BGSMISHRA & ASSOCIATES
Company Secretaries LLP
www.bgsmishra.in

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RM Towers, Chamiers Road,
Teynampet, Chennai- 600 018.
Tel: 044-4235 8638
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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 Chairperson of 27th Annual General Meeting of the members of R.P.P Infra Projects Limited held on Friday, 30th September 2022 at 2:00 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), deemed to be held 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 voting during the Annual 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 at the 27th Annual General Meeting of the members of R.P.P. Infra Projects Limited held on Friday, 30th September 2022 at 2:00 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), deemed to be held 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, BGSMISHRA & Associates, Company Secretaries LLP had been appointed as the Scrutinizer by the Board of Directors of R.P.P Infra Projects Limited (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 voting during the Annual General Meeting as voted by the shareholders in respect of the below mentioned resolutions passed at the 27th Annual General Meeting of the members of the Company held on Friday, 30th September 2022 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 voting during the Annual 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" based on details provided and instruction of the Chairperson of the meeting.

The Notice dated 12th August 2022 along with Explanatory Statement setting out material facts under Section 102 of the Act and notes thereon were sent to the Shareholders in respect of the below mentioned resolutions for the 27th Annual 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.

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The shareholders holding equity shares as on the "Cut-off" date i.e., Friday, 23rd September 2022 were entitled to vote for the resolutions proposed in the Notice of the 27th Annual General Meeting of the members of the Company.

The voting period for remote e-voting commenced on Tuesday, 27th September 2022 at 9:00 A.M. and ended on Thursday, 29th September 2022 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter by service provider. The members who were attending the Annual General Meeting through Video Conferencing ("VC") and had not casted their vote earlier through remote e-voting were provided with e-voting facility to cast their vote during the meeting through CDSL e-voting. Further, Chairperson has permitted Members to vote through e-voting within 30 minutes of the conclusion of the meeting. After the conclusion of the venue e-voting at the 27th Annual General Meeting of the members of the Company the final data was obtained from CDSL. No venue voting by ballot were made at the meeting as confirmed by the Company.

I have scrutinized and reviewed the remote e-voting and e-voting during 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 and instruction of Chairperson, I am submitting herewith a consolidated report of the remote e-voting together 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 reregister and data relating to the remote e-voting and voting done during the meeting shall be shared with the Chairperson or person authorized by her in due course.

For BGSMISHRA & Associates Company Secretaries LLP

eSign
Signed by: Gouri Shanker Mishra
Reason: Report Certification
Location: Chennai, India
Date: 01-Oct-2022 (03:03 PM)

Gouri Shankar Mishra, Designated Partner
M. No. F 6906; C.P. No. 13581
Peer Review: 1545/2021
UDIN: F006906D001112912
Date: 1st October 2022
Place: Chennai

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ANNEXURE 1

CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH VENUE VOTING

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 31st March 2022, the Reports of the Auditors thereon along with Report of Board along with attachment and annexures.**

Type of Business: Ordinary Business
Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	70	18473559
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	69	18473554
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	1	5
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	69	18473554
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	1	5
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.9999%	

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

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2. **To appoint a Director in the place of Mrs. A Nithya (DIN 00125357), who retires by rotation and being eligible, seeks re-appointment.**

Type of Business: Ordinary Business
Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	70	18473559
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	63	18469354
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	7	4205
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	63	18469354
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	7	4205
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.9772%	

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

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3. To re-appointment Mr. P Arulsundaram as Chairman and Managing 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	69	18473525
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	64	18469402
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	5	4123
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	64	18469402
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	5	4123
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.9777%	

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

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4. Re-appointment of Mrs. A. Nithya as Whole Time Director and Chief Financial Officer.

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	69	18473525
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	61	18468520
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	8	5005
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	61	18468520
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	8	5005
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.9729%	

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

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5. Approval of the Borrowing Limit of the Company.

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	68	18472589
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	61	18449962
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	7	22627
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	61	18449962
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	7	22627
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.8775%	

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

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6. Approve for Granting Loan, Providing Security or Guarantee.

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	69	18473525
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	61	18450398
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	8	23127
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	61	18450398
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	8	23127
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.8748%	

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

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7. Approval on Omnibus Basis Material Related Party Transaction.

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	69	18473525
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting *	9	18427503
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	54	23145
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	6	22877
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	54	23145
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	6	22877
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	50.2912%	

** We have been informed by Chairperson that promoters vote in favour of resolution should be ignored and treated invalid for Resolution No. 7 as resolution proposed to be passed is for futuristic transaction on omnibus basis that may be material related party transaction. All the votes by promoters were in favour of resolution. Hence, the voting by the promoters in favour of the resolution have been ignored and treated as invalid while calculating the voting result.*

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

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8. Ratification of Remuneration to Cost Auditor.

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	69	18473525
Total Number of Meeting E-Voting received	-	-
Total Number of Ballot Voting	-	-
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Ballot Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	66	18473438
In favour of the Resolution through Meeting E-Voting	-	-
In favour of the Resolution through Ballot Voting	-	-
Against the Resolution through Remote E-Voting	3	87
Against the Resolution through Meeting E-Voting	-	-
Against the Resolution through Ballot Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	66	18473438
Against the Resolution (Remote, Meeting E-Voting and Ballot Voting)	3	87
Percentage to the total valid vote received in favour of the Resolution (Remote, Meeting E-Voting and Ballot Voting)	99.9995%	

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

For BGSMISHRA & Associates Company Secretaries LLP

eSign
Signed by: Gouri Shanker Mishra
Reason: Report Certification
Location: Chennai, India
Date: 01-Oct-2022 (03:03 PM)

Gouri Shankar Mishra, Designated Partner
M. No. F 6906; C.P. No. 13581
Peer Review: 1545/2021
UDIN: F006906D001112912
Date: 1st October 2022
Place: Chennai

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