

11th April 2024

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 11th March 2024 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 14th February 2024, 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 11th March 2024 dispatched the notice under section 110 of the Companies Act, 2013 through email and other modes to 20,850 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 08th March 2024.
- The Company issued an advertisement in Business Standard and Malai Malar about the dispatch of Postal Ballot Notice on 12th March 2024 and 13th March 2024.
- The e-voting process commenced on Tuesday 12th March 2024 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on Wednesday 10th April 2024.
- All electronic votes received up to the close of working hours at 17.00 hours IST on, 10th April 2024 were considered for my scrutiny.
- The votes cast by the members through the 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. ADOPTION OF NEW MEMORANDUM OF ASSOCIATION:

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)	75	14656721
Total number of E-votes considered Valid	75	14656721
Total number of E-votes considered invalid	0	0
Abstain Votes	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	73	14654470
ii. Number of votes cast against the Resolution (E-voting)	2	2251
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.



2. ADOPTION OF NEW ARTICLES OF ASSOCIATION:**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)	75	14656721
Total number of E-votes considered Valid	75	14656721
Total number of E-votes considered invalid	0	0
Abstain Votes	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	71	14469713
ii. Number of votes cast against the Resolution (E-voting)	4	187008
iii. Percentage to the total votes received in favor of the resolution	98.72%	

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

3. TO ALTER THE OBJECT CLAUSE 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)	75	14656721
Total number of E-votes considered Valid	75	14656721
Total number of E-votes considered invalid	0	0
Abstain Votes	0	0
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	71	14653520
ii. Number of votes cast against the Resolution (E-voting)	4	3201
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. TO APPROVE THE MATERIAL RELATED PARTY TRANSACTION:

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)	68	610890
Total number of E-votes considered Valid	68	610890
Total number of E-votes considered invalid	0	0
Abstain Votes	1	408000
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	63	14492
ii. Number of votes cast against the Resolution (E-voting)	4	188398
iii. Percentage to the total votes received in favor of the resolution	7.14%	

Note: The "against votes" received from the Public was more than the "For Votes" received. Hence as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Regulation 37A, 164A(4)(a) of ICDR Regulations, 2018, this resolution cannot be passed due to insufficient votes.

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

Place: Chennai

Date: 11-04-2024

FOR LAKSHMMI SUBRAMANIAN & ASSOCIATES


 LAKSHMI SUBRAMANIAN
 Senior Partner
 CP No. 1087
 PR No. 1670/2022
 UDIN: F003534F000090709