

27<sup>th</sup> July 2023

To

The Chairman,  
Board of Directors,  
**R.P.P INFRA PROJECTS LIMITED,**  
SF No. 454, Raghupathynaiken Palayam,  
Railway Colony Post, Poondurai Road,  
NA Erode TN 638002

**Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 23<sup>rd</sup> June 2023 of R.P.P INFRA PROJECTS LIMITED ('the Company') under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.**

At the meeting of the Board of Directors of **R.P.P INFRA PROJECTS LIMITED**, held on 23<sup>rd</sup> June 2023, I Mrs. Lakshmi Subramanian, Practicing Company Secretary, M/S Lakshmmi Subramanian & Associates, was appointed as Scrutinizers for Postal Ballot as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the item of Special business as 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 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 which recognizes voting by electronic mode for postal ballot and, which prescribes the appropriate mechanism for e-Voting.

The postal ballot process was accordingly conducted and concluded as below:

- The Company on 26<sup>th</sup> June 2023 dispatched the notice under section 110 of the Companies Act, 2013 through email to 22,788 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 22<sup>nd</sup> June 2023.
- The Company has not issued any advertisement about the dispatch of Postal Ballot Notice on 26<sup>th</sup> June 2023.
- The e-voting process commenced on Tuesday, 27<sup>th</sup> June 2023 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on Wednesday 26<sup>th</sup> July 2023.
- All electronic votes received up to the close of working hours at 17.00 hours IST on, 26<sup>th</sup> July, 2023 were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website <https://www.evotingindia.com>.



- 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 POSTAL BALLOT E-VOTING RESULTS:

##### 1. CHANGE IN NAME OF THE COMPANY:

**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)	89	18456664
Total number of E-votes considered Valid	89	18456664
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)	85	18456431
ii. Number of votes cast against the Resolution (E-voting)	4	233
iii. Percentage to the total votes received in favor of the resolution	100%	

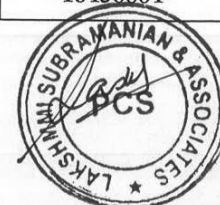
**Result:** The Three Fourth Majority for passing the above resolution as a Special Resolution was received.

##### 2. 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)	89	18456664



Total number of E-votes considered Valid	89	18456664
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)	85	18454407
ii. Number of votes cast against the Resolution (E-voting)	4	2257
iii. Percentage to the total votes received in favor of the resolution	99.99%	

**Result:** The Three Fourth Majority for passing the above resolution as a Special Resolution was received.

**3. TO APPROVE POWER TO BORROW FUNDS PURSUANT TO THE PROVISIONS OF SECTION 180(1)(C) OF THE COMPANIES ACT, 2013, NOT EXCEEDING RS. 800 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)	89	18456664
Total number of E-votes considered Valid	89	18456664
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)	83	18453305
ii. Number of votes cast against the Resolution (E-voting)	6	3359
iii. Percentage to the total votes received in favor of the resolution	99.98%	

**Result:** The Three Fourth Majority for passing the above resolution as a Special Resolution was received.



**4. APPOINTMENT OF MR. SUBRAMANIAN NEELAKANTAN AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

**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)	89	18456664
Total number of E-votes considered Valid	89	18456664
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)	58	23993
ii. Number of votes cast against the Resolution (E-voting)	31	18432671
iii. Percentage to the total votes received in favor of the resolution	0.13%	

**Result:** The Three Fourth Majority for passing the above resolution as a Special Resolution was **not received.**

Place: Chennai

Date: 27-07-2023

For Lakshmmi Subramanian & Associates



Lakshmi Subramanian

Senior Partner

CP No. 1087

PR No. 1670/2022

UDIN: F003534E000687778