

14<sup>th</sup> August, 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 Sirs,

**Sub: Clause No 35A of the Listing Agreement with Stock Exchanges  
– Voting results**

In accordance with the Clause 35A of the Listing Agreement, we write to inform you that the Members of the Company at their 20<sup>th</sup> Annual General Meeting held on August 13, 2014 transacted the following businesses :

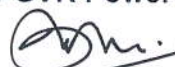
S.No.	Description	Particulars		
A	Date of the AGM	August 13, 2014		
B	Book-closure date	August 9, 2014 to August 13, 2014 (both days inclusive)		
C	Total No of Shareholders on the date of book closure	2,95,971		
D	No. of shareholders present in the meeting either in person or through proxy			
	<b>Shareholders</b>	<b>In person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and promoter group	11	0	11
	Public	336	7	343
	<b>Total</b>	<b>347</b>	<b>7</b>	<b>354</b>
E	No. of shareholders attended the meeting through Video Conferencing			
	<b>Shareholders</b>	<b>In person</b>	<b>Proxy</b>	<b>Total</b>
	Promoters and promoter group	NA	NA	NA
	Public	NA	NA	NA
	<b>Total</b>			

**Outcome of the Annual General Meeting of the Members of the Company**

The Annual General Meeting of the Members of the Company was held on Wednesday, August 13, 2014 at 11.30 a.m. at Sri Satya Sai Nigamagaram, 8-3-987/2, Srinagar Colony, Hyderabad - 500 073. The mode of voting was by way of E-voting. The Shareholders transacted the business as provided in the Annexure. Request you to kindly take the same on record

Thanks & regards,

For GVK Power & Infrastructure Ltd

  
**P V Rama Seshu**  
**GM & Company Secretary**



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Andhra Pradesh, India  
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# ANNEXURE

Resolution No:1 Adoption of Audited financial statements for the year ended 31-03-2014	Promoter/Public	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	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	7,53,84,505	1,63,70,079	82.16	17.84
	Public-others	44,45,11,206	1,21,834	0.01	70,519	51,315	57.88	42.12
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,05,758</b>	<b>60.07</b>	<b>93,21,84,364</b>	<b>1,64,21,394</b>	<b>98.27</b>	<b>1.73</b>
<b>Resolution No:2</b> Appointment of Mrs. G Indira Krishna Reddy as a director retiring by rotation	Promoter and Promoter group	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	4,24,18,918	4,93,35,666	46.23	53.77
	Public-others	44,45,11,206	1,23,063	0.01	58,765	64,298	47.75	52.25
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,987</b>	<b>60.07</b>	<b>89,92,07,023</b>	<b>4,93,99,964</b>	<b>94.79</b>	<b>5.21</b>
<b>Resolution No:3</b> Re-appointment of M/s S R Batliboi LLP, Chartered Accountants as Statutory Auditors	Promoter and Promoter group	85,67,29,340	85,67,29,340	90.31	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	9.67	9,17,54,584	0	100.00	0.00
	Public-others	44,45,11,206	1,21,414	0.01	64,963	56,451	53.51	46.49
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,05,338</b>	<b>100.00</b>	<b>94,85,48,887</b>	<b>56,451</b>	<b>99.99</b>	<b>0.01</b>

For GVK POWER & INFRASTRUCTURE LTD.



P.V. Rama Seshu  
GM & Company Secretary





<b>Resolution No:4</b>	<b>Promoter/Public</b>	<b>No of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on Outstanding shares</b>	<b>No. of Votes In favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Appointment of Mr. S Anwar as an Independent Director		<b>(1)</b>	<b>(2)</b>	<b>(3)=2/1*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=4/2*100</b>	<b>(7)=5/2*100</b>
	Promoter and Promoter group	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	9,17,54,584	0	100.00	0.00
	Public-others	44,45,11,206	1,22,264	0.01	67,293	54,971	55.04	44.96
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,188</b>	<b>60.07</b>	<b>94,85,51,217</b>	<b>54,971</b>	<b>99.99</b>	<b>0.01</b>
<b>Resolution No:5</b>								
Re-appointment of Dr GVK Reddy as Chairman & Managing Director for a period of five years	Promoter and Promoter group	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	7,76,30,698	1,41,23,886	84.61	15.39
	Public-others	44,45,11,206	1,23,064	0.01	71,310	51,754	57.95	42.05
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,988</b>	<b>60.07</b>	<b>93,44,31,348</b>	<b>1,41,75,640</b>	<b>98.51</b>	<b>1.49</b>
<b>Resolution No:6</b>								
To create charge/mortgage assets and undertakings of the Company under Section 180(1)(a) of the Companies Act, 2013.	Promoter and Promoter group	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	8,99,55,696	17,98,888	98.04	1.96
	Public-others	44,45,11,206	1,23,064	0.01	60,252	62,812	48.96	51.04
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,988</b>	<b>60.07</b>	<b>94,67,45,288</b>	<b>18,61,700</b>	<b>99.80</b>	<b>0.20</b>



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Resolution No:7 To limit the borrowings up to Rs. 2000 Crores under Section 180(1)(c) of the Companies Act, 2013	Promoter/Public	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	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	8,99,55,696	17,98,888	98.04	1.96
	Public-others	44,45,11,206	1,22,464	0.01	70,554	51,910	57.61	42.39
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,388</b>	<b>60.07</b>	<b>94,67,55,590</b>	<b>18,50,798</b>	<b>99.80</b>	<b>0.20</b>
<b>Resolution No:8</b> To alter Articles of Association of the Company in conformity with the Companies Act, 2013	Promoter and Promoter group	8,56,72,9340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	7,76,30,698	1,41,23,886	84.61	15.39
	Public-others	44,45,11,206	1,22,064	0.01	69,447	52,617	56.89	43.11
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,05,988</b>	<b>60.07</b>	<b>93,44,29,485</b>	<b>1,41,76,503</b>	<b>98.51</b>	<b>1.49</b>
<b>Resolution No:9</b> Further issue of equity shares under Section 62 of the Companies Act, 2013	Promoter and Promoter group	85,67,29,340	85,67,29,340	54.25	85,67,29,340	0	100.00	0.00
	Public-Institutional holders	27,79,69,854	9,17,54,584	5.81	2,64,25,298	6,53,29,286	28.80	71.20
	Public-others	44,45,11,206	1,23,064	0.01	65,543	57,521	53.26	46.74
	<b>Total</b>	<b>1,57,92,10,400</b>	<b>94,86,06,988</b>	<b>60.07</b>	<b>88,32,20,181</b>	<b>6,53,86,807</b>	<b>93.11</b>	<b>6.89</b>



For GVK Power & Infrastructure Ltd

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