



# RPP Infra Projects Ltd

Date: 11<sup>th</sup> Jan 2025

To,

Corporate Relationship Department BSE Limited 1* Floor, New Trading Ring Rotunda Building, P.J. Towers, Dalal Street, Fort Mumbai - 400001. Scrip Code: 533284	The Manager, Listing Department National Stock Exchange of India Ltd Exchange Plaza, 5 <sup>th</sup> Floor, Plot no. C/1, Block G, BandraKurlaComplex, Bandra (East), Mumbai - 400051. Scrip Code: RPPINFRA
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Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 — Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated January 11, 2025, seeking approval of the members of the Company, by way of remote e-voting process for:

1. Appointment Of Mr. Venkatesan Ellaiah Naidu (Din:07389056) As An Non-Executive -Independent Director Of The Company For A Period Of 2 Years:
2. Appointment Of Mr. Chinniampalayam Kulandaisamy Venkatachalam (Din: 00125459) As An Executive Director Of The Company For A Period Of Five Years
3. Appointment Of Mr. Anandavadivel Sathiyamoorthy (Din: 07783796) As An Executive Director Of The Company For A Period Of Five Years

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

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

CIN : L45201TZ1995PLC006113  
PAN :



# RPP Infra Projects Ltd

4. Appointment Of Mr. Marappan Murugesan (Din:07900558) As An Non-Executive - Independent Director Of The Company for five years.

5. Alteration Of The Object Clause Of The Company

Postal Ballot Notice is being sent only through electronic mode to the members whose names appear on the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email ID is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories as on Friday, Jan 3, 2025 ("Cut-Off Date").

Dispatch of Notice- Saturday, Jan 11,2025

Commencement of e-voting: 9:00 a.m. (IST) on Sunday, Jan 12, 2025

End of e-voting: 5:00 p.m. (IST) on Monday, February 10, 2025

Request you to please take the same on your records.

Thanking you,

Yours Faithfully,

For R.P.P Infra Projects Limited

A. Nithya  
Whole Time Director  
DIN:00125357

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# RPP Infra Projects Ltd

## **NOTICE OF POSTAL BALLOT**

Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

**NOTICE** is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 9/2023 dated September 25, 2023 and No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA"), Government of India, read with other relevant circulars and the Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the resolutions set out below are proposed to be passed by way of Postal Ballot by voting through electronic means only ("e-voting").

### **SPECIAL BUSINESS:**

#### **ITEM NO: 1**

**APPOINTMENT OF MR. VENKATESAN ELLAIAH NAIDU (DIN:07389056) AS AN NON-EXECUTIVE -INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 2 YEARS:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Venkatesan Ellaiah Naidu (DIN:07389056), who has submitted a declaration of Independence under Section 149(6) of the Act and who is eligible for appointment under the provisions of the Act and rules made thereunder and the SEBI

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🌐 : www.ppiplt.com

CIN : L45201ITZ1995PLC006113

Listing Regulations, be and is hereby appointed as an Non-Executive-Independent Director of the company for a period of Two years with effect from 11<sup>th</sup> January 2025 upto 06<sup>th</sup> November 2026, not liable to retire by rotation.

RESOLVED FURTHER THAT, any director of the Company be and hereby severally authorized to perform all acts, deeds and things, execute documents and make all filings under Companies Act 2013, as may be necessary to give effect to the above resolution and take all such steps for giving any such direction as may be necessary or desirable."

**ITEM NO:2**

APPOINTMENT OF MR. CHINNIAMPALAYAM KULANDAISAMY VENKATACHALAM (DIN: 00125459) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Chinniampalayam Kulandaisamy Venkatachalam (DIN: 00125459), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 13<sup>th</sup> November 2024, be and is hereby appointed as an Executive Director of the Company for a term of five years commencing from 11<sup>th</sup> January 2025, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment as it may deem fit subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof."

RESOLVED FURTHER THAT, any director of the Company be and hereby severally authorized to perform all acts, deeds and things, execute documents and make all filings under Companies Act 2013, as may be necessary to give effect to the above resolution and take all such steps for giving any such direction as may be necessary or desirable."

### **ITEM NO:3**

#### **APPOINTMENT OF MR. ANANDAVADIVEL SATHIYAMOORTHY (DIN: 07783796) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Anandavadivel Sathiyamoorthy (DIN: 07783796), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 13<sup>th</sup> November 2024, be and is hereby appointed as an Executive Director of the Company for a term of five years commencing from 11<sup>th</sup> January 2025, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment as it may deem fit subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof."

RESOLVED FURTHER THAT, any director of the Company be and hereby severally authorized to perform all acts, deeds and things, execute documents and make all filings under Companies Act 2013, as may be necessary to give effect to the above resolution and take all such steps for giving any such direction as may be necessary or desirable."

### **ITEM NO:4**

#### **APPOINTMENT OF MR. MARAPPAN MURUGESAN (DIN:07900558) AS AN NON-EXECUTIVE -INDEPENDENT DIRECTOR OF THE COMPANY FOR FIVE YEARS:**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Marappan Murugesan (DIN:07900558), who has submitted a declaration of Independence under Section 149(6) of the Act and who is eligible for appointment under the provisions of the Act and rules made thereunder and the SEBI Listing Regulations, be and is hereby appointed as an Non-Executive-Independent

Director of the company for a period of five years with effect from 11<sup>th</sup> January 2025, not liable to retire by rotation.

RESOLVED FURTHER THAT, any director of the Company be and hereby severally authorized to perform all acts, deeds and things, execute documents and make all filings under Companies Act 2013, as may be necessary to give effect to the above resolution and take all such steps for giving any such direction as may be necessary or desirable.”

#### **ITEM NO:5**

##### **ALTERATION OF THE OBJECT CLAUSE OF THE COMPANY:**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**“RESOLVED THAT** subject to the provisions of section 13 and all other applicable provisions of the Companies Act, 2013, if any, and the Rules made thereunder, including any statutory modification or re-enactment thereof for the time being in force and subject to such approvals, consents, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise the powers conferred by this resolution), approval of the Company be and is hereby accorded to insert the following New sub-clauses (8) be inserted after the existing sub-clauses (1) to (7) of Clause III A and the existing clauses 1 to 7 in the main objects after the insertion of new clause 8 be renumbered as (1) to (8) accordingly.

III(B) (8). To engage in and carry on the business of providing supervision and supplying labor for construction projects, including residential, commercial, industrial, infrastructure, and public works. This includes offering project management, quality control, safety inspections, and site supervision services, as well as recruiting, hiring, and managing skilled and unskilled labor. Additionally, to collect royalties, fees, and commissions related to these services, and to engage in activities necessary for the effective execution of construction projects. The company may also form partnerships, procure necessary materials and equipment, and ensure compliance with all relevant laws and regulations. .

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to do all such acts, deeds, matters, and things and execute all such

documents, instruments and writings as may be required and delegate all or any of its powers herein conferred to any committee of directors or director(s) to give effect to the above resolution”

**By order of the Board  
For R.P.P. INFRA PROJECTS LIMITED**

**Shammi Prakash**  
COMPANY SECRETARY  
Place: Chennai  
Date:31.12.2024

NOTES:

1. The statement pursuant to Section 102 of the Act read with the rules made thereunder listing out the material facts and necessary disclosures pertaining to the resolution set out in the Postal Ballot Notice for approval of the Members is annexed herewith.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by way of electronic mode to those Members whose names appear on the Register of Members/List of Beneficial Owners as on Friday, 03<sup>th</sup> January 2025 (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company/Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to

Members for this Postal Ballot in terms of exemption provided through the MCA Circulars.

3. Members whose name appear in the Register of Members provided by the Registrar and Share Transfer Agent of the Company ('RTA') / List of beneficial owners received from the Depositories as on the Cut-Off Date only would be considered for the purpose of voting with respect to the business set out in this Notice. A person who is not a member as on Cut-Off Date should treat this notice for information purpose only.
4. Service of Postal Ballot Notice electronically:

In line with the MCA Circulars, this postal ballot notice is issued electronically to the e-mail addresses of the Members in the manner listed herein below:

<b>Members holding shares in Physical mode</b>	Notice is issued electronically to the Members whose e-mail addresses are available and registered in the records of the RTA.
<b>Members holding shares in Demat mode</b>	Notice is issued electronically to the Members whose e-mail addresses are available and registered in the records of the Depositories.

In line with the relaxation provided under the MCA Circulars referred above and in compliance with the said circulars, the Postal Ballot Notice is being served electronically. The Postal Ballot Notice is also being made available on the website of the Company at [www.rppipl.com](http://www.rppipl.com) , the website of the Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com). No physical copy of Postal Ballot Notice will be issued even if a member requests for the same.

5. Registration of e-mail:

Members who have not registered their e-mail addresses are requested to follow the procedure listed herein below for registering the same:

Type of holder	Process to be followed for registration of e-mail address and Mobile number
Physical	Members may send an e-mail request to <a href="mailto:investor@cameoindia.com">investor@cameoindia.com</a> / <a href="mailto:murali@cameoindia.com">murali@cameoindia.com</a> or along with:

	<ul style="list-style-type: none"> <li>• Form ISR-1, Form ISR-2, Form ISR-3/Form SH-13 for updation of KYC details including e-mail address*;</li> <li>• Signed request letter mentioning the Folio No., Name of the Member, e-mail address and mobile number;</li> <li>• Self-attested copy of PAN;</li> <li>• Self-attested copy of any address proof including Aadhar, Passport etc,</li> <li>• Scanned copy of share certificate(s) (front and back).</li> </ul>
Demat	<p>Members may provide DPID-CLID (16 digits DPID + CLID or 16 digits beneficiary ID), Name, Client Master or Copy of Consolidated Account statement, self-attested scanned copy of PAN card and Aadhar Card to <a href="mailto:investor@cameoindia.com">investor@cameoindia.com</a></p> <p>If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) of point 20.</p> <p>Alternatively, shareholder/members may send a request to <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> for procuring user id and password for e-voting by providing above mentioned documents.</p> <p>In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.</p>

6. Members updating their e-mail address through Depository Participant after the Cut-Off Date are required to communicate the same to the Company/ RTA by writing an e-mail to [Investor@cameoindia.com/Secretary@rppipl.com](mailto:Investor@cameoindia.com/Secretary@rppipl.com)/murali@cameoindia.com
7. In Compliance with the MCA Circulars and the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), other applicable provisions of the Act and the Rules and other applicable laws, rules and regulations (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), the assent or dissent (i.e. voting) of members on the resolution listed out in the Notice can be cast through electronic voting i.e. remote e-voting. The detailed procedure for remote e-voting is listed down in the e-voting section. Physical copies of the Postal Ballot Notice and pre-

paid business reply envelopes are not being sent to the shareholders for this Postal Ballot.

8. The Board of Directors at their meeting held on 31<sup>st</sup> December 2024 have engaged the services of CDSL for providing remote e-voting facility in this postal ballot.
9. The Board of Directors at their meeting held on 31<sup>st</sup> December 2024 have appointed M/s. Lakshmmi Subramaniam & Associates, Practicing Company Secretaries, Chennai who are not in employment of the Company, as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner. The Scrutinizer as aforementioned has communicated their willingness for being engaged for conducting the postal ballot voting process.
10. The e-voting period commences from Sunday, January 12, 2025, at 09:00 A.M. IST and ends on Monday, February 10, 2025 at 05:00 P.M. IST. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Monday, February 10, 2025. The e-voting facility will be disabled immediately thereafter and will not be allowed beyond the said date and time.
11. The Scrutinizer will submit a report to the Chairman or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced within 2 (Two) working days from the conclusion of the e-voting.
12. The result of e-voting along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice. The last date of e-voting, i.e. Monday, February 10, 2025, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.
13. The results shall be also made available on the website of the Company at [www.rppipl.com](http://www.rppipl.com). The results shall be also communicated/made available on the website of the Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).
14. Disclosures pertaining to the business set out in the Notice pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and Secretarial Standards 2 issued by the Institute of Company Secretaries of India as revised from time to time are annexed to this Notice.

15. Members are requested to note that SEBI through circular ref. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, (now rescinded due to issuance of Master Circular for Registrars to an Issue and Share Transfer Agents dated May 17, 2023) has mandated that shareholders holding shares in physical mode to update the following details with the Company/RTA:

- PAN
- KYC and
- Nomination

The KYC details include contact information namely postal address with Pin code, Mobile Number and e-mail address. Members holding shares in physical mode, who have not registered their above particulars are requested to register the same with the Company/RTA. Any clarifications in this regard may be addressed by an email to [Investor@cameoindia.com](mailto:Investor@cameoindia.com)/[Secretary@rppiil.com](mailto:Secretary@rppiil.com)/[murali@cameoindia.com](mailto:murali@cameoindia.com). For more details, Members are requested to refer to the website of the Company at [www.rppiil.com](http://www.rppiil.com)

16. Information On Remote E-Voting:

- a) In compliance with the MCA Circulars and the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), other applicable provisions of the Act and the Rules and other applicable laws, rules and regulations (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), the Company is pleased to provide remote e-voting facility for casting votes in respect of the business set out in the Postal Ballot Notice. The Company has engaged M/s. Central Depository Services (India) Limited ('CDSL'), for providing remote e-voting facility for this postal ballot.
- b) The remote e-voting period commences from Sunday, January 12, 2025, at 09:00 A.M. IST and ends on Monday, February 10, 2025 at 05:00 P.M. IST. The e-voting facility will be disabled immediately thereafter and will not be allowed beyond the said date and time.
- c) Once a vote is cast, the Members will not be allowed to change it subsequently or be allowed to cast vote again. Voting rights of a Member shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date (03.01.2025).

## 17. Procedure For E-Voting:

### Step 1: Access to NSDL e-Voting system:

#### A. Login method for e-Voting for Individual Shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. The login method for individual shareholders holding securities in demat mode is given below:

Shareholders	Login Procedure
Individual Shareholders holding shares in Demat mode with National Securities Depository Limited ("NSDL")	<ol style="list-style-type: none"><li data-bbox="603 861 1343 1415">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e- Voting website of NSDL for casting your vote during the remote e- Voting period.</li><li data-bbox="603 1425 1343 1622">2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li data-bbox="603 1632 1343 1730">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal</li></ol>

	<p>Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e- Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App</p> <p>a. "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="699 969 957 1129" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual shareholders holding securities in Demat mode with Central Depository Services Limited ("CDSL")</p>	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id an password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally,</p>

	<p>there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e- Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual shareholders (holding shares in Demat mode) login through their demat accounts/ Website of Depository Participant:</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option.</p> <p>Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID"/ "Forgot Password" options available on the websites of Depositories / Depository Participants.

For technical Assistance:

Members facing any technical issue in logging can contact the respective helpdesk by sending a request on the email id's or contact on the phone nos. provided below

<b>NSDL</b>	<b>CDSL</b>
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E-mail: <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> Toll free nos.: +91 22 24997000/ +91 22 48867000	E-mail: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> Contact no. : 1800 225 533
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**B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:**

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN followed by Folio Number registered with the Company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?

-If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- your email ID is not registered, please follow steps mentioned in point 5 above.

- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

-Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

-Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

-If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

-Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box
- Now, you will have to click on "Login" button

- After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders:**

a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [evoting@nsdl.com](mailto:evoting@nsdl.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.

b. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the

download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com).

### **Step 3: Cast your vote electronically on CDSL e-Voting system:**

#### **Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and Non-Individual Shareholders in demat mode.**

Login method for e-Voting and joining virtual meetings **for Physical shareholders and shareholders other than individual holding in Demat form.**

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on "Shareholders" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user, follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Shareholders who have not updated their PAN with the Depository Participant are requested to use the sequence number sent by RTA or contact RTA.

- After entering these details appropriately, click on "SUBMIT" tab.

- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant Pace Automation Limited on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired.
- The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at their email address, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- For Physical shareholders- please provide necessary details like Folio No., Name of Shareholder, scanned copy of the Share Certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to [Investor@cameoindia.com/murali@cameoindia.com](mailto:Investor@cameoindia.com/murali@cameoindia.com).

- For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
  - For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting
18. If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk [evoting@cdslindia.com](mailto:evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33
19. All grievances connected with the facility for voting by electronic means may be addressed to the Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.
20. The date of completion of dispatch of Notices/ e-mails will be announced through advertisement in Newspapers.

**EXPLANATORY STATEMENT CONTAINING MATERIAL FACTS PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013**

The following Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014,

sets out all the material facts relating to the items of special business mentioned in this Postal Ballot Notice dated January 10, 2025:

ITEM NO: 1

Appointment Of Mr. Venkatesan Ellaiah Naidu (Din:07389056) as an Independent Director of the Company for a period of 2 years

The Board on 13th Nov 2024, based on the recommendations of the Nomination and Remuneration Committee, decided that Mr. Venkatesan Ellaiah Naidu would be beneficial to the Company and it is desirable to avail his services as an Independent Director of the Company. Accordingly, the Board has approved the appointment of Mr. Venkatesan Ellaiah Naidu as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 2(Two) years w.e.f. 11<sup>th</sup> January 2025 to 06<sup>th</sup> November 2026, subject to the approval of Members of the Company.

Mr. Venkatesan Ellaiah Naidu has confirmed that he is not disqualified to act as Independent Director in terms of Section 164 of the Act and is not debarred from holding the office of Independent Director by virtue of any SEBI order or any other such authority and is in compliance with Rule 6(1) & (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company has received consent from Mr. Venkatesan Ellaiah Naidu to act as Independent Director and declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. As recommended and opined by the NRC and Board, Mr. Venkatesan Ellaiah Naidu is a person of integrity and fulfils the conditions specified under the Act read with rules made thereunder and the SEBI Listing Regulations for his appointment as Independent Director of the Company and is eligible & independent of the management

Given his knowledge, acumen, expertise, experience (including the proficiency), skills, valuable contribution to the deliberations at the meetings of the Board/ Committees, the NRC and the Board are of the opinion that it would be in the interest of the Company to appoint Mr. Venkatesan Ellaiah Naidu as an Independent Director of the Company.

In view of the above, it is proposed to seek approval of the Members by way of special resolution for the appointment of Mr. Venkatesan Ellaiah Naidu as an Independent Director of the Company for the Period of 2 (Two) years in terms of Section 149 and other applicable provisions of the Act and Regulations 16, 17(1A) and 25 of the SEBI Listing Regulations.

Copies of the draft letter of appointment of Mr. Venkatesan Ellaiah Naidu as Independent Director, setting out the terms and conditions are available for inspection by the Members.

The profile/resume, area of expertise and other details of Mr. Venkatesan Ellaiah Naidu pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Except, Mr. Venkatesan Ellaiah Naidu, none of the Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

The Board of Directors of the Company recommends the resolutions set-out at Item No. 1 for approval of the Members as Special Resolutions.

#### ITEM NO: 2

#### Appointment of Mr.Chinniampalayam Kulandaisamy Venkatachalam (Din: 00125459) As An Executive Director Of The Company for Five years

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 13th Nov 2024 has appointed Mr. Chinniampalayam Kulandaisamy Venkatachalam as additional Director of the Company for a term of five years commencing from 11<sup>th</sup> January 2025, subject to approval of the members as per terms and conditions set out in this Resolution.

Mr. Chinniampalayam Kulandaisamy Venkatachalam has about 18 years of experience in various government projects, large scale industrial projects and all types of civil engineering works. He is currently managing director in W.S. Industries.

Further, pursuant to Regulation 17(1C) of Listing Regulations, the appointment of a Director on the Board of Directors shall be approved by the shareholders at the next general meeting/Postal Ballot or within a time period of three months from the date of appointment, whichever is earlier.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolutions set-out at Item No. 2 for approval of the Members as Special Resolutions.

ITEM NO: 3

APPOINTMENT OF MR. ANANDAVADIVEL SATHIYAMOORTHY (DIN: 07783796) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 13th Nov 2024 has appointed Mr. Anandavadivel Sathiyamoorthy as additional Director of the Company for a term of five years commencing from 11<sup>th</sup> January 2025, subject to approval of the members as per terms and conditions set out in this Resolution.

Mr. Anandavadivel Sathiyamoorthy has about 18 years of experience in various various infrastructure, industrial and road projects.

Further, pursuant to Regulation 17(1C) of Listing Regulations, the appointment of a Director on the Board of Directors shall be approved by the shareholders at the next general meeting/Postal Ballot or within a time period of three months from the date of appointment, whichever is earlier.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolutions set-out at Item No. 3 for approval of the Members as Special Resolutions.

ITEM NO: 4

Appointment Of Mr. Marappan Murugesan (Din: 07900558) as an Independent Director of the Company for a period of 5 years.

The Board on 31<sup>st</sup> December 2024, based on the recommendations of the Nomination and Remuneration Committee, decided that Mr. Marappan Murugesan would be beneficial to the Company and it is desirable to avail his services as an Independent Director of the Company. Accordingly, the Board has approved the appointment of Mr. Marappan Murugesan as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 5(Five) years w.e.f. 11<sup>th</sup> January 2025, subject to the approval of Members of the Company.

Mr. Marappan Murugesan has confirmed that he is not disqualified to act as Independent Director in terms of Section 164 of the Act and is not debarred from holding the office of Independent Director by virtue of any SEBI order or any other such authority and is in compliance with Rule 6(1) & (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company has received consent from Mr. Marappan Murugesan to act as Independent Director and declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. As recommended and opined by the NRC and Board, Mr. Marappan Murugesan is a person of integrity and fulfils the conditions specified under the Act read with rules made thereunder and the SEBI Listing Regulations for his appointment as Independent Director of the Company and is eligible & independent of the management

Given his knowledge, acumen, expertise, experience (including the proficiency), skills, valuable contribution to the deliberations at the meetings of the Board/ Committees, the NRC and the Board are of the opinion that it would be in the interest of the Company to appoint Mr. Marappan Murugesan as an Independent Director of the Company.

In view of the above, it is proposed to seek approval of the Members by way of special resolution for the appointment of Mr. Marappan Murugesan as an Independent Director of the Company for the Period of 5 (Five) years in terms of Section 149 and other applicable provisions of the Act and Regulations 16, 17(1A) and 25 of the SEBI Listing Regulations.

Copies of the draft letter of appointment of Mr. Marappan Murugesan as Independent Director, setting out the terms and conditions are available for inspection by the Members.

The profile/resume, area of expertise and other details of Mr. Marappan Murugesan pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Except, Mr. Marappan Murugesan , none of the Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

The Board of Directors of the Company recommends the resolutions set-out at Item No. 4 for approval of the Members as Special Resolutions.

#### ITEM NO: 5

#### ALTER THE OBJECT CLAUSE OF THE COMPANY

The company at present is engaged in the construction of Industrial Buildings, Infrastructure, and water supply & Irrigation businesses now they have decided to expand their business to real estate. To commence the proposed new business activities, it is proposed to alter the Main Objects Clause of the Company by inserting

sub-clause (7) under Clause III A after the existing sub-clauses (1) to (7) of Clause III A and the existing clauses (1) to (7) in the main objects after the insertion of new clause (8) be renumbered as (1) to (8) accordingly.

III(B) (8). To engage in and carry on the business of providing supervision and supplying labor for construction projects, including residential, commercial, industrial, infrastructure, and public works. This includes offering project management, quality control, safety inspections, and site supervision services, as well as recruiting, hiring, and managing skilled and unskilled labor. Additionally, to collect royalties, fees, and commissions related to these services, and to engage in activities necessary for the effective execution of construction projects. The company may also form partnerships, procure necessary materials and equipment, and ensure compliance with all relevant laws and regulations. .

Section 13 read with Section 110 of the Companies Act, 2013 and the Rules made thereunder provides that any alteration of the main objects clause of the Memorandum of Association of the Company would require approval of shareholders of the Company by way of a special resolution through Postal Ballot and hence, the Board of Directors recommend the resolution as a special resolution for approval of members.

A copy of the existing Memorandum of Association together with a copy of the proposed Memorandum of Association as set out in the Special Resolution of the Notice are open for inspection at the registered office of the Company during business hours on all working days.

None of the Directors, Promoters, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise in the proposed resolution as set out in Item No.5.

The Board of Directors of the Company recommends the resolutions set-out at Item No. 5 for approval of the Members as Special Resolutions.

**By order of the Board  
For R.P.P. INFRA PROJECTS LIMITED**

**Shammi Prakash**  
COMPANY SECRETARY

Place: Chennai  
Date:31.12.2024

### **ANNEXURE TO THE NOTICE**

#### **Details of Directors seeking appointment by Postal Ballots**

[Pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]

#### **Item No: 1**

#### **Appointment of Mr. Venkatesan Ellaiah Naidu (DIN: 07389056) as Independent Director of the Company for the Period of Two years.**

Name of the Director	Mr. Venkatesan Ellaiah Naidu
Age	73 years
Date of Birth	07/11/1951
Nationality	Indian
DIN	07389056
Date of Appointment	13/11/2024
Qualification	M Tech (Struct.)
Relationship with Directors and Key Managerial Personnel	Nil
Directorship in other companies / LLP	1. Vishnu Projects And Constructions Private Limited 2. Sri Kamakshi Logistics Private Limited 3. Vivan Concraft Llp
Chairman / Member of the Committee of the Company	Member of: 1. Audit Committee 2. Nomination and Remuneration Committee 3. Stakeholders Relationship Committee
Chairman / Member of Other Public Limited Companies which he / she is a Director	Nil

Details of Remuneration sought to be paid	Sitting fee for the Board and Committee meeting of the Company.
Terms and Conditions of Appointment(if any)	Appointment of Independent Director for a period of Two years with effect from 11 <sup>th</sup> Jan 2025 up to 06 <sup>th</sup> Nov 2026, not liable to retire by rotation
No. of equity shares held in the Company	Nil

**Item No: 2**

**Appointment of Mr.Chinniampalayam Kulandaisamy Venkatachalam (Din: 00125459) as Executive Director of the Company for a period of Five Years**

Name of the Director	Mr.Chinniampalayam Kulandaisamy Venkatachalam
Date of Birth	01/12/1 975
DIN	00125459
Date of Appointment	13/11/2024
Nature of Appointment	Appointment
Qualifications	B Tech
Expertise in specific functional area	Mr.Chinniampalayam Kulandaisamy Venkatachalam is entrusted with substantial powers of the management and is responsible for the general conduct and management of the business and affairs of the Company, subject to the superintendence, control and supervision of the Board of Directors of the Company. Mr.Chinniampalayam Kulandaisamy Venkatachalam has 18 experience in the field of Infra, Road and Real Estate field.
Relationship with Directors and Key Managerial Personnel	Nil
No. of Shares in the Company	50000 Equity shares and 1916666 equity shares (Warrant conversion yet to receive trading approval)

Directorship in other companies / LLP	<b>Limited Companies/Private Companies/LLP:</b> 1. W.S. Industries (India) Limited 2. Cmk Projects Private Limited 3. Wsi-P&C Verticals Private Limited 4. Venba Estates Private Limited 5. Trineva Infra Projects Private Limited 6. Nva Associates Llp 7. Venba Realtors Llp 8. Trineva Properties Llp
Chairman / Member of the Committee of the Company	Nil
Chairman / Member of Other Public Limited Companies which he / she is a Director	W.S. Industries (India) Limited

**Item No: 3**

**APPOINTMENT OF MR. ANANDAVADIVEL SATHIYAMOORTHY (DIN: 07783796) AS AN EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS:**

Name of the Director	Mr. Anandavadivel Sathiyamoorthy
Date of Birth	10/06/1977
DIN	07783796
Date of Appointment	13/11/2024
Nature of Appointment	Appointment
Qualifications	Higher Secondary
Expertise in specific functional area	Mr. Anandavadivel Sathiyamoorthy is entrusted with substantial powers of the management and is responsible for the general conduct and management of the business and affairs of the Company, subject to the superintendence, control and supervision of the Board of Directors of the Company. Mr. Anandavadivel Sathiyamoorthy has 18 experience in the field of Infra, Road and Real Estate field.

Relationship with Directors and Key Managerial Personnel	Nil
No. of Shares in the Company	116611 Equity shares and 1437500 equity shares (Warrant conversion yet to receive trading approval)
Directorship in other companies / LLP	<b>Limited Companies/Private Limited Companies/LLP:</b> 1. W.S. Industries (India) Limited 2. Venba Estates Private Limited 3. Rpp-Vs Private Limited 4. Maharishi Gramin Micro Finance Private Limited 5. Savidhaanu Projects Private Limited 6. Nva Associates Llp 7. Savidhaanu Power Projects Llp 8. Trineva Properties Llp 9. Synova Innovations Llp 10. Sevvin Infra Llp
Chairman / Member of the Committee of the Company	Nil
Chairman / Member of Other Public Limited Companies which he / she is a Director	W.S. Industries (India) Limited

**Item No: 4**

**Appointment Of Mr. Marappan Murugesan (Din: 07900558) as an Independent Director of the Company for a period of 5 years.**

Name of the Director	Mr. Marappan Murugesan
Age	60 years
Date of Birth	05/06/1964
Nationality	Indian
DIN	07900558
Date of Appointment	31/12/2024
Qualification	BE Civil
Relationship with Directors and Key Managerial Personnel	Nil
Directorship in other companies / LLP	1. ELBRIT LIFE SCIENCES PRIVATE LIMITED

Chairman / Member of the Committee of the Company	Nil
Chairman / Member of Other Public Limited Companies which he / she is a Director	Nil
Details of Remuneration sought to be paid	Sitting fee for the Board and Committee meeting of the Company.
Terms and Conditions of Appointment(if any)	Appointment of Independent Director for a period of Five years with effect from 11 <sup>th</sup> Jan 2025, not liable to retire by rotation
No. of equity shares held in the Company	Nil