

SPML INFRA LIMITED

Registered Office : F – 27/2, Okhla Industrial Area, Phase – II, New Delhi – 110 020

DECLARATION OF POSTAL BALLOT RESULTS

Pursuant to Section 192A of the Companies Act 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules 2001, the Company had dispatched Postal Ballot Notice dated September 4, 2010 to the shareholders of the Company, for passing of Special Resolutions viz., (1) Issue of Equity Shares to Qualified Institutional Buyers under Guidelines of QIP (2) Increasing the limit of Investment by FIs or their sub-accounts, registered with SEBI, upto 40% and (3) Modification of the benefits under 'exercise price' percentage of discount increasing from maximum of 25% to maximum of 50%.

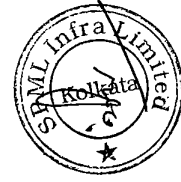
Along with the said Notice, Postal Ballot Forms and self addressed business reply envelopes were also sent to the Shareholders requesting them to return the Postal Ballot Forms duly completed to the Scrutinizer, Mrs. Mamta Binani, Practicing Company Secretary. After due scrutiny of all the Postal Ballots received by Mrs. Mamta Binani up to the close of working hours of January 10, 2011, Mrs. Mamta Binani submitted his report as under :

Particulars	RESOLUTION NO. 1			RESOLUTION NO. 2			RESOLUTION NO. 3		
	No. of Postal ballot forms	No. of Shares (of Rs. 2/- each)	% of total paid-up equity capital (i.e. 3,66,50,276 equity shares)	No. of Postal ballot forms	No. of Shares (of Rs. 2/- each)	% of total paid-up equity capital (i.e. 3,66,50,27 6 equity shares)	No. of Postal ballot forms	No. of Shares (of Rs. 2/- each)	% of total paid-up equity capital (i.e. 3,66,50,276 equity share)
a) Total postal ballot forms received	53	21658993	59.10%	53	21658993	59.10%	53	21658993	59.10%
b) Less : Invalid postal ballot forms (as per register)	1	3755	0.01	1	3755	0.01%	1	3755	0.01%
c) Less : Shares in respect of which no votes cast	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Net valid postal ballot forms (as per register)	52	21655238	59.08%	52	21655238	59.08%	52	21655238	59.08%
e) Postal ballot forms with assent for Resolution as a percentage of net valid shares polled	51	21654738	59.08%	51	21654738	59.08%	51	21650738	59.07%
f) Postal ballot forms with dissent for Resolution as a percentage of net valid shares polled	1	500	Negligible	1	500	Negligible	2	4500	0.01%

RESULT

As the number of votes cast in favour of resolutions Nos. 1 to 3 were 59 times more than the number of votes cast against, I declare that the Special Resolutions Nos. 1 to 3, contained in the Notice of Postal Ballot dated December 6, 2010, were passed in favour of resolution with requisite majority.

Date : 10.01.2011



For SPML Infra Ltd.
Chairman