

PREMIER ENERGY AND INFRASTRUCTURE LIMITED
REGISTERED OFFICE: 18/4, SECOND FLOOR, BALAIAH AVENUE,
MYLAPORE, CHENNAI – 600 004

RESULT OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT, PURSUANT TO SECTION 192A OF THE COMPANIES ACT, 1956 WITH REGARD TO THE ITEM AS SET OUT IN THE NOTICE OF THE POSTAL BALLOT OF PREMIER ENERGY AND INFRASTRUCTURE LIMITED

ITEM No. 1:-

SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 372A, and other applicable provisions, if any, of the Companies Act, 1956, and subject to the approval of such other statutory and regulatory authorities, approval of the Members be and is hereby accorded to the Board of Directors to acquire by way of subscription, purchase or otherwise, and also sell/dispose off Stocks, Bonds, Units, Commercial Paper, Certificates of Deposits, Securities and all kinds of Debentures and descriptions of Bodies Corporate and/or Public Sector Companies and/or Financial Institutions/Banks and/or Mutual Funds as defined under Section 2(h) of the Securities Contract Regulation Act, 1956, and/or Government Securities etc. subject to the limits of maximum Rs. 15,00,00,000/- (Rupees Fifteen Crores only) in one or more tranches.”

PARTICULARS	NO. OF POSTAL BALLOT FORMS	NO OF VOTES	%
TOTAL POSTAL BALLOT FORMS RECEIVED	184	14282158	N.A.
LESS:- INVALID POSTAL BALLOT FORMS	NIL	NIL	N.A.
LESS:- POSTAL BALLOT FORMS REJECTED	2	400	N.A.
NET VALID POSTAL BALLOT FORMS	182	14281758	100
POSTAL BALLOT FORMS WITH ASSENT FOR THE RESOLUTION	175	14280857	99.99
POSTAL BALLOT FORMS WITH DISSENT FOR THE RESOLUTION	7	901	0.01

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, I declare that the Special Resolution under Section 372A of the Companies Act, 1956 with regard to acquisition by way of subscription, purchase or otherwise, and also sell/ dispose off stocks, bonds, units, commercial paper, certificates of deposits, securities and all kinds of debentures and descriptions of bodies corporate and/ or public sector companies and/ or financial institutions/ banks and/ or mutual funds as defined under Section 2(h) of the Securities Contract Regulation Act, 1956 and / or Government Securities etc subject to the limits of maximum Rs.15,00,00,000/- (Rupees Fifteen Crores only) in one or more tanches is passed in favour of the resolution with requisite majority.

ITEM No. 2-

SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to Section 372A, and other applicable provisions, if any, of the Companies Act, 1956, and subject to the approval of such other statutory and regulatory authorities , approval of the Members be and are hereby accorded to the Board of Directors of the Company to acquire by way of subscription, purchase, conversion or otherwise of Equity Shares, Preference Shares, Debentures (whether convertible or non-convertible) or any other financial, and to grant/ give/make from time to time any loan or loans, and give /issue from time to time any guarantee(s) and/ or provide security(ies), as the Board may think fit, for an amount not exceeding Rs. 15,00,00,000/- (Rupees Fifteen Crores only) in one or more tranches in the following companies.

S No	Name of the Company
1.	Emas Engineers & Contractors Private Limited, Chennai.
2.	RCI Power Limited, Chennai.
3.	RCI Power (AP) Limited, Andhra Pradesh.

PARTICULARS	NO. OF POSTAL BALLOT FORMS	NO OF VOTES	%
TOTAL POSTAL BALLOT FORMS RECEIVED	184	14282158	N.A.
LESS:- INVALID POSTAL BALLOT FORMS	NIL	NIL	N.A.
LESS:- POSTAL BALLOT FORMS REJECTED	2	400	N.A.
NET VALID POSTAL BALLOT FORMS	182	14281758	100
POSTAL BALLOT FORMS WITH ASSENT FOR THE RESOLUTION	165	14276907	99.97
POSTAL BALLOT FORMS WITH DISSENT FOR THE RESOLUTION	17	4851	0.03

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, I declare that the Special Resolution under Section 372A of the Companies Act, 1956 with regard to acquire by way of subscription, purchase, conversion or otherwise of Equity Shares, Preference Shares, Debentures(whether convertible or non convertible) or any other financial, and to grant/ give/ make from time to time any loan or loans, and give/ issue from time to time any guarantee(s) and/ or provide security(ies), as the Board may think fit, for an amount not exceeding Rs.15,00,00,000/- (Rupees Fifteen Crores only) in one or more tranches in the following companies viz., Emas Engineers & Contractors Private Limited, Chennai, RCI Power Limited, Chennai & RCI Power (AP) Limited, Andhra Pradesh is passed in favour of the resolution with requisite majority.

ITEM No. 3

SPECIAL RESOLUTION

“RESOVLED THAT pursuant to Section 372A of the Companies Act, 1956 and other applicable provisions if any of the Companies Act, 1956 and subject to such other consent and approval(s) as may be required in this regard, consent of the Members be and is hereby accorded to the Board of Directors to grant loan for an amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores only) to M/s. Shriram Auto Finance, Chennai in accordance with the usually acceptable terms and conditions as laid down in the loan agreement between the Company and M/s. Shriram Auto Finance.

PARTICULARS	NO. OF POSTAL BALLOT FORMS	NO OF VOTES	%
TOTAL POSTAL BALLOT FORMS RECEIVED	184	14282158	N.A.
LESS:- INVALID POSTAL BALLOT FORMS	NIL	NIL	N.A.
LESS:- POSTAL BALLOT FORMS REJECTED	2	400	N.A.
NET VALID POSTAL BALLOT FORMS	182	14281758	100
POSTAL BALLOT FORMS WITH ASSENT FOR THE RESOLUTION	164	14277507	99.97
POSTAL BALLOT FORMS WITH DISSENT FOR THE RESOLUTION	18	4251	0.03

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, I declare that the Special Resolution under Sections 372A of the Companies Act, 1956 with regard to grant loan for an amount not exceeding Rs.50,00,00,000/- (Rupees Fifty Crores only) to M/s .Shriram Auto Finance, Chennai in accordance with the usually acceptable terms and conditions as laid down in the loan agreement between the Company and M/s. Shriram Auto Finance is passed in favour of the resolution with requisite majority.

For PREMIER ENERGY AND INFRASTRUCTURE LIMITED

S SREENIDHI
COMPANY SECRETARY

CHENNAI
27TH APRIL, 2011

PREMIER ENERGY AND INFRASTRUCTURE LIMITED