GPT INFRAPROJECTS LIMITED

Regd. Office : GPT Centre, JC-25, Sector-III, Salt Lake, Kolkata-700098

DECLARATION OF RESULTS OF VOTING CONDUCTED BY POSTAL BALLOT IN TERMS OF THE NOTICE DATED 9TH NOVEMBER,2012

Pursuant to Section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, approval of the Members of the Company was sought by means of Postal Ballot vide Notice dated 9th November, 2012 for (1) Sale/transfer or disposal of Wind Power Division of the Company in terms of section 293(1)(a) of the Companies Act,1956; (2) Alteration of Clause III(C) i.e. Other Objects of the Memorandum of Association of the Company; (3) Alteration of Clause V i.e. Authorized Share Capital of the Memorandum of Association of the Company; (4) Increase in borrowing limit of the Company from Rs.450 Crores to Rs.700 Crores in terms of section 293(1)(d) of the Companies Act,1956, and (5) Commencement of business as proposed in sub clause (33) & (34) of Clause III (c) of the Memorandum of Association of the Company, detailed in the Postal Ballot Notice.

Based on the Scrutinizer's Report dated 26th December,2012, the results of Postal Ballot was declared on Friday, 28th December,2012 at 5.00 P.M. at the Registered Office of the Company, as follows:

Sl. No.	Particulars	Item No. 1	Item No. 2	Item No. 3	Item No. 4	Item No. 5
1	Total number of Poll papers Cast/received	61	61	61	60*	60*
2	Less: Number of Poll papers rejected as invalid	Nil	Nil	Nil	Nil	Nil
3	Total number of valid Poll Papers	61	61	61	60	60
4	Total no. of Members voting in favour of the resolution	59	61	61	58	60
5	Total no. of Members voting against the resolution	02	Nil	Nil	02	Nil
6	Percentage of Members voting in favour of the resolution	96.72%	100%	100%	96.67%	100%
7	Percentage of Members voting against resolution	3.28%	Nil	Nil	3.33%	Nil
8	Total no. of shares held by members voting (Valid Votes)	96,34,348	96,34,348	96,34,348	96,34,343	96,34,343
9	Total no. of shares held by members voting IN FAVOUR of the Resolution	96,34,346	96,34,348	96,34,348	96,34,341	96,34,343
10	Total no. of shares held by Members voting AGAINST the Resolution	2	Nil	Nil	2	Nil
11	Percentage of votes in favour of the resolution	99.99%	100%	100%	99.99%	100%
12	Percentage of votes against the resolution	0.01%	Nil	Nil	0.01%	Nil

- One postal ballot is silent pertaining to the resolution no. 4 & 5.

Accordingly, it is hereby announced that the Ordinary Resolutions as well as Special Resolutions as set out in the Notice dated 9th November, 2012 are passed by the shareholders of the Company with requisite majority.

For GPT INFRAPROJECTS LIMITED

Place: Kolkata
Date: 28/12/2012

R. Mishra
Company Secretary