas (Sr. Manager – Systems)

Share Transfer System

The shares received in physical mode by the Company / RTA are transferred expeditiously provided the documents are complete and shares under transfer are not under dispute. Confirmation in respect of the request for dematerialization of shares is sent to respective depositories – National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) within stipulated period.

Distribution of Shareholding

Distribution of shareholding by size as on 31st March 2015

Range of Shares	Number of Shareholders	% of Shareholders	No. of Shares	% of Shares
1 – 500	4941	87.41	6,28,603	3.64
501 – 1000	328	5.80	2,79,604	1.62
1001 – 5000	271	4.79	6,40,377	3.70
5001 – 10000	38	0.67	2,84,583	1.65
10001 – 50000	45	0.80	9,33,654	5.40
50001 – 100000	16	0.28	11,12,765	6.44
100001 and above	14	0.25	1,34,03,814	77.55
Total	5,653	100.00	1,72,83,400	100.00

Pattern of share holding by category as on 31st March 2015

Category	Number of Shares	% to Total
A. Promoters Holding	1,27,87,657	73.99
B. Non- Promoter Holding		
Institutional Investors		
a. Mutual Funds		
b. Banks, Financial Institutions and Insurance Companies	2,500	0.01
c. FII	Nil	0.00
Sub Total	2500	0.01
Others		
a. Private Corporate Bodies	12,39,500	7.17
b. Indian Public	30,66,378	17.75
c. NRIs/ OCBs	16,240	0.09
d. Clearing Members	1,71,125	0.99
Sub Total	44,93,243	26.00
Total Non-Promoter Holding	44,95,743	26.01
Total	1,72,83,400	100.00

Details of shares held by Directors as on 31st March 2015

Name of Director	No. of Equity Shares	% of Total holding
Sri Sunder Lal Dugar	6,87,900*	3.980
Sri Ravi Prakash Pincha	5,600	0.032
Sri Om Prakash Rathi	1,700	0.010
Smt. Kusum Devi Dugar	5,000	0.028
Sri Waseem Javed Khan	Nil	Nil
Sri Pradeep Kumar Pugalia	Nil	Nil
Sri Mahendra Pratap Singh	Nil	Nil
Total	7,00,200	4.05



* includes 67200 shares held as Karta of Moti Lal Dugar (HUF)

Dematerialization of shares and Liquidity

Shares held in dematerialised and physical form as on 31st March, 2015:

Status of Dematerialisation	No. of Shares	% of Total Share
Share held in NSDL	11174642	64.66%
Share held in CDSL	5807049	33.59%
Shares held in physical form	301709	1.75%

Outstanding GDRs/ADRs/Warrants or any Convertible instruments

The Company has not issued any ADRs/GDRs/Warrants/Stock Options or any other convertible instruments.

Plant Location

The Company does not have any Manufacturing or Processing plant.

Address for correspondence

RDB Realty & Infrastructure Limited

"Bikaner Building", 8/1, Lal Bazar Street,
1st Floor, Room No. 10, Kolkata - 700001

Website: www.rdbindia.com