

MINUTES OF THE ELEVENTH ANNUAL GENERAL MEETING OF GOLDSTONE INFRATECH LIMITED HELD AT PLOT NO. 1 & 9, IDA, PHASE – II, CHERLAPALLY, HYDERABAD – 500 051 ON FRIDAY, THE 30TH SEPTEMBER, 2011 AT 4.00 P.M.

Present:

Mr. M. Gopalakrishna	-	Director
Mr. B. Appa Rao	-	Director
Mr. S. Murali Krishna	-	Director
Mr. S. D. Rama Krishna	-	Director
Mr. Adalat Srikanth	-	Company Secretary
Mr. Joshi	-	Partner, P.Murali & Co., Statutory Auditors

Shareholders - **86**
(Including Authorized Representatives)

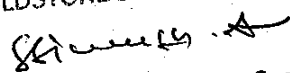
Shareholders represented by Proxies - **127**

At the request of the other Directors present, Mr. M. Gopalakrishna took the Chair and welcomed the shareholders.

The Chairman stated that the requisite quorum was present and the statutory registers as required by law are available for inspection of the members, if they so desire.

The Chairman commenced the proceedings by introducing other Board Members sharing the dais with him.

The Chairman stated that the Annual Report and the Notice convening the meeting were already in the hands of the shareholders and, with the permission of the shareholders, the Notice convening the meeting was taken as read. Thereafter, at the request of the Chairman, Mr. Joshi, Partner, P.Murali & Co., Statutory Auditors, read out the Auditors' Report.

For GOLDSTONE INFRATECH LIMITED

Company Secretary

ITEM NO. 1 – ADOPTION OF ACCOUNTS:

The Chairman thereafter moved the following resolution for the adoption of Balance Sheet as at March 31, 2011 and Profit and Loss Account for the year ended on that date, as an Ordinary Resolution:

“RESOLVED that the Audited Balance Sheet as at March 31, 2011 and Profit and Loss Account for the year ended March 31, 2011, together with the Directors’ Report and Auditors’ Report thereon submitted to this meeting, be and are hereby considered and adopted.”

Mr. Waliur proposed & Mr. G. Jagannath seconded the above resolution.

The Chairman thereafter invited questions from the shareholders concerning the Directors’ Report and the Audited Accounts before putting the resolution to vote.

The shareholders raised several questions relating to annual accounts, current and future business activities & strategies of the Company and the Chairman replied to the queries raised by the shareholders.

Thereafter, the Chairman put the Resolution under Item No.1 to vote and on show of hands, declared that the same was carried unanimously.

ITEM NO.2 – DECLARATION OF DIVIDEND:

Mr. Md. Waheed proposed the following resolution as an Ordinary Resolution:

“RESOLVED that the final dividend at the rate of Re.0.20/- per share on 36080737 shares of Rs.4/- each be paid for the year ended 31st March, 2011 to the Members whose names appeared in the Register of Members of the Company as on 22nd September, 2011”

Mr. Iouma Reddy seconded the Resolution.

The resolution was then put to vote by the Chairman and on show of hands, he declared that the same was carried unanimously.

For GOLDSTONE INFRA

[Signature]
Company Secretary

ITEM NO.3 – RE-APPOINTMENT OF MR. S. MURALI KRISHNA AS DIRECTOR:

Mr. Md. Waheed proposed the following resolution as an Ordinary Resolution:

***“RESOLVED** that Mr. S. Murali Krishna, who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company.”*

Mr. A V S V Rao seconded the Resolution.

The resolution was then put to vote by the Chairman and on show of hands, he declared that the same was carried unanimously.

ITEM NO.4 – RE-APPOINTMENT OF MR. M. GOPALAKRISHNA AS DIRECTOR:

Mr. B. Sangameshwar proposed the following resolution as an Ordinary Resolution:

***“RESOLVED** that Mr. M. Gopalakrishna, who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company.”*

Mr. K. Vasudeva Rao seconded the Resolution.

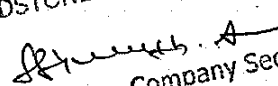
The resolution was then put to vote by the Chairman and on show of hands, he declared that the same was carried unanimously.

ITEM NO.5 – APPOINTMENT OF AUDITORS AND FIXATION OF THEIR REMUNERATION:

Mr. Raj Kumar proposed the following resolution as an Ordinary Resolution:

***“RESOLVED** that P. Murali & Company (FRN: 0072575), Chartered Accountants, Hyderabad, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting at such remuneration as may be determined by the Board.”*

Mr. Suvir Mukherji seconded the Resolution.

For GOLDSTONE INFRATECH LIMITED

Company Secretary

The resolution was then put to vote by the Chairman and on show of hands, he declared that the same was carried unanimously.

ITEM NO.6 – APPOINTMENT OF MR. S. DASARADHA RAMA KRISHNA AS DIRECTOR:

Mr. Md. Waheed proposed the following resolution as a Special Resolution:

"RESOLVED that Mr. S.Dasaradha Rama Krishna, who was appointed as an Additional Director by the Board of Directors at their meeting held on 13th May, 2011 and who holds office up to the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and who is eligible for appointment and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956 from a member proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company liable to retire by rotation"

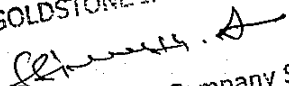
The resolution was then put to vote by the Chairman and on show of hands, he declared that the same was carried unanimously.

Mr. Adalat Srikanth, Company Secretary, proposed a vote of thanks and the Chairman thereafter declared the Meeting as closed.

Date: 14th October, 2011

Place: Hyderabad

CHAIRMAN

For GOLDSTONE INFRA TECH LIMITED

Company Secretary