



# RPP Infra Projects Ltd

Date: 01.10.2024

To,

<b>Department of Corporate Services</b> Bombay Stock Exchange Limited 25 <sup>th</sup> Floor Phiroze Jee Jee Bhoy Towers Dalal Street Mumbai - 400 001. <b>Scrip Code:</b> 533284	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. - C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051 <b>Symbol:</b> RPPINFRA
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**Subject: Submission of voting results of Annual General Meeting and e-voting**

In compliance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results along with the Scrutinizer Report on the Resolutions passed at the 29<sup>th</sup> Annual General Meeting of the Company held on Saturday, 28<sup>th</sup> September 2024.

This is for your information and record.

Thanking you

Yours Faithfully

For **R.P.P INFRA PROJECTS LIMITED**

**ARULSUNDARAM NITHYA**  
**WHOLE TIME DIRECTOR/CFO**  
**DIN: 00125357**

Regd Office :

S.F. No. 454, Raghupathynaiken Palayam,  
Railway Colony (Post), Poondurai Road,  
Erode - 638 002. Tamilnadu. India.

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CIN : L45201TZ1995PLC006113  
PAN : AAACR9307E

30.09.2024

To  
The Members,  
**M/s. R.P.P Infra Projects Limited**  
SF No. 454, Raghupathynaiken Palayam, Railway Colony Post,  
Poondurai Road, Erode, Tamil Nadu-638002

**Sub: Report of Scrutinizer for the e-voting Process vide Notice Dated 06<sup>th</sup> September 2024 of M/s. R.P.P Infra Projects Limited ('the Company') under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.**

At the meeting of the Board of Directors of M/s. R.P.P Infra Projects Limited, held on 06<sup>th</sup> September 2024, I Mrs. Lakshmi Subramanian, Practicing Company Secretary, M/s. Lakshmmi Subramanian & Associates, was appointed as Scrutinizers for process of voting through electronic means ("e-voting") issued in accordance with General Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 21/2021 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 an General Circular No. 21/2021 dated 14.12.2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022, No.09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and Securities Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and other applicable circulars issued in this regard (collectively referred to as 'SEBI Circulars'), hereby calling the Twenty Ninth Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Saturday, 28<sup>th</sup> September 2024 at 03:00 P.M. through VC / OAVM as per section 108 of the Companies Act, 2013 ('Cos Act') for passing of the items of Ordinary business and Special business as Ordinary resolution and Special Resolution by the members of the Company.

The Company has availed the e-voting facility from Central Depository Services (India) Limited (the CDSL) for the shareholders to cast their votes to the aforesaid resolution through electronic mode under Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 which recognizes voting by electronic mode, which prescribes the appropriate mechanism for e-Voting.





The e-voting process was accordingly conducted and concluded as below:

- The Company on 06<sup>th</sup> September 2024 dispatched the notice under section 108 of the Companies Act, 2013 through email to 30963 shareholders of the Company whose mail ids are registered with RTA and whose names appeared on the Register of Members/ List of Beneficiaries as on 06<sup>th</sup> September 2024.
- The Company issued an advertisement in Business Standard (English) and Malai Malar (Tamil) about the dispatch of e-voting Notice on 07<sup>th</sup> September 2024.
- All the members of the Company whose name appeared on the Register of Members/List of Beneficiaries as on cut-off date i.e 21<sup>st</sup> September 2024 were entitled to vote for the resolutions set out in the AGM.
- The e-voting process commenced on Wednesday, 25<sup>th</sup> September 2024 09.00 A.M. (IST) and was open up to the close of working hours at 17.00 hours (IST) on Friday, 27<sup>th</sup> September 2024 and the e-voting at the time of AGM commenced on 28<sup>th</sup> September 2024 from 03:52 P.M to 04.07 P.M. (provided 15 minutes time for e-voting after the conclusion of the meeting at 03.52 P.M.)
- All electronic votes received up to the close of working hours at 17.00 hours IST on, 27<sup>th</sup> September 2024 and received at the time of Annual General Meeting were considered for my scrutiny.
- Details of the votes cast by the members through electronic voting system was downloaded and collected from the website <https://www.evotingindia.com>. was sent by RTA on 28<sup>th</sup> September 2024.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and the results were as under.

**SUMMARY OF E-VOTING RESULTS:**

1. **TO RECEIVE, CONSIDER AND ADOPT THE STANDALONE AUDITED FINANCIAL STATEMENTS AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH 2024, THE REPORTS OF THE AUDITORS THEREON ALONG WITH REPORT OF BOARD ALONG WITH ATTACHMENT AND ANNEXURES.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority





Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	79	7838770
Total number of E-votes considered Valid	79	7838770
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	77	7838489
ii. Number of votes cast against the Resolution (E-voting)	2	281
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as an ordinary Resolution was received.

**2. TO APPOINT A DIRECTOR MRS. A NITHYA (DIN00125357), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	78	7838170
Total number of E-votes considered Valid	78	7838170
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	74	7837878
ii. Number of votes cast against the Resolution (E-voting)	4	292
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as an ordinary Resolution was received.





**3. TO APPOINT M/S KRSG ASSOCIATES, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FOR A PERIOD OF 5 (FIVE) CONSECUTIVE FINANCIAL YEARS**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	79	7838770
Total number of E-votes considered Valid	79	7838770
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	77	7838489
ii. Number of votes cast against the Resolution (E-voting)	2	281
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as an ordinary Resolution was received.

**4. TO APPOINT MR. R KALAIMONY ( DIN: 10248126) AS INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE CONSECUTIVE YEAR**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	78	7838370
Total number of E-votes considered Valid	78	7838370
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	75	7838087
ii. Number of votes cast against the Resolution (E-voting)	3	283





iii.	Percentage to the total votes received in favor of the resolution	99.99%
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**Result:** The Requisite Majority for passing the above resolution as a special Resolution was received.

**5. TO REVISE THE SALARY OF MR. P ARUL SUNDARAM, MANAGING DIRECTOR, FROM 7 LAKHS PER MONTH TO 10 LAKHS PER MONTH W. E. F 1 APRIL 2024 SUBJECT TO SHAREHOLDERS APPROVAL**

**Nature of resolution:** Special Resolution  
**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	76	514533
Total number of E-votes considered Valid	76	514533
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	66	508219
ii. Number of votes cast against the Resolution (E-voting)	10	6314
iii. Percentage to the total votes received in favor of the resolution	98.77%	

**Result:** The Requisite Majority for passing the above resolution as a special Resolution was received.

**Note:** None of the Promoters and their relatives including Mr. P Arul Sundaram have voted for the above resolution

**6. TO APPROVE POWERS OF THE BOARD U/S 180(1)(A) OF THE COMPANIES ACT, 2013)**

**Nature of resolution:** Special Resolution  
**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	78	7838370
Total number of E-votes considered Valid	78	7838370





Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	75	7838077
ii. Number of votes cast against the Resolution (E-voting)	3	293
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as a special Resolution was received.

**7. TO APPROVE POWER TO BORROW FUNDS PURSUANT TO THE PROVISIONS OF SECTION 180(1)(C) OF THE COMPANIES ACT, 2013, NOT EXCEEDING RS. 900 CRORES**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	78	7838370
Total number of E-votes considered Valid	78	7838370
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	76	7838089
ii. Number of votes cast against the Resolution (E-voting)	2	281
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as a special Resolution was received.

**8. RATIFICATION OF REMUNERATION TO COST AUDITOR**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

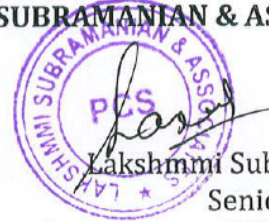


Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	78	7838370
Total number of E-votes considered Valid	78	7838370
Total number of E-votes considered invalid	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	73	7836667
ii. Number of votes cast against the Resolution (E-voting)	5	1703
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Requisite Majority for passing the above resolution as an ordinary Resolution was received.

Place: Chennai  
Date: 30.09.2024

For LAKSHMMI SUBRAMANIAN & ASSOCIATES



Lakshmmi Subramanian  
Senior Partner  
FCS No. 3534  
C.P. No. 1087

Peer Review Certificate No:1670/2022  
UDIN: F003534F001382043