

Tuesday, 11<sup>th</sup> July, 2017

To

**Securities and Exchange Board of India**  
Plot No. C 4-A, G Block, Near Bank of India,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400051.

**Sub: Disclosure under Regulation 10 (7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir,

Please find enclosed herewith the duly signed Disclosure under Regulation 10 (7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

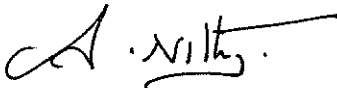
Also find enclosed herewith Pay Order for Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) being the payment towards fees required under Regulation 10(7).

Pay Order No.	"991630" / 959916301
Amount	Rs. 1,50,000/-
Bank	INDIAN OVERSEAS BANK, SURAMPATTI, ERODE

Kindly acknowledge receipt and undertake the required compliances.

Thanking you,

Yours Faithfully,



(A.Nithya)

Promoter

RPP Infra Projects Ltd

### Disclosures under Regulation 10(7)

Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

<b>1.</b>	<b>General Details</b>			
a.	Name, address, telephone no, e-mail of acquirer(s) (In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond)	A. Nithya, No. 11, R.N.Palayam, Railway Colony, Erode - 638002, +91 9842758077, nithi@rppi.com		
b.	Whether sender is the acquirer (Y/N)	Yes		
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclosed copy of such authorization)	Na		
d.	Name, address, Tel No. and email of the sender, if sender is not the acquirer	Na		
<b>2.</b>	<b>Compliance of Regulation 10(7)</b>			
a.	Date of report	11.07.2017		
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	No		
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, the applicable fee of Rs. 1,50,000/- is enclosed vide Demand Draft No. 959916301 drawn on 108, ERODE, TN		
<b>3.</b>	<b>Compliance of Regulation 10(5)</b>			
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition	No		
b.	Date of Report	11.07.2017		
<b>4.</b>	<b>Compliance of Regulation 10(6)</b>			
a.	Whether the report has been filed with the Stock Exchange where the shares of the Company are listed within 4 working days after the date of the proposed acquisition	No		
b.	Date of Report	11.07.2017		
<b>5.</b>	<b>Details of the Target Company (TC)</b>			
a.	Name & Address of TC	R.P.P Infra Projects Ltd		
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	NSE & BSE		
<b>6.</b>	<b>Details of the acquisition</b>			
a.	Date of acquisition	02.06.2017		
b.	Acquisition price per share (in Rs.)	Nil		
c.	Regulation which would have triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(1)		
d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC(*))	Before the Acquisition		After the acquisition
		No. of shares held	% w.r.t. total share capital of TC	No. of shares held % w.r.t. total share capital of TC
	Name of the acquirer(s)			

	A. Nithya	3329898	14.73	5579898	24.69
e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the Acquisition		After the acquisition	
		No. of shares held	% w.r.t. total share capital of TC	No. of shares held	% w.r.t. total share capital of TC
	Name of the seller(s)(**)				
	P. Arulsundaram	8538443	37.78	6288443	27.82
	f. Other than Acquirer and Seller				
	Gowriammal	50	0.00	50	0.00
7.	Information specific to the exemption category to which the instant acquisition belongs – Regulation 10(1)(a)(i)				
a.	Provide the names of the seller(s)		P.Arulsundaram		
b.	Specify the relationship between the acquirer(s) and the seller(s)		Husband and Wife		
c.	Confirmation whether the acquirer(s) and the seller(s) are immediate relatives as defined in the Regulation 2(1).		Yes, we do confirmation that the acquirer and the seller are immediate relatives as defined in the Regulation 2(1).		
d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.		226.02		
e.	If the shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		Na		
f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.		I do confirm that, the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.		
g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.		06.07.2017		
h.	1) Whether the acquires as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997)(Y/N)		Yes, I do declare and confirm that the transferor and transferee have complied with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.		
	2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same.		Copies of filling disclosure under Regulation 29(2) of SEBI Regulations, 2011 was made on 16.03.2017, 08.04.2017 and 02.06.2017 is enclosed as Annexure		

	i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	I hereby declare that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemption has been duly compiled.
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I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

(\*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately and then collectively in a group.



**(A.Nithya)**  
**Promoter**  
**RPP Infra Projects Ltd**

Date: 11.07.2017

Place: Erode



सुराम्पाटी भारतीय बैंक Indian Overseas Bank

DD No. 959916301

केवल तीन महीने के लिए वैध VALID FOR THREE MONTHS ONLY

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D D M M Y Y Y Y

SURAMPATTI-1915-0-2

महि जाफर On Demand pay SECURITIES AND EXCHANGE BOARD OF INDIA\*\*\*\*\*

को या उसके आदेश पर Or Order

रुपये One Lakh Fifty Thousand Rupees only

गिर मूल्य के बदले कर करें for value

₹ \*\*\*\*\*1,50,000.00

Indian Overseas Bank, Surampatti

एक करोड़ पचास हजार OT TT OL X

श्रेणिकर्ता Remitted by M/S RFP INFRA PROJECTS LTD

सेवा में सुराम्पाटी भारतीय बैंक To Indian Overseas Bank



*Signature*

कोड नं. (0851) ई.सी. टाइप 00

जाँच डिजिट Check Digit

माधिकृत हस्ताक्षरकर्ता AUTHORISED SIGNATORIES न.सं.में S.S.No. Please sign above

99916301 0000200001

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**ANNEXURE - 2**

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	R.P.P INFRA PROJECTS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	A. NITHYA		
Whether the acquirer/seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t.total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	6579898	29.11	-
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1000000	4.42	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	1000000	4.42	-

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	5579898	24.69	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	5579898	24.69	-
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14.03.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	22600584		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	22600584		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



**A NITHYA**  
Whole Time Director

**Date: 16.03.2017**

**Place: Erode**

**ANNEXURE - 2**

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

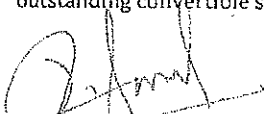
Name of the Target Company (TC)	R.P.P INFRA PROJECTS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	P. ARULSUNDARAM		
Whether the acquirer/seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t total share/voting capital wherever applicable(*)	% w.r.t total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	9788443	43.31	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	9788443	43.31	-
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1250000	5.53	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	1250000	5.53	-



<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	8538443	37.78	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	8538443	37.78	-
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	06.04.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	22600584		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	22600584		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



**PARULSUNDARAM**

Date: 08.04.2017

Place: Erode

ANNEXURE - 2

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	R.P.P INFRA PROJECTS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	A. NITHYA		
Whether the acquirer/seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t total share/voting capital wherever applicable(*)	% w.r.t total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	5579898	24.69	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	5579898	24.69	-
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	2250000	9.96	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	2250000	9.96	-

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	3329898	14.73	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	3329898	14.73	-
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	01.06.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	22600584		
Equity share capital / total voting capital of the TC after the said acquisition / sale	22600584		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

  
**ANITHYA**  
**Whole Time Director**

Date: 02.06.2017  
Place: Erode

ANNEXURE - 2

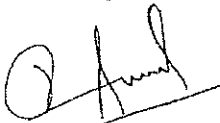
**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	R.P.P INFRA PROJECTS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	P. ARULSUNDARAM		
Whether the acquirer/seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t total share/voting capital wherever applicable(*)	% w.r.t total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	8538443	37.78	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	8538443	37.78	-
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	2250000	9.96	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	2250000	9.96	-

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	6288443	27.82	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	6288443	27.82	-
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	01.06.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	22600584		
Equity share capital / total voting capital of the TC after the said acquisition / sale	22600584		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



**P. ARUESUNDARAM**

**Date: 02.06.2017**

**Place: Erode**

**ANNEXURE - 2**

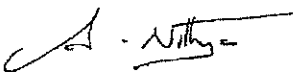
**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	R.P.P INFRA PROJECTS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	A. NITHYA		
Whether the acquirer/seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t total share/voting capital wherever applicable(*)	% w.r.t total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	3329898	14.73	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	3329898	14.73	-
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	2250000	9.96	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	2250000	9.96	-

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	5579898	24.69	-
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	5579898	24.69	-
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition- / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	02.06.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	22600584		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	22600584		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

  
**A NITHYA**  
**Whole Time Director**

**Date: 03.06.2017**

**Place: Erode**