

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2021

Of

R.P.P INFRA PROJECTS LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i	CIN:	L45201TZ1995PLC006113
	Foreign Company Registration Number/GLN	
	Permanent Account Number(PAN) of the company	AAACR9307E
ii	a) Name of the Company	R.P.P INFRA PROJECTS LIMITED
	b)Registered office address	SF No. 454, Raghupathynaiken Palayam, Railway Colony Post, Poondurai Road, Erode TN 638002 IN
	c)*email-ID of the company	secretary@rppipl.com
	d)*Telephone number with STD code	04242284077
	e)Website	www.rppipl.com
iii	Date of Incorporation	04/05/1995
iv	Type of the Company	Public Company
	Category of the Company	Company limited by shares
	Sub-category of the Company	Indian Non-Government company
V	Whether company is having share capital	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Vi	*Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

	(a) Details of stock exchanges where shares are listed	<table> <tr> <th>S. No.</th><th>Stock Exchange Name</th><th>Code</th></tr> <tr> <td>1</td><td>National Stock Exchange of India Limited</td><td>1024</td></tr> <tr> <td>2</td><td>BSE Limited</td><td>1</td></tr> </table>	S. No.	Stock Exchange Name	Code	1	National Stock Exchange of India Limited	1024	2	BSE Limited	1
S. No.	Stock Exchange Name	Code									
1	National Stock Exchange of India Limited	1024									
2	BSE Limited	1									
	(b) CIN of the Registrar and Transfer Agent	U67120TN1998PLC041613									
	Name of the Registrar and Transfer Agent	CAMEO CORPORATE SERVICES LIMITED									
	Registered office address of the Registrar and Transfer Agents	"SUBRAMANIAN BUILDING" No.1 CLUB HOUSE ROAD CHENNAI Tamil Nadu 600002									
Vii	*Financial year From	(01/04/2020) To (31/03/2021)									
Vii	*Whether Annual General Meeting (AGM) held	<input type="radio"/> Yes <input type="radio"/> No									
	(a) If yes, date of AGM										
	(b) Due date of AGM	30/09/2021									
	(c) Whether any extension for AGM granted	<input type="radio"/> Yes <input type="radio"/> No									
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension										
	(e) Extended due date of AGM after grant of extension										
	(f) Specify the reasons for not holding the same										

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities : 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction Activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given - 7

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held
1	R.P.P Infra Projects (Lanka) Limited		Subsidiary	100
2	R.P.P Infra Overseas PLC		Subsidiary	100
3	Sanskar Dealcom Private Limited		Subsidiary	100
4	Greatful Mercantile Private Limited		Subsidiary	100
5	Lunkar Finance Private Limited		Subsidiary	100
6	Rpp-Annai (JV) Private Limited		Subsidiary	51
7	R.P.P Infra Projects Myanmar Ltd,		Associate	49

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) Share Capital

a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	34,000,000	26,600,584	23,650,584	23,650,584
Total amount of equity shares (in rupees)	340,000,000	266,005,840	236,505,840	236,505,840

Number of classes :1

Class of Shares Equity Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	34,000,000	26,600,584	23,650,584	23,650,584
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	340,000,000	266,005,840	236,505,840	236,505,840

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes : 0

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

(C) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	

(D) Break-up of paid-up share capital

Class of Shares	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Equity shares	Physical	Demat	Total			
At the beginning of the year	848	22,599,736	22600584	226,005,840	226,005,840	
Increase during the year	0	1,050,000	1050000	10,500,000	10,500,000	84,000,000
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	1,050,000	1050000	10,500,000	10,500,000	84000000
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0

vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Demat	0	0	0	0	0	0
Decrease during the year						
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify Demat	0	0	0	0	0	0
At the end of the year	848	23,649,736	23650584	236,505,840	236,505,840	
Preference shares	0	0	0	0	0	0
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0

iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company:.. INE324L01013

(ii) Details of stock split/consolidation during the year (for each class of shares) - Not Applicable.

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Face value per share			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)*

☐ Nil

[Details being provided in a CD/Digital Media] ☐ Yes ☐ No ☐ Not applicable
 Separate sheet attached for details of transfers ☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM	29/10/2020
Date of Registration of Transfer	
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	

Transferee's Name	First Name :- Middle Name :- Surname :-
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(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total	0	0	0

Details of debentures

Class of Debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act,2013)

(i) Turnover : Rs. 4,778,963,515

(ii) Net worth of the Company :Rs. 2,587,870,032

(a) *SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family	13,079,739	55.3	0	0
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	13,079,739	55.3	0	0

Total number of shareholders (promoters) : 5

(b) *SHARE HOLDING PATTERN – Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6,000,259	25.37	0	0
	(ii) Non-resident Indian (NRI)	594,292	2.51	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	5000	0.02	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	268,966	0.22	0	0
4.	Banks	313	0	0	0
5.	Financial institutions	125	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	397500	1.68	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	2,041,798	8.63	0	0
10.	Others	1,531,996	6.48	0	0
	Total	10,570,845	44.69	0	0

Total number of shareholders (other than promoters) : 6,636

Total number of shareholders (Promoters + Public/Other than promoters) : 6,641

(c) * Details of Foreign institutional investors' (FIIs) holding shares of the company :

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	4,789	6,636
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non Executive	Executive	Non Executive	Executive	Non Executive
A. Promoter	2	0	2	0	55.04	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non- Independent	0	1	0	1	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors Representing	0	0	0	0	0	0
(i) Banks and FIs	0	0	0	0	0	0
(ii) Investing Institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share Holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	4	55.04	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date : 7

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
ARUL SUNDARAM POOSAPPAN	00125403	Managing Director	7,268,443	
ARULSUNDARAM NITHYA	00125357	Whole-time director	5,749,898	
MURALIDASAN PERUMAL	01771215	Director	156	
RANGASAMY KULANTHASAMY	07103549	Director	0	
SUNDARARAJAN	07647740	Director	0	
RAMASAMY KALAIMONY	08551489	Director	0	
PRADEEP KUMAR NATH	AKQPN5232M	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the Year :

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment / change in designation / cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Pradeep Kumar Nath	AKQPN5232M	Company Secretary	30/06/2020	Appointment
ARUMUGASAMY KARTHISWARAN	CWLPK3155K	Company secretary	29/06/2020	CESSATION
RAMASAMY KALAIMONY	08551489	Director	12/06/2020	Confirmation by Shareholders of appointment Independent Director

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING

Number of meetings held : 2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			No of Members Attended	% of total Share Holding
Extraordinary General Meeting	12/06/2020	4,822	24	54.53
ANNUAL GENERAL MEETING	29/10/2020	4,991	19	57.98

B. BOARD MEETINGS

*Number of meetings held: 8

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2020	6	5	83.33
2	30/06/2020	6	6	100
3	29/07/2020	6	5	83.33
4	15/09/2020	6	5	83.33
5	12/11/2020	6	5	83.33
6	30/01/2021	6	5	83.33
7	14/02/2021	6	5	83.33
8	17/02/2021	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held: 25

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	19/05/2020	3	3	100
2	Audit Committee Meeting	30/06/2020	3	3	100
3	Audit Committee Meeting	15/09/2020	3	3	100
4	Audit Committee Meeting	12/11/2020	3	3	100
5	Audit Committee Meeting	30/01/2021	3	3	100
6	Audit Committee Meeting	14/02/2021	3	3	100
7	NRC Committee	30/06/2020	3	3	100
8	NRC Committee	15/09/2020	3	3	100
9	Stakeholders Relationship Committee	29/07/2020	3	3	100
10	Corporate Social Responsibility	29/07/2020	3	3	100
11	Legal and Finance Committee	29/07/2020	3	3	100
12	Legal and	27/08/2020	3	3	100

13	Finance Committee Legal and Finance Committee	03/09/2020	3	3	100
14	Legal and Finance Committee	20/10/2020	3	3	100
15	Legal and Finance Committee	04/11/2020	3	3	100
16	Legal and Finance Committee	20/11/2020	3	3	100
17	Legal and Finance Committee	09/12/2020	3	3	100
18	Legal And Finance Committee	29/12/2020	3	3	100
19	Legal And Finance Committee	18/01/2021	3	3	100
20	Legal And Finance Committee	28/01/2021	3	3	100
21	Legal And Finance Committee	19/02/2021	3	3	100
22	Legal And Finance Committee	03/03/2021	3	3	100
23	Legal And Finance Committee	13/03/2021	3	3	100
24	Share Allotment Committee	14/07/2020	3	3	100
25	Share Allotment Committee	04/03/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. N o.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Arulsundaram Poosappan	8	8	100	2	2	100	
2	Arulsundaram Nithya	8	8	100	17	17	100	
3	Muralidasan Perumal	8	8	100	23	23	100	
4	Ranaasamy Kulanthasamy	8	8	100	10	10	100	
5	Sundararaian	8	8	100	23	23	100	
6	Ramasamy Kalaimony	8	1	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered : 2

S. No	Name	Designation	Gross salary	Commis sion	Stock Option/ Sweat equity	Others	Total Amount
1.	P Arulsundaram	Managing Director	930,000	0	0	0	930,000
2	A Nithya	WTD and Chief Financial Officer	446,250	0	0	0	446,250
	Total		1,376,250	0	0	0	1,376,250

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS**

..... Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment ☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name : Gouri Shanker Mishra

Whether associate or fellow : FELLOW

Certificate of practice number : 13581

I/We certify that:

- The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company
- the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

DECLARATION

I am authorised by the Board of Directors of the company vide resolution no. 17 dated 29/05/2014 (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of section 447, sections 448 and 449 of the Companies, Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be signed by

Director :

DIN of the Director : 00125357

To be signed by

o Company Secretary : ☐

o Company Secretary in practice

Membership number : 40148

Certificate of practice number :

Attachments

1. list of share holders, debenture holders;
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachments, if any.