



14th November, 2014

Bombay Stock Exchange Limited
PJ Towers, Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Ex Bandra East,
Mumbai – 400 051.

Dear Sir,

Sub : Un-audited Financial results for the quarter and half year ended 30th September, 2014.

**Ref : 1) BSE Scrip Code:532708, NSE Scrip Code: GVKPIL.
2) Clause 41 of the Listing Agreement.**

With reference to the subject stated above, we are enclosing herewith the un-audited financial results of our company for the quarter and half year ended 30th September, 2014 along with a limited review report from the Statutory Auditors of the Company. The said results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on 14th November, 2014.

Please acknowledge receipt of the above.

Thanks & regards,

For GVK Power & Infrastructure Ltd


P V Rama Seshu
GM & Company Secretary



GVK Power & Infrastructure Limited
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Secunderabad 500 003
Andhra Pradesh, India

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CIN : L74999AP2005PLC059013

ENERGY
RESOURCES
AIRPORTS
TRANSPORTATION
HOSPITALITY
LIFE SCIENCES

| S. No. | Particulars | Quarter ended | | | Year to date | | Year ended |
|---------|--|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-------------------------|
| | | 30.09.2014 (unaudited) | 30.06.2014 (unaudited) | 30.09.2013 (unaudited) | 30.09.2014 (unaudited) | 30.09.2013 (unaudited) | 31.03.2014 (Audited) |
| Part I | | | | | | | |
| 1 | Net sales / income from operations | 664 | 635 | 696 | 1,299 | 1,384 | 2,676 |
| 2 | Expenses | | | | | | |
| | (a) Employee benefits expense | 78 | 70 | 123 | 148 | 251 | 97 |
| | (b) Depreciation and amortisation expense | 5 | 5 | 5 | 10 | 10 | 18 |
| | (c) Operating and maintenance expenses | 23 | 20 | 23 | 43 | 48 | 96 |
| | (d) Expenses for manpower services | 40 | 35 | 37 | 75 | 76 | 139 |
| | (e) Travel and conveyance | 24 | 15 | 15 | 39 | 35 | 71 |
| | (f) Legal and professional charges | 11 | 8 | 7 | 19 | 12 | 13 |
| | (g) Printing and stationery | 37 | - | 36 | 37 | 36 | 37 |
| | (g) Other expenses | 95 | 42 | 65 | 137 | 109 | 228 |
| | Total | 313 | 195 | 311 | 508 | 577 | 699 |
| 3 | Profit from operations before other income, interest costs and exceptional items (1-2) | 351 | 440 | 385 | 791 | 807 | 1,977 |
| 4 | Other income | 784 | 827 | 803 | 1,611 | 1,498 | 3,243 |
| 5 | Profit from ordinary activities before interest costs and exceptional items (3+4) | 1,135 | 1,267 | 1,188 | 2,402 | 2,305 | 5,220 |
| 6 | Interest costs | 1,774 | 1,667 | 1,421 | 3,441 | 2,820 | 5,787 |
| 7 | Loss from ordinary activities after interest costs but before exceptional items (5-6) | (639) | (400) | (233) | (1,039) | (515) | (567) |
| 8 | Exceptional items | - | - | - | - | - | - |
| 9 | Loss from ordinary activities before tax (7+ 8) | (639) | (400) | (233) | (1,039) | (515) | (567) |
| 10 | Tax expense | 386 | 431 | 403 | 817 | 782 | 1,776 |
| 11 | Loss from ordinary activities after tax (9-10) | (1,025) | (831) | (636) | (1,856) | (1,297) | (2,343) |
| 12 | Extraordinary items (net of tax expenses) | - | - | - | - | - | - |
| 13 | Net Loss for the period (11-12) | (1,025) | (831) | (636) | (1,856) | (1,297) | (2,343) |
| 14 | Paid-up equity share capital (Face value of share: Re 1/- each) | 15,792 | 15,792 | 15,792 | 15,792 | 15,792 | 15,792 |
| 15 | Reserve excluding Revaluation Reserve as per balance sheet | | | | | | 2,32,053 |
| 16 (i) | Earnings per share (before extraordinary items) -(not annualised) | | | | | | |
| | a) Basic (in Rs.) | (0.06) | (0.05) | (0.04) | (0.11) | (0.08) | (0.15) |
| | b) Diluted (in Rs.) | (0.06) | (0.05) | (0.04) | (0.11) | (0.08) | (0.15) |
| 16 (ii) | Earnings per share (after extraordinary items) -(not annualised) | | | | | | |
| | a) Basic (in Rs.) | (0.06) | (0.05) | (0.04) | (0.11) | (0.08) | (0.15) |
| | b) Diluted (in Rs.) | (0.06) | (0.05) | (0.04) | (0.11) | (0.08) | (0.15) |
| | | | | | | | |
| Part II | | | | | | | |
| A | Particulars of Shareholding | | | | | | |
| 1 | Public Shareholding | | | | | | |
| | Number of shares | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 |
| | % age of shareholding | 45.75% | 45.75% | 45.75% | 45.75% | 45.75% | 45.75% |
| 2 | Promoters and Promoter Group Shareholding | | | | | | |
| | a) Pledged/ Encumbered | | | | | | |
| | - Number of shares | - | - | - | - | - | - |
| | - Percentage of Shares (as a % of the total Shareholding of the Promoter and Promoter group) | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| | - Percentage of Shares (as a % of the total Share Capital of the company) | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| | b) Non-encumbered | | | | | | |
| | - Number of Shares | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 |
| | - Percentage of Shares (as a % of the total Shareholding of the Promoter and Promoter group) | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% |
| | - Percentage of Shares (as a % of the total Share Capital of the company) | 54.25% | 54.25% | 54.25% | 54.25% | 54.25% | 54.25% |



Standalone Statement of Assets and Liabilities

(Rs. in Lakhs)

| S. No | Particulars | As at 30.09.2014 (Unaudited) | As at 31.03.2014 (Audited) |
|----------|--|-------------------------------------|-----------------------------------|
| A | Equity and Liabilities | | |
| 1 | Shareholders' funds | | |
| | (a) Share capital | 15,792 | 15,792 |
| | (b) Reserves and surplus | 2,30,192 | 2,32,053 |
| | Sub-total - Shareholders' funds | 2,45,984 | 2,47,845 |
| 2 | Non-current liabilities | | |
| | (a) Long-term borrowings | 6,667 | 28,319 |
| | (b) Deferred tax liabilities (net) | 2 | 7 |
| | Sub-total - Non-current liabilities | 6,669 | 28,326 |
| 3 | Current liabilities | | |
| | (a) Short-term borrowings | 25,765 | 18,050 |
| | (b) Trade payables | 299 | 243 |
| | (c) Other current liabilities | 28,950 | 7,236 |
| | (d) Short term provisions | 370 | 211 |
| | Sub-total - Current liabilities | 55,384 | 25,740 |
| | Total Equity and Liabilities | 3,08,037 | 3,01,911 |
| B | Assets | | |
| 1 | Non-current assets | | |
| | (a) Fixed assets | 91 | 109 |
| | (b) Non-current investments | 1,40,106 | 1,40,106 |
| | (c) Long-term loans and advances | 50,664 | 46,465 |
| | (d) Other non-current assets | 61,009 | 53,206 |
| | Sub-total - Non-current assets | 2,51,870 | 2,39,886 |
| 2 | Current assets | | |
| | (a) Current investments | 247 | 514 |
| | (b) Trade receivables | 574 | 370 |
| | (c) Cash and cash equivalents | 480 | 1,661 |
| | (d) Short-term loans and advances | 53,302 | 59,430 |
| | (e) Other current assets | 1,564 | 50 |
| | Sub-total - Current assets | 56,167 | 62,025 |
| | Total Assets | 3,08,037 | 3,01,911 |



GVK Power & Infrastructure Limited
Statement of Unaudited Consolidated Financial Results for the Quarter ended September 30, 2014

(Rs. in Lakhs)

| S. No. | Particulars | Quarter ended | | | Year to date | | Year ended |
|---------|--|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-------------------------|
| | | 30.09.2014 (unaudited) | 30.06.2014 (unaudited) | 30.09.2013 (unaudited) | 30.09.2014 (unaudited) | 30.09.2013 (unaudited) | 31.03.2014 (Audited) |
| Part I | | | | | | | |
| 1 | Net sales / income from operations | 69,876 | 71,267 | 69,191 | 1,41,143 | 1,39,143 | 2,82,093 |
| 2 | Expenses | | | | | | |
| | (a) Employee benefits expense | 4,411 | 4,140 | 4,306 | 8,551 | 8,252 | 17,089 |
| | (b) Depreciation and amortisation expense | 19,599 | 17,666 | 9,165 | 37,265 | 18,209 | 43,771 |
| | (c) Fuel cost | 251 | 5,121 | 5,392 | 5,372 | 11,897 | 25,535 |
| | (d) Annual fee to Airport Authority of India | 22,779 | 22,017 | 20,189 | 44,796 | 40,991 | 83,479 |
| | (e) Loss on disposal / write off of assets / write off of investment* | 6,106 | 28,678 | - | 34,784 | - | - |
| | (f) Other expenses | 15,755 | 18,185 | 13,239 | 33,940 | 24,940 | 61,379 |
| | Total expenses | 68,901 | 95,807 | 52,291 | 1,64,708 | 1,04,289 | 2,31,253 |
| 3 | Profit / (Loss) from operations before other income, interest costs and exceptional items (1-2) | 975 | (24,540) | 16,900 | (23,565) | 34,854 | 50,840 |
| 4 | Other income | 2,853 | 2,514 | 3,849 | 5,367 | 6,439 | 12,066 |
| 5 | Profit / (Loss) from ordinary activities before interest costs and exceptional items (3+4) | 3,828 | (22,026) | 20,749 | (18,198) | 41,293 | 62,906 |
| 6 | Interest costs | 36,455 | 32,097 | 21,261 | 68,552 | 40,104 | 90,467 |
| 7 | Profit / (Loss) from ordinary activities after interest costs but before exceptional items (5-6) | (32,627) | (54,123) | (512) | (86,750) | 1,189 | (27,561) |
| 8 | Exceptional items | - | - | - | - | - | - |
| 9 | Profit / Loss from ordinary activities before tax (7+ 8) | (32,627) | (54,123) | (512) | (86,750) | 1,189 | (27,561) |
| 10 | Tax Expenses | (2,220) | (11,952) | 5,438 | (14,172) | 11,410 | 14,460 |
| 11 | Loss from ordinary activities after tax (9-10) | (30,407) | (42,171) | (5,950) | (72,578) | (10,221) | (42,021) |
| 12 | Extraordinary items (net of tax expenses) | - | - | - | - | - | - |
| 13 | Net loss for the period (11-12) | (30,407) | (42,171) | (5,950) | (72,578) | (10,221) | (42,021) |
| 14 | Share of profit of associates | 239 | (1,292) | 1,662 | (1,053) | 4,455 | 2,764 |
| 15 | Minority interest | (6,611) | (15,330) | 1,431 | (21,941) | 3,012 | (2,390) |
| 16 | Net loss after taxes, minority interest and share of profit / (loss) of associates (13+14-15) | (23,557) | (28,133) | (5,719) | (51,690) | (8,778) | (36,867) |
| 17 | Paid-up equity share capital (Face value of share: Re 1/- each) | 15,792 | 15,792 | 15,792 | 15,792 | 15,792 | 15,792 |
| 18 | Reserve excluding Revaluation Reserve as per balance sheet | | | | | | 2,62,026 |
| 19 | Earnings per share (before extraordinary items) -(not annualised) | | | | | | |
| | a) Basic (in Rs.) | (1.49) | (1.78) | (0.36) | (3.27) | (0.56) | (2.33) |
| | b) Diluted (in Rs.) | (1.49) | (1.78) | (0.36) | (3.27) | (0.56) | (2.33) |
| | Earnings per share (after extraordinary items) -(not annualised) | | | | | | |
| | a) Basic (in Rs.) | (1.49) | (1.78) | (0.36) | (3.27) | (0.56) | (2.33) |
| | b) Diluted (in Rs.) | (1.49) | (1.78) | (0.36) | (3.27) | (0.56) | (2.33) |
| | | | | | | | |
| Part II | | | | | | | |
| A | Particulars of Shareholding | | | | | | |
| 1 | Public Shareholding | | | | | | |
| | Number of shares | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 | 7224,81,060 |
| | % age of shareholding | 45.75% | 45.75% | 45.75% | 45.75% | 45.75% | 45.75% |
| 2 | Promoters and Promoter Group Shareholding | | | | | | |
| | a) Pledged/ Encumbered | | | | | | |
| | - Number of Shares | - | - | - | - | - | - |
| | - Percentage of Shares (as a % of the total Shareholding of the Promoter and Promoter group) | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| | - Percentage of Shares (as a % of the total Share Capital of the company) | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| | b) Non-encumbered | | | | | | |
| | - Number of Shares | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 | 8567,29,340 |
| | - Percentage of Shares (as a % of the total Shareholding of the Promoter and Promoter group) | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% |
| | - Percentage of Shares (as a % of the total Share Capital of the company) | 54.25% | 54.25% | 54.25% | 54.25% | 54.25% | 54.25% |

* Current quarter represents loss on write off of capital work in progress in GVK Oil & Gas Limited and write off of investment in Sreeghra Mines Limited and the previous quarter represents loss on demolition of old terminal at Mumbai Airport



Consolidated Statement of Assets and Liabilities

(Rs. in Lakhs)

| S. No | Particulars | As at 30.09.2014 (Unaudited) | As at 31.03.2014 (Audited) |
|----------|--|-------------------------------------|-----------------------------------|
| A | Equity and Liabilities | | |
| 1 | Shareholders' funds | | |
| | (a) Share capital | 15,792 | 15,792 |
| | (b) Reserves and surplus | 2,06,821 | 2,62,026 |
| | Sub-total - Shareholders' funds | 2,22,613 | 2,77,818 |
| 2 | Deferred income | 14,432 | 14,901 |
| 3 | Minority interest | 2,85,380 | 3,07,321 |
| 4 | Non-current liabilities | | |
| | (a) Long-term borrowings | 20,13,480 | 19,34,158 |
| | (b) Deferred tax liabilities (net) | 25,152 | 41,625 |
| | (c) Trade payables | 35,750 | 48,216 |
| | (d) Other long-term liabilities | 66,308 | 65,783 |
| | (e) Long-term provisions | 1,688 | 816 |
| | Sub-total - Non-current liabilities | 21,42,378 | 20,90,598 |
| 5 | Current liabilities | | |
| | (a) Short-term borrowings | 2,77,251 | 2,49,567 |
| | (b) Trade payables | 22,791 | 30,273 |
| | (c) Other current liabilities | 2,55,773 | 2,22,174 |
| | (d) Short-term provisions | 11,359 | 10,394 |
| | Sub-total - Current liabilities | 5,67,174 | 5,12,408 |
| | Total Equity and Liabilities | 32,31,977 | 32,03,046 |
| B | Assets | | |
| 1 | Non-current assets | | |
| | (a) Fixed assets | 21,70,054 | 21,20,480 |
| | (b) Goodwill on consolidation | 1,16,161 | 1,16,161 |
| | (c) Non-current investments | 1,93,144 | 1,98,070 |
| | (d) Deferred tax assets (net) | 16 | 16 |
| | (e) Long-term loans and advances | 1,66,295 | 1,64,905 |
| | (f) Trade receivables | - | 10,242 |
| | (g) Other non-current assets | 2,79,451 | 2,88,737 |
| | Sub-total - Non-current assets | 29,25,121 | 28,98,611 |
| 2 | Current assets | | |
| | (a) Current investments | 3,413 | 21,354 |
| | (b) Inventories | 13,915 | 3,829 |
| | (c) Trade receivables | 32,356 | 47,743 |
| | (d) Cash and bank balances | 2,01,250 | 1,86,567 |
| | (e) Short-term loans and advances | 30,137 | 20,829 |
| | (f) Other current assets | 25,785 | 24,113 |
| | Sub-total - Current assets | 3,06,856 | 3,04,435 |
| | Total Assets | 32,31,977 | 32,03,046 |



Segment Reporting (Consolidated)

(Rs. in Lakhs)

| S. No. | Particulars | Quarter ended | | | Year to date | | Year ended |
|--------|--|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-------------------------|
| | | 30.09.2014 (unaudited) | 30.06.2014 (unaudited) | 30.09.2013 (unaudited) | 30.09.2014 (unaudited) | 30.09.2013 (unaudited) | 31.03.2014 (Audited) |
| 1 | Segment Revenue | | | | | | |
| | Power | 3,208 | 7,416 | 9,609 | 10,624 | 18,271 | 36,698 |
| | Roads | 7,388 | 7,054 | 6,780 | 14,442 | 13,158 | 27,195 |
| | Airports | 59,280 | 56,797 | 52,885 | 1,16,077 | 1,07,714 | 2,18,200 |
| | Others | 314 | 313 | 284 | 627 | 732 | 1,361 |
| | Total | 70,190 | 71,580 | 69,558 | 1,41,770 | 1,39,875 | 2,83,454 |
| | Less: Inter segment revenue | 314 | 313 | 367 | 627 | 732 | 1,361 |
| | Net sales / income from operations | 69,876 | 71,267 | 69,191 | 1,41,143 | 1,39,143 | 2,82,093 |
| 2 | Segment Result | | | | | | |
| | Power | (2,638) | (2,373) | (1,955) | (5,011) | (5,470) | (14,064) |
| | Roads | 4,650 | 4,733 | 4,477 | 9,383 | 8,748 | 17,596 |
| | Airports | 4,496 | (27,109) | 14,342 | (22,613) | 31,224 | 46,333 |
| | Others | (5,533) | 209 | 36 | (5,324) | 352 | 975 |
| | Unallocated | - | - | - | - | - | - |
| | Total | 975 | (24,540) | 16,900 | (23,565) | 34,854 | 50,840 |
| | Less: Inter segment elimination | - | - | - | - | - | - |
| | Total | 975 | (24,540) | 16,900 | (23,565) | 34,854 | 50,840 |
| | Less: | | | | | | |
| | Interest expense | 36,455 | 32,097 | 21,261 | 68,552 | 40,104 | 90,467 |
| | Add: | | | | | - | - |
| | Other unallocable income net off unallocable expenditure | 2,853 | 2,514 | 3,849 | 5,367 | 6,439 | 12,066 |
| | Total profit/ (loss) before tax | (32,627) | (54,123) | (512) | (86,750) | 1,189 | (27,561) |
| 3 | Capital Employed | | | | | | |
| | (Segment Assets- Segment Liabilities) | | | | | | |
| | Power | 11,99,933 | 11,71,066 | 10,75,560 | 11,99,933 | 10,75,560 | 11,45,751 |
| | Roads | 2,08,346 | 2,01,751 | 1,50,287 | 2,08,346 | 1,50,287 | 1,95,722 |
| | Airports | 10,12,566 | 9,54,962 | 9,96,701 | 10,12,566 | 9,96,701 | 10,09,878 |
| | Others* | 23,759 | 29,379 | 31,537 | 23,759 | 31,537 | 30,664 |
| | Unallocated | (22,21,991) | (21,18,398) | (19,47,879) | (22,21,991) | (19,47,879) | (21,04,197) |
| | Total Capital Employed | 2,22,613 | 2,38,760 | 3,06,206 | 2,22,613 | 3,06,206 | 2,77,818 |

*Others include Investment, Oil & Gas, Manpower and SEZ companies.

Notes

1. Pursuant to the Clause 41 of the Listing Agreement, the Company opted to publish only the consolidated results of the Company. The company carries its business in business segments viz., Power, Roads, Airports and others through various subsidiaries and associates, being special purpose vehicles exclusively formed to build and operate various infrastructure projects. The consolidated results published above present the full revenues and expenses of the Company and its subsidiaries and share of profits of associates. Investors can view the stand alone results of the Company on the Company's website www.gvk.com or on the websites of BSE (www.bseindia.com) or NSE (www.nseindia.com).

2. The above published consolidated results have been prepared in accordance with the principles and procedures as set out in the Accounting Standard - 21 on 'Consolidated Financial Statements' and Accounting Standard - 23 on 'Accounting for Investments in Associates in Consolidated Financial Statements', notified by Companies Accounting Standards Rules, 2006 (as amended).

3. Financial results of GVK Power & Infrastructure Limited (Standalone Information)

| Particulars | Quarter ended | | | Year to date | | Year ended |
|-----------------|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-------------------------|
| | 30.09.2014 (unaudited) | 30.06.2014 (unaudited) | 30.09.2013 (unaudited) | 30.09.2014 (unaudited) | 30.09.2013 (unaudited) | 31.03.2014 (Audited) |
| Revenues | 664 | 635 | 696 | 1,299 | 1,384 | 2,676 |
| Loss before tax | (639) | (400) | (233) | (1,039) | (515) | (567) |
| Loss after tax | (1,025) | (831) | (636) | (1,856) | (1,297) | (2,343) |

4. With respect to exploration activity undertaken by GVK Oil & Gas Limited, wholly owned subsidiary of the Company, a notice of termination has been submitted to the Ministry of Petroleum and Natural Gas under the Production Sharing Contract. Management based on legal advice believes that the subsidiary will be able to recover costs incurred and accordingly believes that no adjustment is required to carrying value of assets of Rs.12,692 lakhs/ investments of Rs. 17,753 lakhs and guarantees issued aggregating to Rs.138 lakhs. The auditors of the Company have not expressed an opinion on the carrying value of investments and guarantees issued in their limited review report for the quarter.



5. Certain subsidiaries of GVK Energy Limited, subsidiary company are facing uncertainties as detailed below:

a. There has been uncertainty regarding supplies/availability of gas to power generating plants and power projects under construction of the Group. Further, subsidiaries engaged in this business have made losses of Rs.6,287 lakhs (September 30, 2013: Rs.1,412 lakhs). Management has received approval from bank for reschedulement of loans and is confident of obtaining the requisite gas allocation and based on rights under power purchase agreement and legal advice is confident of recovering fixed charges and accordingly believes fixed assets with carrying value of Rs.222,691 lakhs are recoverable in normal course of business.

b. The Honourable Supreme Court, vide its decision of September 24, 2014 held that allotment of various coal blocks including those allotted to a subsidiary of GVK Energy Limited, is arbitrary and illegal and has cancelled the allotment. Subsequently, the Government promulgated The Coal Mines (Special Provisions) Ordinance, 2014, which intends to take appropriate action to deal with situation arising pursuant to the Honourable Supreme Court's judgement. The Management believes that the subsidiary will be appropriately reimbursed for cancelled coal mine. Management is also mulling various options for upcoming power project which was linked to cancelled coal mine such as bidding for new mines, obtaining coal linkage, re-negotiation of terms of power purchase agreement and accordingly believes that cancellation of coal mines will not impact the operations of the upcoming power project and accordingly believes that fixed asset with carrying value of Rs. 397,484 lakhs are recoverable in normal course of the business.

Management further believes that the aforesaid subsidiary companies will continue to be in operation despite losses and uncertainties discussed above and accordingly believes investments in subsidiary amounting to Rs.108,323 lakhs are recoverable in normal course of business. The auditors of the Company have not expressed an opinion on the carrying value of investments in their limited review report for the quarter.

6. GVKPIL had made application for waiver of excess managerial remuneration amounting to Rs. 21 lakhs for the year ended March 31, 2013 paid to a director in excess of limits prescribed under Schedule XIII of the Companies Act, 1956. The auditors of the Company have drawn an Emphasis of Matter paragraph in their limited review report for the quarter.

7. The above financial results have been reviewed by the Audit Committee on November 13, 2014 and taken on record by the Board of Directors at its meeting held on November 14, 2014. The auditors of the Company have performed review of unconsolidated financial statements only.

8. Information on investor's complaints for the quarter ended September 30, 2014:

| Number of Complaints | No's |
|----------------------|------|
| Opening balance | - |
| Received | 57 |
| Resolved | 57 |
| Closing balance | - |

9. Figures for the previous year/period have been regrouped / rearranged/recasted wherever necessary.

Place: Hyderabad

Date : November 14, 2014



GVK Power & Infrastructure Limited

Dr. G V Krishna Reddy
Chairman & Managing Director

Limited Review Report**Review Report to****The Board of Directors****GVK Power & Infrastructure Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of GVK Power & Infrastructure Limited ('the Company') for the quarter ended September 30, 2014 (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We have not reviewed or audited the accompanying consolidated financial results for the quarter ended September 30, 2014 and accordingly, we do not express any review or audit opinion on the said consolidated financial results.
4. As discussed more fully in Note 4 of the accompanying financial results, termination notice has been served by a subsidiary involved in oil & gas activity on Ministry of Petroleum and Natural Gas (Ministry) for termination of productions sharing contract. The carrying value of investments and advances aggregates to Rs. 17,753 lakhs and guarantee made by the Company aggregate to Rs. 138 lakh. In the absence of sufficient appropriate evidence in this regard, we are unable to comment upon recoverability of such advances and investment together with consequential impact, if any, arising out of the same in these Company's results. Our limited review report for the quarter ended June 30, 2014 was also qualified in respect of the aforesaid matter.
5. As discussed more fully in Note 5 of the financial results, material uncertainties are being faced by subsidiaries of GVK Energy Limited, one of the subsidiaries of the Company, in which the Company has an investment of Rs. 108,323 lakhs as detailed below:
 - i. Uncertainty towards supplies/availability of natural gas to gas based power generating plants and power projects under construction of subsidiary companies of subsidiary company, GVK Energy Limited.
 - ii. Uncertainty related to the Company's investments through GVK Energy Limited in power plant and coal block which has been deallocated during the current quarter by the Hon'ble Supreme Court of India and the subsequent Coal Mines (Special Provisions) Ordinance, 2014, promulgated by the Government of India which intends to take appropriate steps to deal with the situation arising pursuant to the Hon'ble Supreme Court's order.

In the absence of sufficient appropriate evidence in this regard, we are unable to comment upon recoverability of investment of Rs.108,323 lakhs made in GVK Energy Limited together with



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ability of these entities to be in operation in foreseeable future and consequential impact, if any, arising out of the same in these Company's results.

6. Based on our review conducted as above, *except for the possible effects of our observations 4 and 5*, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", [specified under the Companies Act, 1956 (which are deemed to be applicable as per section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014)] and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. Without qualifying our conclusion, we draw attention to, Note 6 to the financial results regarding application made by company for the waiver of excess managerial remuneration for the year ended March 31, 2013 amounting to Rs. 21 lakhs paid to a director in excess of the limits prescribed under Schedule XIII of the Companies Act, 1956. Pending the final outcome of the Company's application no adjustment has been made in the accompanying financial statements.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W



per Vikas Kumar Pansari

Partner

Membership No.: 93649

Place: Hyderabad

Date: November 14, 2014

