



RPP Infra Projects Ltd

Date: 14-07-2025

To,

Department of Corporate Services, Bombay Stock Exchange Limited, 25th Floor, PhirozeJeeJeeBhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code: 533284	National Stock Exchange of India limited Exchange Plaza, BandraKurlaComplex, Bandra (East), Mumbai - 400051. Scrip Code: RPPINFRA
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Subject: Clarification on Shareholder Approval under Regulation 23(4) of SEBI (LODR) Regulations, 2015 – Material Related Party Transactions

Dear Sir/Madam,

With reference to your query regarding whether prior approval of shareholders has been obtained under Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for material related party transactions entered into during the period from April 01, 2024 to March 31, 2025, we would like to clarify the following:

Upon review, it has come to our attention that a clerical error occurred in the disclosure/reporting of the transaction value with **RPP-Dhanya JV**, wherein the transaction was inadvertently shown as exceeding the materiality threshold prescribed under Regulation 23(1) of SEBI (LODR) Regulations, 2015.

However, we confirm that the actual transaction value with **RPP-Dhanya JV** during the said period **did not exceed** the materiality threshold (10% of the annual consolidated turnover of the Company as per the last audited financial statements), and therefore, **did not qualify as a material related party transaction**.

Details of Actual Transactions

Name of Related Party	Value of Transaction	Period
RPP-Dhanya JV	5.76 Crores	1 st April 2024 to 30 Sept 2024
RPP-Dhanya JV	0.04 Crores	1 st Oct 2024 to 31 st March 2025

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CIN : L45201TZ1995PLC006113
PAN :



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Total Value of Transaction during the year 2024-25-5.80 Crores

Total consolidated Turnover for year 2023-24- 1353 crore

Percentage of Value of transaction in respect to consolidated Turnover-0.42

As such, **prior approval of shareholders under Regulation 23(4) was not required**, and accordingly, **no shareholder resolution** was passed in this regard.

We regret the clerical oversight and confirm that the necessary correction has been noted for records and future compliance. We remain committed to accurate reporting and full compliance with SEBI (LODR) Regulations.

Thank you for your understanding.

Warm regards,
For RPP Infra Projects Limited

A Nithya
Whole Time Director
DIN:00125357

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