



NARENDER & ASSOCIATES

Company Secretaries

403, Naina Residency, Srinivasa Nagar (East), Ameerpet, Hyderabad - 500 038.
Phone : 040-40159831, 23730801 Fax : 40037359 E-mail : narenderg99@gmail.com

The Board of Directors,
GVK Power & Infrastructure Limited
Secunderabad.

Dear Sirs,

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

(as per Regulation 55 A of the SEBI (Depositories and Participants) Regulations, 1996)

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents maintained by M/s. Karvy Computershare Private Limited. (Registrars & Share Transfer Agents), in relation to the equity shares of M/s. GVK Power & Infrastructure Limited (hereinafter referred to as 'the Company'), for issuing this certificate, in accordance with circular No.D&CC/FITTC/CIR-16/2002 dated December 31, 2002 issued by the Securities and Exchange Board of India.

In my opinion and to the best of my knowledge and according to the information and explanations given to me and based on such verification as considered necessary, I hereby certify that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued/paid up, listed and admitted capital, as per details given below:

1.	For Quarter ended	:	31 st December, 2015
2.	ISIN	:	INE 251H01024
3.	Face Value	:	Re.1/-
4.	Name of the Company	:	GVK Power & Infrastructure Limited
5.	Registered & Corporate office Address	:	"Paigah House", 156-159, SP Road, Secunderabad 500 003
6.	Telephone & Fax Nos.	:	040-27902663 Fax No. 040-27902665
7.	Email address	:	cs.gvcpil@gvk.com
8.	Names of the Stock Exchanges where the company's securities are listed	:	National Stock Exchange of India Limited The Bombay Stock Exchange Limited



		Number of Shares	% of Total Issued Capital
9.	Issued Capital	1,57,92,10,400	100.00
10.	Listed Capital (Exchange-wise) (as per company records)		
	- The Bombay Stock Exchange Limited	1,57,92,10,400	100.00
	- National Stock Exchange of India Limited	1,57,86,20,550	99.96
11.	Held in dematerialized form in CDSL	1,62,796,591	10.31
12.	Held in dematerialized form in NSDL	1,41,41,26,718	89.55
13.	Physical	22,87,091	0.14

14.	Total No. of shares (11+12+13)	1,57,92,10,400	
15.	Reasons for difference if any, between (9 & 10)	DP A/c of respective shareholders of GVK Industries Limited holding 86,960 Equity Shares in GVK Power & Infrastructure Limited (GVKPIL) are frozen by NSDL and a shareholder holding 5,19,000 Equity Shares have been kept in abeyance as per the directions of 'Office of the Special Recovery Office, Mumbai'. Out of 86,960 equity shares of GVKPIL 16,110 equity shares were defrozeed and permitted for trading by NSE so far. There are 5,89,850 equity shares (i.e. 5,19,000 + 70,850) yet to be permitted for trading at NSE.	

16. Certifying the details of change in share capital during the quarter under consideration as per Table below:

Particulars***	No. of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. Appr. Pending for SE (Specify Names)
N.A						

***Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)



17.	Register of Members is updated (Yes/No)	Yes
	If not, updated upto which date	N.A
18.	Reference of previous quarter with regards to excess dematerialized shares, if any.	Nil
19.	Has the company resolved the matter mentioned in point No.18 above in the current quarter? If not, reason why?	N.A

20. Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 Days	---	--	--
Rejected after 21 days	--	--	---
Pending for more than 21 days	--	--	---

21.	Name, Telephone & Fax No. of the Compliance Officer of the Company	:	Mr. P V Rama Seshu Telephone No.27902663 Fax No. 040-27902665 cs.gvcpil@gvk.com
22.	Name, Address, Telephone & Fax No., Regn. No. of the Practicing Company Secretary	:	Narender & Associates Company Secretaries 403, Naina Residency, Srinivasa Nagar (East), Ameerpet, Hyderabad – 500 038 Phone:040-40159831 FCS-4898, CoP No.5024
23.	Appointment of common agency for share registry work (if any name & address)	:	Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32 Gachibowli, Financial District Nanakramguda, Hyderabad 500 032

24. Any other details that the Auditor/Company Secretary in Whole time Practice may like to provide. (e.g. BIFR Company, delisting from SE, company changed its name etc.):

-None-

for NARENDER & ASSOCIATES
Company Secretaries



(Signature)
NARENDER
FCS:4898; CoP:5024

Date : 11.01.2016
Place: Hyderabad