

November 21, 2017

To,

National Stock Exchange

Exchange Plaza,
Plot No. C/1, G Block,
Bandra (E), Mumbai-400051
Fax 022-6641 8124/25

(NSE Scrip Code: SPMLINFRA)

BSE Limited

PhirozeJeejeebhoy Towers
Dalal Street,
Mumbai-400001
Fax: 022-2272 3121

(BSE Scrip Code: 500402)

Sub: Voting Results of the Extraordinary General Meeting (EGM) held on 20th November 2017

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting voting results, in the format prescribed by the SEBI for the votes casted by the Members at their Extraordinary General Meeting of the Company held on 20th November 2017 at 03:30 P.M. at PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi.

We are also enclosing herewith Report of Mr. R.S Bhatia, Practicing Company Secretary, who was appointed as the Scrutinizer by the Board of Directors to supervise the e-voting and poll process in a fair and transparent manner.

Please take the aforesaid on your record.

Thanking you,

**Yours faithfully,
For SPML Infra Ltd**


Abhay Raj Singh
Company Secretary

SPML INFRA LIMITED

SPML House, Plot No. 65, Sector-32 Institutional Area, Gurugram - 122001, Haryana
Ph: +91-124-3944555. Fax: +91-124-3983201. Email: info@spml.co.in
www.spml.co.in CIN No. L40106DL1981PLC012228



Regd. Office: F-27/2, Okhla Industrial Area, Phase II, New Delhi-110 020

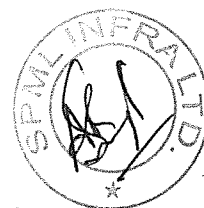
Voting Results for Extraordinary General Meeting (EGM) of the Company held on 20th Nov 2017

Date of the AGM	20 th Nov 2017
Total number of shareholders on record date	
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 97
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL NIL

Agenda- wise disclosure

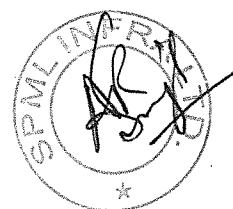
ITEM NO. 1: To approve the implementation of the 'S4A Resolution Plan' of SPML Infra Limited under the Scheme for Sustainable Structuring of Stressed Assets, issued by the Reserve Bank of India, in relation to restructuring of the debt of the Company.

Resolution required: (Ordinary/ Special)			SPECIAL					
Whether promoter/ promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21860835	13250760	60.61%	13250760	NIL	100%	NIL
	Poll		1446855	6.62%	1446855	NIL	100%	NIL
	Total	21860835	14697615	67.23%	14697615		100%	
Public- Institution s	E-Voting	43167	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Total	43167	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institution s	E-Voting	14746274	9045	0.06%	9045	NIL	100%	NIL
	Poll		729828	4.95%	729828	NIL	100%	NIL
	Total	14746274	738873	5.01%	738873		100%	
Total		36650276	15436488	42.12%	15436488	NIL	100%	NIL



ITEM NO. 2: To approve the conversion of part of the outstanding loans of the lenders of the Company as standing in the books of the Company into the optionally convertible debentures (OCDs) of the Company pursuant to the implementation of the Scheme for Sustainable Structuring of the Stressed Assets as issued by the Reserve Bank of India (RBI), in relation to restructuring of the debt of the Company

Resolution required: (Ordinary/ Special)			SPECIAL					
Whether promoter/ promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes – in Favour (4)	No. of Votes – Against (5)	% of Votes in Favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes Against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21860835	13250760	60.61%	13250760	NIL	100%	NIL
	Poll		1446855	6.62%	1446855	NIL	100%	NIL
	Total	21860835	14697615	67.23%	14697615		100%	
Public-Institution s	E-Voting	43167	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Total	43167	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institution s	E-Voting	14746274	9045	0.06%	9045	NIL	100%	NIL
	Poll		729828	4.95%	729828	NIL	100%	NIL
	Total	14746274	738873	5.01%	738873		100%	
Total		36650276	15436488	42.12%	15436488	NIL	100%	NIL

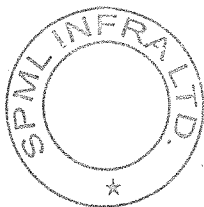


ITEM NO. 3: To approve to offer and issue the Optionally Convertible Debentures (OCDs) of face value of Rs1,000/- each on Preferential Basis pursuant to implementation of the SPML S4A Scheme.

Resolution required: (Ordinary/ Special)			SPECIAL					
Whether promoter/ promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes – in Favour	No. of Votes – Against	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21860835	13250760	60.61%	13250760	NIL	100%	NIL
	Poll		1446855	6.62%	1446855	NIL	100%	NIL
	Total	21860835	14697615	67.23%	14697615		100%	
Public- Institution s	E-Voting	43167	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Total	43167	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Institution s	E-Voting	14746274	9045	0.06%	9045	NIL	100%	NIL
	Poll		729828	4.95%	729828	NIL	100%	NIL
	Total	14746274	738873	5.01%	738873		100%	
Total		36650276	15436488	42.12%	15436488	NIL	100%	NIL

Yours Faithfully,
For SPML INFRA LIMITED

Abhay Raj Singh
Company Secretary



R.S.Bhatia
M.A., F.C.S.
Company Secretary in Practice
CP No.: 2514

J-17 (Basement), Lajpat Nagar III,
New Delhi-110024
Ph. 011-41078605 M: 09811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com

FORM No. MGT-13
Report of Scrutinizer

(Pursuant to the Section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014)

To
The Chairman,
SPML Infra Limited,
Regd. Office: F 27/2, Okhla Industrial Area,
Phase II, New Delhi-110020

**Extra Ordinary General Meeting of the equity shareholders of SPML Infra Limited
held on Monday, 20th November, 2017 at 03:30 P.M. at PHD House, 4/2 Siri
Institutional Area, August Kranti Marg, and New Delhi – 110016.**

Dear Sir,

I, R. S. BHATIA, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of 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 from time to time for the purpose of poll and e-voting taken on the below mentioned resolution(s), contained in the notice dated 24th October, 2017 of the Extra ordinary General Meeting, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) - Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained with the Registrar and Transfer Agents Company and the authorizations/ proxies lodged with the Company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll and E-voting is as under:



1/.



Resolution No 1: Special Resolution

To approve the implementation of the 'S4A Resolution Plan' of SPML Infra Limited under the Scheme for Sustainable Structuring of Stressed Assets, issued by the Reserve Bank of India, in relation to restructuring of the debt of the Company.

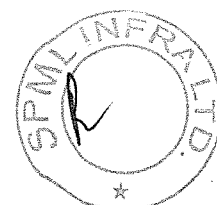
	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Number s of Member voted electron ically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	54	21,76,683	22	1,32,59,805	100
(ii) Voted against the resolution	-	-	-	-	-
	Total No. of member(i n person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	5	8	-	-	0

Resolution No. 2: Special Resolution

To approve the conversion of part of the outstanding loans of the lenders of the Company as standing in the books of the Company into the optionally convertible debentures (OCDs) of the Company pursuant to the implementation of the Scheme for Sustainable Structuring of the Stressed Assets as issued by the Reserve Bank of India (RBI), in relation to restructuring of the debt of the Company



2 /.



	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Number s of Member voted electron ically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	54	21,76,683	22	1,32,59,805	100
(ii) Voted against the resolution	-	-	-	-	-
	Total No. of member(i n person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	5	8	-	-	0

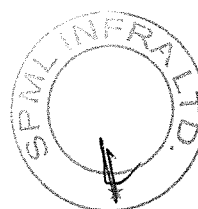
Resolution No 3: Special Resolution

To approve to offer and issue the Optionally Convertible Debentures (OCDs) of face value of Rs1,000/- each on Preferential Basis pursuant to implementation of the SPML S4A Scheme.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Number s of Member voted electron ically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	54	21,76,683	22	1,32,59,805	100
(ii) Voted against the resolution	-	-	-	-	-

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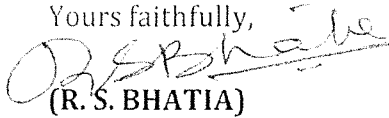


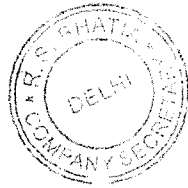
	Total No. of member(i n person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	5	8	-	-	0

5. The poll papers and all other records were sealed and handed over to the Director authorized by the Board for safe keeping.

6. All of the above mentioned resolutions have passed with requisite majority.

Thanking you,
Yours faithfully,


(R. S. BHATIA)



Scrutinizer
Company Secretary in Practice
CP No.: 2514

Date: 20.11.2017
Place: New Delhi

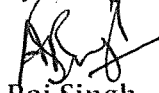
Witness 1

Name: TANYA JAIN
Address: I-78, ASHOK VIHAR,
PHASE - I, NEW DELHI-110052

Witness 2

Name: MEENA ARORA
Address: 21-B, NARAYAN SINGH PARK,
PANIPAT, HARYANA - 132103

Signed by:


Abhay Raj Singh
Company Secretary
Membership No. A18867

