



GVK POWER & INFRASTRUCTURE LIMITED

30th June, 2010

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

And

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

Dear Sir,

Sub: Declaration of results of Postal Ballot.

Ref: 1) Clause 31(d) of the Listing Agreement.

2) BSE Scrip Code:532708, NSE Scrip Code: GVKPIL.

Please find enclosed herewith minutes of the results of the Postal Ballot duly signed by Dr. G V Krishna Reddy, Chairman & Managing Director of our Company for transfer of investments, along with a Report of the Scrutinizer appointed by the Board to conduct the Postal Ballot process.

Please acknowledge receipt of the same.

Thanks & regards, .

For GVK Power & Infrastructure Limited

P V Rama Seshu
Company Secretary

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING HELD THROUGH A POSTAL BALLOT ON WEDNESDAY, THE 30TH JUNE, 2010, AT THE REGISTERED OFFICE OF THE COMPANY AT BOARD ROOM, "PAIGAH HOUSE", 156-159, SARDAR PATEL ROAD, SECUNDERABAD – 500 003.

The Postal Ballot Notice dated 30th April, 2010, issued pursuant to Section 192A of the Companies Act, 1956, for passing the Special Resolution by postal ballot, was dispatched to the Members of the Company on 29th May, 2010.

The Board of Directors through a resolution passed at the Board Meeting held on 30th April, 2010 had appointed Mr. G Narender, Practicing Company Secretary as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot Forms and the self-addressed business reply envelopes were also sent for use of Members. The shareholders were requested to return the postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer on or before 29th June, 2010.

After due scrutiny of all the postal ballot forms received up to close of working hours on 29th June, 2010 (being the last date fixed for return of the duly filled in Postal Ballot forms by the Members), Mr. G. Narender the Scrutinizer appointed by the Board has reported the following in his report:

Particulars	No. of postal ballot forms	No. of shares	% of total valid votes
(a) Total postal ballot forms received	3506	96,09,35,990	
(b) Less: Invalid postal ballot forms (as per register)	199	75,686	
(c) Net Valid postal ballot forms (as per register)	3307	96,08,60,304	100.000
(d) Postal ballots voted in favour (Assent) of the resolution	3133	96,07,83,644	99.992
(e) Postal ballots voted against (Dissent) the resolution	186	76,481	0.008
Note: 12 ballots bearing nos.449, 643, 874, 1430, 1444, 1458, 1474, 1792, 1923, 2484, 2942 & 3107 voted partly 'FOR' & partly 'AGAINST'			

Dr. G V Krishna Reddy, Chairman & Managing Director, after receiving the Scrutinizer's Report dated 29th June, 2009 announced the Special Resolution, as specified in the Postal Ballot Notice dated 30th April, 2010, were duly passed by the requisite majority and directed that the following resolutions be recorded in the minute book as the proceedings of general meeting of the members.

The special resolution duly approved by the members is as under:

"RESOLVED THAT pursuant to the provisions of Section 293 (1) (a) and 192A and other applicable provisions, if any, of the Companies Act, 1956, as amended or restated (the "Companies Act") and subject to the approvals, consents, as may be required, consent of the Members be and is hereby accorded to the Board of Directors of the company to transfer the investments made by the company in the following power assets totaling to Rs.1170.23 Crores, to its wholly owned subsidiary namely GVK Energy Limited.

1. GVK Industries Limited
2. GVK Gautami Power Limited
3. GVK Power (Goidnwal Sahib) Limited
4. Alaknanda Hydro Power Company Limited

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to approach the regulatory authorities/financial institutions and such other agencies for the approval as may be required and to do and perform all such acts, matters, deeds and things, as may be necessary without further referring to the Members of the Company, including finalising the terms and conditions, methods and modes in respect thereof, determining the exact effective date, and finalising and executing necessary documents including schemes, agreements, deeds of assignment / conveyance to complete the transfer of investments as proposed."

The above results were announced by the undersigned on Wednesday, the 30th June, 2010 at the Registered Office at 10.00 a.m.

Place : Hyderabad
Date : 30-06-2010


G.V Krishna Reddy
Chairman & Managing Director

CHAIRMAN'S
INITIAL



NARENDER & ASSOCIATES

Company Secretaries

403, Naina Residency, Srinivasa Nagar (East), Ameerpet, Hyderabad - 500 038.

Phone : 040-66639520, 39105549, Fax : 40037359, e-mail : narenderg99@hotmail.com, narenderg99@gmail.com

To

Chairman & Managing Director

GVK Power & Infrastructure Limited

"Paigah House", 156-159

Sardar Patel Road, Secunderabad-500 003.

Dear Sir,

Sub: Proposed transfer of investments worth Rs.1170.23 crores done by the company to its wholly owned subsidiary M/s. GVK Energy Limited as part of restructuring of the assets pertaining to energy business – Scrutinizer's Report on the Postal Ballot – Regarding.

- 1 The Board of Directors of the Company at their meeting held on 30th April, 2010 has appointed me as a Scrutinizer for conducting the Postal Ballot voting process on the captioned subject.
- 2 In this connection, I submit my report as under:
 - 2.1 The company has completed the dispatch of postal ballot forms on 29.05.2010 along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 14.05.2010.
 - 2.2 Particulars of all the postal ballot forms received from the members have been entered in the Register separately maintained for the purpose.
 - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
 - 2.4 The ballot boxes were opened on 29th June, 2010 in my presence
 - 2.5 The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / List of beneficiaries as on 14.05.2010.
 - 2.6 All postal ballot forms received upto the close of working hours on 29th June, 2010, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
 - 2.7 Envelopes containing postal ballot forms received after 29th June, 2010 were not considered for my scrutiny.
 - 2.8 I didn't find any defaced or mutilated ballot papers.



3. A summary of the Postal Ballot forms received is given below

Business: Ordinary Resolution for Proposed transfer of investments worth Rs.1170.23 crores done by the company to its wholly owned subsidiary M/s. GVK Energy Limited as part of restructuring of the assets pertaining to energy business.

Particulars	No. of postal ballot forms	No. of shares	% of total valid votes
(a) Total postal ballot forms received	3506	96,09,35,990	
(b) Less: Invalid postal ballot forms (as per register)	199	75,686	
(c) Net Valid postal ballot forms (as per register)	3307	96,08,60,304	100.000
(d) Postal ballots voted in favour (Assent) of the resolution	3133	96,07,83,644	99.992
(e) Postal ballots voted against (Dissent) the resolution	186	76,481	0.008
Note: 12 ballots bearing nos.449, 643, 874, 1430, 1444, 1458, 1474, 1792, 1923, 2484, 2942 & 3107 voted partly 'FOR' & partly 'AGAINST'			

- 4 Accordingly, I hereby report that 96,07,83,644 of Equity Shares representing 3133 Postal Ballots voted in favour and 76,481 of Equity Shares representing 186 Postal Ballots voted against the resolution.
- 5 I have handed over the Postal Ballot forms and other related papers / registers and records for safe custody to Mr. P.V. Rama Seshu, Company Secretary of the Company as authorized by the Board of Directors.
- 6 You may accordingly declare the result of the voting by Postal Ballot.

Place : Hyderabad

Date : 30.06.2010



Scrutinizer appointed by the Board
For NARENDER & ASSOCIATES
Company Secretaries

G NARENDER
G NARENDER
Proprietor
FCS-4898, CoP-5024