



RPP Infra Projects Ltd

Saturday, 10th September, 2016

Corporate Relationship Department
BSE Limited
1st 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, 5th Floor,
Plot no. C/1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051.
Scrip Code: RPPINFRA

Sub: Compliance of Regulation 44(3) of SEBI(LODR) Regulations, 2015

Dear Sir/Madam,

The 21st Annual General Meeting of the R.P.P INFRA PROJECTS LIMITED was held on Friday the 9th September, 2016 at 10.00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638 011.

All the resolutions had been passed with requisite majority. The details regarding the voting results in the prescribed format is enclosed.

Kindly acknowledge receipt of the same.

Thanking you,

Yours Truly,

For RPP Infra Projects Ltd

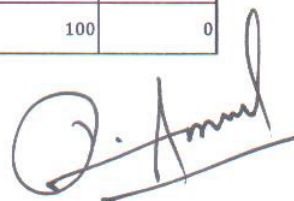
P. ARULSUNDARAM
Chairman and Managing Director

Voting Results of 21st Annual General Meeting

Date of the AGM	9th September 2016
Total number of shareholders on record date	3373
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public	17
Total	20

Resolution No. 1				To receive, consider and adopt: (a) the Audited Financial Statements of the Company for the financial year ended 31st March 2016, the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016.				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	504626	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5727567	600	0.01	600	0	100	0
	POLL		6815	0	6815	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
GRAND TOTAL		22600584	16375806	72.46	16375806	0	100	0

Resolution No. 2				To declare dividend on equity shares.				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
POLL	0		0	0	0	0	0	
POSTALBALLOT	0		0	0	0	0	0	
	SUB TOTAL	504626	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING		600	0.01	600	0	100	0



Resolution No. 5				Ratification of Remuneration to Cost Auditor				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	504626	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5727567	600	0.01	600	0	100	0
	POLL		6815	0	6815	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
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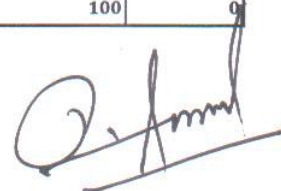
Resolution No. 6				Issuance of Equity Shares under Qualified Institutional Placement				
Resolution Required: Special								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
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PUBLIC-NON INSTITUTIONS	E-VOTING	5727567	600	0.01	600	0	100	0
	POLL		6815	0	6815	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
GRAND TOTAL		22600584	16375806	72.46	16375806	0	100	0



	POLL	5727567	6815	0	6815	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
GRAND TOTAL		22600584	16375806	72.46	16375806	0	100	0

Resolution No. 3				To appoint a Director in the place of Mrs. A Nithya (DIN 00125357), who retires by rotation and being eligible, seeks re-appointment.				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
POLL	0		0	0	0	0	0	0
POSTALBALLOT	0		0	0	0	0	0	0
	SUB TOTAL	504626	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5727567	600	0.01	600	0	100	0
POLL	6815		0	6815	0	100	0	0
POSTALBALLOT	0		0	0	0	0	0	0
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
GRAND TOTAL		22600584	16375806	72.46	16375806	0	100	0

Resolution No. 4				To appoint Auditors of the Company				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	16368391	16368341	100	16368341	0	100	0
	POLL		50	0	50	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	16368391	16368391	100	16368391	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	504626	0	0	0	0	0	0
POLL	0		0	0	0	0	0	
POSTALBALLOT	0		0	0	0	0	0	
	SUB TOTAL	504626	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5727567	600	0.01	600	0	100	0
POLL	6815		0	6815	0	100	0	
POSTALBALLOT	0		0	0	0	0	0	
	SUB TOTAL	5727567	7415	0.13	7415	0	100	0
GRAND TOTAL		22600584	16375806	72.46	16375806	0	100	0





Gouri Shanker Mishra

B.Com, MBA, FCS, LLB

Practicing Company Secretary

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CONSOLIDATED SCRUTINISER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,

The Chairman of 21st Annual General Meeting of Equity Shareholders of R.P.P Infra Projects Limited held on Friday, 9th September 2016 at 10.00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638 011.

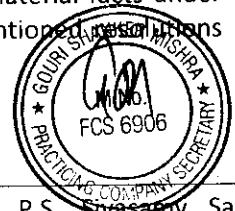
Sub: Consolidated Scrutinizer's Report on remote e-voting and physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amended Rules, 2015 and voting at the 21st Annual General Meeting of R.P.P. Infra Projects Limited held on Friday, 9th September 2016 at 10.00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638 011.

Dear Sir,

I, Mr. Gouri Shankar Mishra, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of R.P.P. Infra Projects Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 21st Annual General Meeting of the Company held on Friday, 9th September 2016 at 10.00 A.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and voting by poll by means of the ballot papers at the Annual General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

The Notice dated 13th August 2016 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 21st Annual General Meeting of the Company.



Mumbai: Pecan, 9th Floor, Param House, Shanti Nagar, Santacruz East, Mumbai – 400055; T: +91 22 26655691

Chennai: Second Floor, #76, P.S. Sivasamy Salai, Mylapore, Chennai – 600 004; T: +91 44 24992001



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The Company had availed the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

The Company had also provided voting facility to the shareholders present at the 21st Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders holding equity shares as on the "Cut-off" date i.e. 2nd September 2016 were entitled to vote for the resolutions proposed in the Notice of the 21st Annual General Meeting of the Company.

The Ballot Box which was kept for the purpose of voting through ballots was locked by me and was opened on the conclusion of the meeting and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and Cameo Corporate Services Limited, the Registrar and Transfer Agents (R&TA) of the Company by support of staff.

The voting period for remote e-voting commenced on Tuesday, 6th September 2016 at 10.00 A.M. and ended on Thursday, 8th September 2016 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the 21st Annual General Meeting the votes cast thereunder were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of the voting through ballot process at the venue of the meeting as given in Annexure 1.

The electronic data and all other relevant records relating to the remote e-voting and ballot are under my safe custody and will be handed over to the Company Secretary for preserving safety after the Chairman considers, approves and signs the minutes of the 21st Annual General Meeting.

Date: 10th September 2016
Place: Chennai



Gouri Shankar Mishra
(Practicing Company Secretary)
FCS 6906

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ANNEXURE 1

CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH THAT OF VOTING THROUGH BALLOT PROCESS AT THE VENUE OF THE MEETING

1. (a) The Audited Financial Statements for the year ended 31st March, 2016, the Report of the Board of Directors and the auditors thereon. (b) The Audited Consolidated Financial Statements for the financial year ended 31st March, 2016.

Type of Business : Ordinary Business

Nature of Resolution: Ordinary Resolution

Voting Requirement : Simple Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.



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2. To declare dividend on equity shares.

Type of Business : Ordinary Business

Nature of Resolution: Ordinary Resolution

Voting Requirement : Simple Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

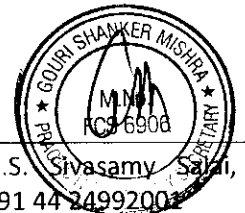
Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

3. To appoint a Director in place of Mrs. A Nithya (DIN: 00125357), who retires by rotation and being eligible, seeks reappointment.

Type of Business : Ordinary Business

Nature of Resolution: Ordinary Resolution

Voting Requirement : Simple Majority



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Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

4. To appoint Auditors of the Company.

Type of Business : Ordinary Business

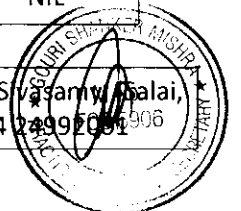
Nature of Resolution: Ordinary Resolution

Voting Requirement : Simple Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
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Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

5. To ratification of Remuneration to cost auditor.

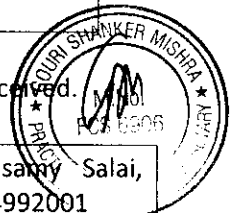
Type of Business : Special Business

Nature of Resolution: Ordinary Resolution

Voting Requirement : Simple Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.



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6. To Issuance of Equity Shares under Qualified Institutional Placement.

Type of Business : Special Business

Nature of Resolution: Special Resolution

Voting Requirement : requisite Majority

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	3	16368941
Total Number of Ballot Papers Received (Physical Voting)	4	6865
Invalid Votes:		
E-Voting	NIL	NIL
Physical Voting	NIL	NIL
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	3	16368941
No. of valid cast in favour of the Resolution (Physical Voting)	4	6865
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	NIL	NIL
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100 %	

Result: The resolution requiring requisite majority for passing as Special Resolution was received.

Therefore we recommend that you may declare the result above.

Date : 10th September 2016

Place: Chennai

Gouri Shankar Mishra
(Practicing Company Secretary)
FCS 6906



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