



14th November, 2018

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: 24th Annual General meeting ('AGM') and voting results of GVK Power & Infrastructure Limited

Ref: Compliance under Regulation 30 and Regulation 44(3) of SEBI (LODR) Regulations 2015

In continuation to our letter dated October 15, 2018, 23rd Annual General Meeting ('AGM') of the Company was held today and the business mentioned in the Notice dated August 14, 2018 were transacted.

In this regard, Please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – I
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – II.
- (3) Report of Scrutinizer dated November 14, 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure -III

This is for your information and records

Thanks & regards,

For GVK Power & Infrastructure Ltd

P V Rama Seshu
AVP & Company Secretary



GVK Power & Infrastructure Limited
Paigah House, 156-159, Sardar Patel Road
Secunderabad - 500 003, Telangana, India
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CIN : L74999AP2005PLC059013

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Summary of proceedings of the 24th Annual General Meeting

The 24th Annual General Meeting (AGM) of the Members of GVK Power & Infrastructure Limited ('the Company') was held on Wednesday, November 14, 2018 at 11.30 A.M (IST) at Sri Satya Sai Nigamagaram, 8-3-987/2, Srinagar Colony, Hyderabad 500 074.

Dr. GVK Reddy, Chairman of the Board chaired the meeting.

The meeting commenced with the Chairman welcoming the members of the Company to the 24th AGM .Thereafter, Chairman introduced his colleagues on the dais and further informed that as the requisite quorum being present, the meeting is called to order.

He further informed that Company has received a proxy for 2000 shares.

Thereafter, Chairman delivered his speech which included the broad update on Indian economy and operational highlights of the business of the Company.

After conclusion of his speech, Chairman informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting by means of a physical ballot. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated August 14, 2018, were transacted at the meeting.

1. Adoption of Audited financial statements of the Company for the financial year ended March 31, 2018.
2. Re-appointment of Mr Krishna R Bhupal as a director liable to retire by rotation.
3. To raise funds up to an amount of Rs.8,000 Crore by combination of various options.

Clarifications were provided to the queries raised by the members.





The Board of Directors had appointed Narender G, Practising Company Secretary as the Scrutinizer to supervise the e - voting and ballot voting process. The Chairman authorized the Company secretary to declare the results of voting and place the same on the website of the Company.

The consolidated scrutinizers report on e-voting and physical ballot dated 14th November, 2018 was received and accordingly all the resolutions as set out in the notice were declared as passed with requisite majority.

This is for your information and record.

Thanks & regards,

For GVK Power & Infrastructure Ltd

P V Rama Seshu
AVP & Company Secretary



	GVK POWER & INFRASTRUCTURE LTD
Date of the Annual General Meeting	14-11-2018
Total number of shareholders on record date	276119
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	158
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited financial statements (Standalone & Consolidated) for the year ended 31.03.2018.										
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		856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	856,729,340	0	0.0000	0	0	0.0000	0.0000			
Public- Institutions	Total		856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
	E-Voting		14,078,668	15.1838	5,823,861	8,254,807	41.3665	58.6334			
	Poll		0	0.0000	0	0	0.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	92,721,792	0	0.0000	0	0	0.0000	0.0000			
	Total		14,078,668	15.1838	5,823,861	8,254,807	41.3666	58.6334			
	E-Voting		120,795	0.0192	120,495	300	99.7516	0.2483			
Public- Non Institutions	Poll		288,346	0.0458	288,346	0	100.0000	0.0000			
	Postal Ballot (if applicable)	629,759,268	0	0.0000	0	0	0.0000	0.0000			
	Total		409,141	0.065	408,841	300	99.9267	0.0733			
Total		1,579,210,400	871,217,149	55.1679	862,962,042	8,255,107	99.0525	0.9475			



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Krishna R Bhupal (DIN:00005442) as a director retiring by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
	Poll	856,729,340	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
Total		856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
Public- Institutions	E-Voting	14,078,668	15.1838	14,078,668	0	100.0000	0.0000			
	Poll	92,721,792	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
Total		14,078,668	15.1838	14,078,668	0	100.0000	0.0000			
Public- Non Institutions	E-Voting	629,759,268	0.0192	115,404	5,391	95.5370	4.4629			
	Poll	0	0.0458	275,361	12,985	95.4967	4.5032			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
Total		409,141	0.065	390,765	18,376	95.5086	4.4914			
Total		871,217,149	55.1679	871,198,773	18,376	99.9979	0.0021			



Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - To raise funds up to an amount of Rs.8,000 Crore by combination of various options.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
	Poll	856,729,340	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
Total		856,729,340	100.0000	856,729,340	0	100.0000	0.0000			
Public- Institutions	E-Voting	14,078,668	15.1838	0	14,078,668	0.0000	100.0000			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	92,721,792	0.0000	0	0	0.0000	0.0000			
Total		14,078,668	15.1838	0	14,078,668	0.0000	100.0000			
Public- Non Institutions	E-Voting	66,508	0.0106	61,377	5,131	92.2851	7.7148			
	Poll	288,346	0.0458	275,361	12,985	95.4967	4.5032			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
Total		354,854	0.0564	336,738	18,116	94.8948	5.1052			
Total	1,579,210,400	871,162,862	55.1645	857,066,078	14,096,784	98.3818	1.6182			





NARENDER & ASSOCIATES

Company Secretaries

403, Naina Residency, Srinivasa Nagar (East), Ameerpet, Hyderabad - 500 038.
Phone : 040-40159831, 23730801 E-mail : narenderg99@gmail.com, www.narenderlandassociates.com

COMBINED SCRUTINIZER'S REPORT ON EVOTING & PHYSICAL BALLOT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended to date]

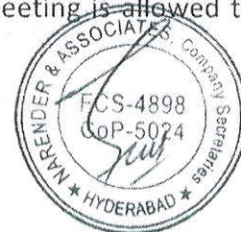
To
The Chairman of the
24th Annual General Meeting of
GVK Power & Infrastructure Limited
Paigah House, 156-159,
Sardar Patel Road,
Secunderabad – 500003.

Ref: Combined Report on resolutions passed through e-voting and Physical Ballot conducted at the 24th Annual General Meeting (AGM) of the members of M/s. GVK Power & Infrastructure Limited held on Wednesday, 14th November, 2018 at 11.30 A.M. at Sri Satya Sai Nigamagamam, 8-3-987/2, Sri Nagar Colony, Hyderabad 500073.

Dear Sir,

I, Gandhari Narender, Proprietor of Narender & Associates, Company Secretaries having its office at 403, Naina Residency, Srinivasa Nagar (East), Ameerpet, Hyderabad – 500038, Telangana, India, who was appointed as a Scrutinizer for M/s. GVK Power & Infrastructure Limited (“the Company”) for the purpose of scrutinizing the e-voting and Physical Ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting and Physical Ballot carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 24th Annual General Meeting of the members of the company, held on Wednesday, 14th November, 2018 at 11.30 A.M. at Sri Satya Sai Nigamagamam, 8-3-987/2, Sri Nagar Colony, Hyderabad 500073, submit my report as under:

1. The company has availed e-voting facility from M/s. Karvy Computershare Private Limited (“e-voting facilitator”) for enabling the shareholders to cast their votes electronically. E-Voting and Physical Ballot at the Annual General Meeting venue was conducted under my supervision. At the time of Physical Ballot, adequate care is taken such that no member who has cast his vote by remote e-voting prior to the meeting is allowed to cast his vote again at the Annual General Meeting venue.



2. The e-voting period remained open from 9.00 A.M. on 10th November, 2018 till 5.00 P.M. on 13th November, 2018.
 3. The Shareholders holding shares as on the "cut off" date i.e. 07th day of November, 2018 were entitled to vote on the proposed resolutions (Item No. 1 to 3) as set out in the Notice of 24th Annual General Meeting of the Company.
 4. After the time fixed for closing of the Physical Ballot by the Chairman two ballot boxes kept for Physical Balloting were sealed in my presence with due identification marks placed by me.
 5. The remote votes were unblocked on 13th day of November, 2018 around 5.07 P.M and the sealed ballot boxes were opened on 14th day of November, 2018 around 12.50 P.M. in the presence of two witnesses, Ms. C Bhandhavi, R/o Flat No. 104, Karthikeya Apts, Behind Volvo servicing Centre, Miyapur – 500049, Hyderabad and Mr. T Chandra Mohan R/o 8-4-403/M/8 and 9, Prem Nagar, Erragadda, Hyderabad - 500018 who are not in the employment of the Company. The Physical Ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the company and the authorizations/proxies lodged with the company.
 6. Thereafter the details, containing inter-alia the list of equity shareholders who voted "For" and "Against" were downloaded from the e-voting website of Karvy Computershare Private Limited (KCPL) [<https://www.evoting.karvy.com>] and the same along with the information on Physical Balloting of votes during the Annual General Meeting are handed over to the Company Secretary of the Company.
 7. The Physical Ballot papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
 8. Based on the data downloaded from the official e-voting website of the e-Voting facilitator and the Physical Ballot conducted at the Annual General Meeting venue, I now submit combined result (of e-voting & Physical Ballot) as under:
- 1 **Resolution 1 - Adoption of Accounts for the Year ended 31st March, 2018.**
- (i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
59	862673696	97	288346	156	862962042	99.0525



(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
8	8255107	0	0	8	8255107	0.9475

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
0	0	0	0	0	0

(iv) Abstain Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
1	10	0	0	1	10

2. Resolution 2 – Re - appointment of Krishna R Bhupal (DIN: 00005442) as a director retiring by rotation.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
60	870923412	96	275361	156	871198773	99.9979



(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
8	5391	1	12985	9	18376	0.0021

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
0	0	0	0	0	0

(iv) Abstain Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
1	10	0	0	1	10

3. Resolution 3 – To raise funds up to an amount of Rs. 8000 Crore by combination of various options.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
53	856790717	96	275361	149	857066078	98.3757



(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot	% of total number of valid votes cast
16	14083799	1	12985	17	14096784	1.6181

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
0	0	0	0	0	0

(iv) Abstain Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through Physical Ballot	Number of votes cast by Physical Ballot	Total Number of members voted through e-voting and by Physical Ballot	Total Number of votes cast by e-voting & by Physical Ballot
1	54297	0	0	1	54297

The Register, Physical Ballot Papers, all other papers and relevant records relating to electronic voting and Physical Ballot were sealed and the same are handed over to the AVP & Company Secretary of the company immediately after the approval and signing of the minutes for safe keeping.

Place: Hyderabad
Date: 14.11.2018



For NARENDER & ASSOCIATES
Company Secretaries


G. NARENDER
Proprietor

FCS:4898; CoP:5024