



# RPP Infra Projects Ltd

Thursday, 2<sup>nd</sup> February 2023

<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, Bandra Kurla Complex, Bandra (East), Mumbai - 400051. <b>Scrip Code: RPPINFRA</b>
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Dear Sir/ Madam

Sub: Proceedings of 19<sup>th</sup> Extra-ordinary General Meeting held on 1<sup>st</sup> February 2023

Pursuant to Regulation 30(6) read with Clause 13 of Schedule III, Part A, Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the proceedings of the 19<sup>th</sup> Extra-ordinary General Meeting held on 1<sup>st</sup> February 2023.

Kindly take the same on record.

Thanking you,

Yours faithfully,

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

**ARULSUNDARAM NITHYA**

**DIRECTOR & CFO**

**DIN: 00125357**

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

☎ : +91 424 2284077  
✉ : [ao@rppi.com](mailto:ao@rppi.com)  
🌐 : [www.rppi.com](http://www.rppi.com)

CIN : L45201TZ1995PLC006113  
PAN : AAACR9307E  
GSTIN No. : 33AAACR9307E1Z0



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## PROCEEDING OF 19<sup>TH</sup> EXTRA ORDINARY GENERAL MEETING

Day & Date : Wednesday, 1<sup>st</sup> February 2023  
Venue : Registered office of the Company  
Meeting Held Through : Video Conferencing  
Time of Commencement : 4:00 P.M.  
Time of conclusion : 4:35 P.M.

Members attended : 37

Directors and KMP Present through Video Conferencing:

1.	Mrs. Arulsundaram Nithya	Whole Time Director, CFO and Chairperson of EGM
2.	Mr. Rangasamy Kulanthasamy	Independent Director & Chairman of Audit Committee
3.	Mr. Sundararajan	Independent Director & Chairman of NRC, CSR and Legal and Finance Committee
4.	Mr. Ramasamy Kalaimony	Independent Director
5.	Mr. Muralidasan Perumal	Non-Executive Director
6.	Mr. Arul Sundaram Poosappan	Chairman and Managing Director

Auditor & Scrutinizer also present through video conferencing

1.	Mr. Gouri Shanker Mishra	Secretarial Auditor and Scrutinizer
2.	Mr. S N Duraiswamy	Statutory Auditor

Meeting was started at 4:00 P.M. and all directors and shareholders joined the meeting through video conferencing.

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Mrs. Arulsundaram Nithya informed the meeting that Mr. Arul Sundaram Poosappan, Chairman of the Board could not attend the meeting from the venue due to some urgent business requirement. On request, Mrs. Arulsundaram Nithya, Whole Time Director and CFO of the Company, Chaired the meeting.

The Chairperson explained the Members that post outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India through circulars has permitted companies to hold General Meeting through Video Conferencing or Other Audio Visual Means in addition to or as an option to the physical meeting.

The Chairperson welcomed the Members for participating in the Meeting.

The Chairperson confirmed that the quorum was present and called to the meeting to order. She informed about the directors and auditors attending the meeting and introduced them. Chairman of the Board who could not take up the Chair as was on travel due to urgent business requirement was present on video conference through mobile application.

The Chairperson informed that all documents referred to in the Notice calling the Meeting and the Explanatory Statement were available for inspection during the conduct of this Meeting. She further informed the meeting that the compliance certificate issued by Practicing Company Secretary and valuation report issued by registered valuer in relation to preferential issue are available and deemed to have been placed before the meeting. The same was available on the website of the company for inspection.

The Chairperson then explained the objectives and implications of item of business to be transacted at the EGM.

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Further the Chairperson informed the Members that, due to orderly conduct of business, we had requested the Members to raise the question in advance, however, we did not received any query.

The Chairperson informed the Members that in accordance with the provisions of the Companies Act, 2013, read with rules there under and SEBI (LODR) Regulations, the Company had provided the remote e-voting facility through CDSL (Central Depository Services (India) Limited) to enable the Members of the company to cast/ exercise their vote(s) electronically on the agenda item specified in the notice of the EGM. The remote e-voting period had commenced on Sunday, 29<sup>th</sup> January 2023 at 9:00 A.M. (IST) and ended on Tuesday, 31<sup>st</sup> January 2023 at 5:00 P.M. (IST). Further, as per requirement, the Members were informed that the facility for e-voting during the meeting was also facilitated through CDSL and was available for the Members who had not cast their vote through remote e-voting earlier. Chairperson further informed the meeting that the venue voting shall be available upto 30 minutes of the conclusion of meeting for such members.

The Chairperson informed the Members that Mr. Gouri Shankar Mishra, Partner, BGSMISHRA & Associates, Company Secretaries LLP had been appointed as the Scrutinizer to scrutinize the remote e-voting and voting during EGM in a fair and transparent manner. She further informed that Scrutinizer shall provide the result of voting after consolidation of both e-voting and voting during EGM.

The resolutions were taken as read and duly proposed and seconded in view of the e-voting.

The only special business item of agenda transacted at the meeting was as below:

“RESOLUTION NO: 1: ISSUANCE OF EQUITY SHARES AND WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS.”

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The Chairperson further informed that Mr. Gouri Shankar Mishra, Partner, BGSMISHRA & Associates, Company Secretaries LLP, Scrutinizer will provide the consolidated report on remote e-voting and venue e-voting with two working days of conclusion of the meeting.

The Chairperson informed the Members that in accordance with Companies (Management and Administration) Rules 2014, the Scrutinizer's Report once received by Company shall be countersigned by the Officer of the Company and based on same the results of the voting shall be declared. The Chairperson of the meeting further informed that the results declared along with the report of the Scrutinizer would be placed on the website of the Company and would also be provided to CDSL and Stock Exchanges.

The Chairperson requested the members attending the EGM and who has not voted through remote e-voting to vote through e-voting within 30 minutes from close of the meeting and instructed venue e-voting to be kept open till 30 minutes from end of meeting to provide opportunity to shareholders attending the meeting to vote on the resolution.

The Chairperson then thanked the Members and declared the meeting as concluded at 4:35 P.M. with vote of thanks.

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

**ARULSUNDARAM NITHYA**

**WHOLE-TIME DIRECTOR**

**DIN- 00125357**

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