



# RPP Infra Projects Ltd

Saturday, 13<sup>th</sup> June, 2020

<b>BSE Limited</b> Floor 25," P.J Towers" Dalal Street, Mumbai - 400001 <b>Scrip Code: 533284</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, BandraKurlaComplex, Bandra (East), Mumbai - 400051. <b>Scrip Code: RPPINFRA</b>
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Dear Sirs

**Sub: Submission of Voting Results and Scrutinizer's Report -reg.**

We wish to inform you that in accordance with the Circular No 14/2020 and 17/2020 and further notification of the Ministry of Corporate Affairs, the 17th Extra Ordinary General Meeting (EGM) of M/s R.P.P INFRA PROJECTS LIMITED was held on Friday the 12<sup>th</sup> June, 2020 at Registered office of the Company, through Video Conferencing and all resolutions transacted at the said meeting had been passed with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format are enclosed as per Annexure - A.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report issued by Mr Gouri Shankar Mishra, Practicing Company Secretary, Scrutinizer is enclosed as Annexure - B.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For RPP INFRA PROJECTS LIMITED**

*A.Karthiwaran*  
**A.KARTHISWARAN**  
**COMPANY SECRETARY**  
Encl: As Above

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

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☎ : +91 424 2282077  
✉ : ao@rppi.com  
🌐 : www.rppi.com

CIN : L45201TZ1995PLC006113  
PAN : AAACR9307E  
Service Tax No. AAACR9307EST001  
GSTIN No. : 33AAACR9307E1Z0

General information about company	
Scrip code	533284
NSE Symbol	RPPINFRA
MSEI Symbol	NOTLISTED
ISIN	INE324L01013
Name of the company	R.P.P.Infra Projects Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	12-06-2020
Start time of the meeting	2:00 PM
End time of the meeting	2:55 PM

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY

Scrutinizer Details	
Name of the Scrutinizer	Gouri Shankar Mishra
Firms Name	BGSMISHRA & Associates Company Secretaries LLP
Qualification	CS
Membership Number	6906
Date of Board Meeting in which appointed	19-05-2020
Date of Issuance of Report to the company	13-06-2020

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY

Voting results	
Record date	05-06-2020
Total number of shareholders on record date	4822
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	19
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issuance of Warrants Convertible into Equity Shares on Preferential Basis to Promoters				
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	12029739	12029739	100	12029739	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	12029739	12029739	100	12029739	0	100	0
Public-Institutions	E-Voting	1682903	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1682903	0	0	0	0	0	0
Public- Non Institutions	E-Voting	8887942	294945	3.3185	279465	15480	94.7516	5.2484
	Poll							
	Postal Ballot (if applicable)							
	Total	8887942	294945	3.3185	279465	15480	94.7516	5.2484
Total		22600584	12324684	54.5326	12309204	15480	99.8744	0.1256
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*(A.KARTHISWARAN)  
COMPANY SECRETARY

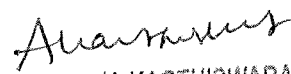
Text Block	
Textual Information(1)	Promoters have voted by mistake by Item number 1 by through remote e voting and has requested the Company for ignoring the votes. The invalid votes comprises of the voting by promoters.

For R.P.P.INFRA PROJECT

  
(A.KARTHISWARAN)  
COMPANY SECRETARY

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For R.P.P.INFRA PROJECTS LIMITED



(A.KARTHISWARAN)  
COMPANY SECRETARY

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Statutory Auditors to fill the casual vacancy				
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	12029739	12029739	100	12029739	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12029739	12029739	100	12029739	0	100
Public- Institutions	E-Voting	1682903	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1682903	0	0	0	0	0
Public- Non Institutions	E-Voting	8887942	294945	3.3185	279465	15480	94.7516	5.2484
	Poll							
	Postal Ballot (if applicable)							
	Total		8887942	294945	3.3185	279465	15480	94.7516
Total		22600584	12324684	54.5326	12309204	15480	99.8744	0.1256
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaram*  
 (A.KARTHISWARAN)  
 COMPANY SECRETARY



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. R. Kalaimony as an Independent Director				
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	12029739	12029739	100	12029739	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12029739	12029739	100	12029739	0	100
Public- Institutions	E-Voting	1682903	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1682903	0	0	0	0	0
Public- Non Institutions	E-Voting	8887942	294945	3.3185	279465	15480	94.7516	5.2484
	Poll							
	Postal Ballot (if applicable)							
	Total		8887942	294945	3.3185	279465	15480	94.7516
Total		22600584	12324684	54.5326	12309204	15480	99.8744	0.1256
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
 (A.KARTHISWARAN)  
 COMPANY SECRETARY

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For R.P.P.INFRA PROJECT

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY



**CONSOLIDATED SCRUTINISER'S REPORT**

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 17<sup>th</sup> Extra Ordinary General Meeting of the members of R.P.P Infra Projects Limited held on Friday, 12<sup>th</sup> June 2020 at 2:00 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") at Registered Office of the Company at S. F. No. 454, Raghupathynaiken Palayam, Railway Colony Post, Poondurai Road, Erode- 638002, Tamil Nadu.

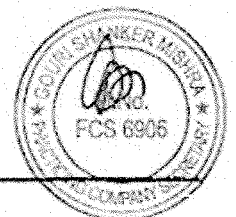
**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Extra Ordinary General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for voting at the 17<sup>th</sup> Extra Ordinary General Meeting of the members of R.P.P. Infra Projects Limited held on Friday, 12<sup>th</sup> June 2020 at 2:00 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") at Registered Office of the Company at S. F. No. 454, Raghupathynaiken Palayam, Railway Colony Post, Poondurai Road, Erode- 638002, Tamil Nadu.**

Dear Sir,

I, Gouri Shankar Mishra, Practicing Company Secretary, Partner, BGS Mishra & Associates, Company Secretaries LLP had been appointed as the Scrutinizer by the Board of Directors of R.P.P Infra Projects Limited having CIN L45201TZ1995PLC006113 (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to scrutinize the remote e-voting and e-voting during the proceeding of Extra Ordinary General Meeting as voted by the shareholders in respect of the below mentioned resolutions passed at the 17<sup>th</sup> Extra Ordinary General Meeting of the members of the Company held on Friday, 12<sup>th</sup> June 2020 at 2:00 P.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and e-voting at the Extra Ordinary General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

The Notice dated 19<sup>th</sup> May 2020 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions for the 17<sup>th</sup> Extra Ordinary General Meeting of the members of the Company.





The Company had availed the remote e-voting as well as venue e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

The shareholders holding equity shares as on the "Cut-off" date i.e., 5<sup>th</sup> June 2020 were entitled to vote for the resolutions proposed in the Notice of the 17<sup>th</sup> Extra Ordinary General Meeting of the members of the Company.

The voting period for remote e-voting commenced on Tuesday, 9<sup>th</sup> June 2020 at 9.00 A.M. and ended on Thursday, 11<sup>th</sup> June 2020 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter by service provider. The members who were attending the Extra Ordinary General Meeting through Video Conferencing ("VC") and who had not casted their vote earlier through remote e-voting were provided with e-voting facility to cast their vote during the meeting. After the conclusion of the venue e-voting at the 17<sup>th</sup> Extra Ordinary General Meeting of the members of the Company the final data was obtained from CDSL.

I have scrutinized and reviewed the remote e-voting and voting at the Meeting based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of the e-voting done during the meeting in Annexure 1.

You may kindly take note of the details of voting and declare the result based on same.

The electronic data and all other relevant records relating to the remote e-voting and e-voting done during the meeting period are under my safe custody and will be handed over to the Company Secretary for preserving safety after the Chairman considers, approves and signs the minutes of 17<sup>th</sup> Extra Ordinary General Meeting of the members of the Company.

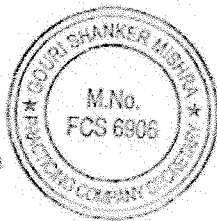
For BGSMISHRA & Associates Company Secretaries LLP  
(LLPIN- AAI-9142)

**Gouri Shankar Mishra**  
Partner

Date: 13<sup>th</sup> June 2020

Place: Chennai, Tamil Nadu

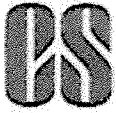
UDIN: F006906B000339612



Countersigned by.

For R.P.P.INFRA PROJECTS LIMITED

(A.KARTHISWARAN)  
COMPANY SECRETARY



**ANNEXURE 1**

**CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH E-VOTING DONE DURING THE MEETING CONDUCTED THROUGH VIDEO CONFERENCING**

**1. Issuance of Warrants Convertible into Equity Shares on Preferential Basis**

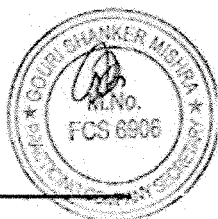
Type of Business: Special Business

Nature of Resolution: Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	14	12044739
Total Number of meeting E-Voting received	15	279945
Invalid Votes:		
Remote E-Voting *	10	12029739
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	0	0
In favour of the Resolution through Meeting E-Voting	14	279465
Against the Resolution through Remote E-Voting	4	15000
Against the Resolution through Meeting E-Voting	1	480
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	14	279465
Against the Resolution (Both Remote and Meeting E-Voting)	5	15480
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	94.75%	

\* Company has informed that Promoters have voted by mistake in the resolution at item number 1 through remote e-voting and has requested to ignore their votes. The invalid votes comprises of the voting by promoters.

**Result: The resolution requiring requisite majority for passing as Special Resolution was received.**





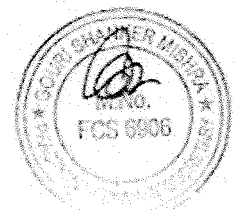
## 2. Appointment of Statutory Auditors to fill the casual vacancy

Type of Business: Special Business

Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	14	12044739
Total Number of meeting E-Voting received	15	279945
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	10	12029739
In favour of the Resolution through Meeting E-Voting	14	279465
Against the Resolution through Remote E-Voting	4	15000
Against the Resolution through Meeting E-Voting	1	480
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	24	12309204
Against the Resolution (Both Remote and Meeting E-Voting)	5	15480
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	99.87%	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**





**3. Appointment of Mr. R. Kalaimony (DIN:08551489) as an Independent Director**

Type of Business: Special Business

Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	14	12044739
Total Number of meeting E-Voting received	15	279945
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	10	12029739
In favour of the Resolution through Meeting E-Voting	14	279465
Against the Resolution through Remote E-Voting	4	15000
Against the Resolution through Meeting E-Voting	1	480
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	24	12309204
Against the Resolution (Both Remote and Meeting E-Voting)	5	15480
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)		99.87%

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

For BGSMISHRA & Associates Company Secretaries LLP  
(LLPIN- AAI-9142)



Gouri Shankar Mishra  
Partner

Date: 13<sup>th</sup> June 2020

Place: Chennai, Tamil Nadu

UDIN: F006906B000339612

*Counter Signed by*

For R.P.P.INFRA PROJECTS LIMITED

*A. Karthiswaran*  
(A.KARTHISWARAN)  
COMPANY SECRETARY