

Ref: 0211/SE/BNC

Date : 24 February 2012

✓ National Stock Exchange of India Ltd.
Exchange Plaza
Bandra – Kurla Complex
Bandra (E), Mumbai –400051
Fax (022) 6641-8124/25

Dear Sirs,

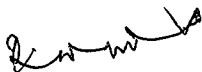
Sub: Intimation of consent of Shareholders through Special Resolutions passed by Postal Ballot.

We reference to the above, we send herewith a copy of Declaration of Postal Ballot Results in respect of passing of Special Resolution as per Scrutinizer's Report dated 24.02.2012 for your perusal and record.

The members may be intimated accordingly.

Thanking you,

Yours faithfully,
for SPML Infra Limited



B. N. Choudhary
President (Finance) & Co. Secretary



Encl: As above.

Copy to : Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, 25th Floor, Dalal St., Fort, Mumbai-400001, Fax (022) 2272 2039 / 41 / 61/ 37

The Calcutta Stock Exchange Association Ltd., 7 Lyons Range, Kolkata-700001, Fax No.(033) 2210-4492 / 4500.

SPML INFRA LIMITED

22, Camac Street, Block - A, 3rd Floor, Kolkata - 700 016
Tel : 033-39445555 / 40091200, Fax No. : 033-39805303
E-mail : info@spml.co.in Website : www.spml.co.in
Regd. Office : Plot No.65, Sector-32, Institutional Area, Gurgaon-122001



DECLARATION OF POSTAL BALLOT RESULTS

Pursuant to Section 192A of the Companies Act 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules 2011, the Company had dispatched Postal Ballot Notice dated November 14, 2011 to the shareholders of the Company, for passing of Special Resolutions viz., (1) Providing Corporate Guarantee and pledging of Shares in connection with the loan of Rs.206 Crs. from the Lenders of Bhillwara Jaipur Toll Road Private Limited (2) Making Investments, extend guarantee, provide security, make inter-corporate loans upto an amount of Rs.2000 Crs. (3) Revision in the remuneration of Mr. Rishabh Shethi, Chief Operating Officer (4) Appointment of Mr. Abhinandan Sethi as Management Trainee u/s 314(1B).

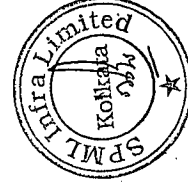
Along with the said Notice, Postal Ballot Forms and self addressed business reply envelopes were also sent to the Shareholders requesting them to return the Postal Ballot Forms duly completed to the Scrutinizer, Mrs. Mamta Binani, Practicing Company Secretary. After due scrutiny of all the Postal Ballots received by Mrs. Mamta Binani up to the close of working hours of February 24, 2012, Mrs. Mamta Binani submitted her report as under :

Particulars	RESOLUTION NO. 1			RESOLUTION NO. 2			RESOLUTION NO. 3			RESOLUTION NO. 4		
	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. 3,66,50,276 equity shares)	No. of Postal ballot forms	No. of Shares (of Rs. 2/- each)	% of total paid-up equity capital (i.e. 3,66,50,276 equity share)	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	28	16153950	44.07%	28	16153950	44.07%	28	16153950	44.07%	28	16153950	44.07%
b) Less : Invalid postal ballot forms (as per register)	0	0	0	0	0	0	0	0	0	0	0	0
c) Less : Shares in respect of which no votes cast	0	0	0	2	40	Negligible	2	40	Negligible	2	40	Negligible
d) Net valid postal ballot forms (as per register)	28	16153950	44.07%	26	16153910	44.07%	26	16153910	44.07%	26	16153910	44.07%
e) Postal ballot forms with assent for Resolution as a percentage of net valid shares polled	28	16153950	44.07%	26	16153910	44.07%	25	16153395	44.07%	26	16153910	44.07%
f) Postal ballot forms with dissent for Resolution as a percentage of net valid shares polled	0	0	0	0	0	0	1	515	Negligible	0	0	0

RESULT

As the number of votes cast in favour of resolutions Nos. 1 to 4 were more than the number of votes cast against, I declare that the Special Resolutions Nos. 1 to 4, contained in the Notice of Postal Ballot dated November 14, 2011, were passed in favour of resolution with requisite majority.

Date : 24.02.2012



**For SPML Infra Limited
Chairman**