



Date : 29th September, 2015

To,
The General Manager,
The Department of Corporate Relationship,
The Bombay Stock Exchange Limited.,
25th Floor, Phiroz Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

To,
The Listing Department,
National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Plot No.C/1 , G Block
Bandra Kurla Complex ,Bandra (East)
Mumbai -400 051.

Dear Sir/Madam,

Sub: Outcome of 26th AGM and Disclosure under clause 35A of the Listing Agreement – Reg.,

.....

This is to inform you that the 26th Annual General Meeting of the Company was held on Monday i.e 28th September, 2015 at KLN Prasad Auditorium, The Federation of Telangana & Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B. 14, Hyderabad – 500 004 at 11.30 a.m. Whereas the resolutions as per the notice of 26th Annual General Meeting dated 03.09.2015 **except Item no.7 i.e Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013** have been declared as passed with requisite majority.

Please find herewith the disclosure as required under clause 35A of the Listing Agreement and Scrutinizer report with regard to e-voting and poll.

This is for your kind information and record please.

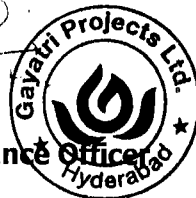
Thanking you,

Yours truly,

For **GAYATRI PROJECTS LIMITED**

(CS I.V. Lakshmi)

Company Secretary and Compliance Officer



Encl: As above



DISCLOSURE UNDER CLAUSE 35A OF THE LISTING AGREEMENT OF VOTING RESULTS AT 26TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 28TH OF SEPTEMBER, 2015 @11.30AM

We are pleased to inform you that 26th Annual General Meeting of the company was held on Monday, the 28th of September, 2015 as per the notice sent to the share holders / stock exchanges.

Pursuant to the clause 35A of the Listing Agreement, details of the voting results at the said Annual General Meeting of the Company are given below in the prescribed format:

Details of the voting results:

A	Name of the Company	Gayatri Projects Limited		
B	Date of AGM	28 th September, 2015		
C	Book Closure Date	23 rd September, 2015 to 28 th September, 2015 (both days inclusive)		
D	Total Share holders as on record date	7813		
E	No. of share holders present in the meeting either in person or through proxy.			
	Share Holders	Present in person	Present through proxy	Total
	Promoter and promoter group	1	0	1
	Public	110	0	110
	Total	111	0	111
F	No. of share holders attended the meeting through video conferencing.			
	➤ Promoter and promoter group	Not arranged		
	➤ Public			

Agenda -wise:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)
1.	Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	Poll and E-Voting
2.	To declare Dividend on Equity Shares for the Year ended 31st March, 2015.	Ordinary	Poll and E-Voting
3.	To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	Poll and E-Voting
4.	To Appoint Auditors and fix their Remuneration.	Ordinary	Poll and E-Voting
5.	Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2014-15 and F.Y 2015-16.	Ordinary	Poll and E-Voting



**GAYATRI**

Continued on Sheet 6	Re-appointment of Sri. J. Brij Mohan Reddy, Executive Vice Chairman.	Special	Poll and E-Voting
7.	Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013	Special	Poll and E-Voting
8.	Ratification of Master Restructuring Agreement (MRA) entered into by the Company for conversion of loan into equity	Special	Poll and E-Voting

VOTING RESULTS**Poll and E-Voting:**

1. Adoption of Audited Annual Accounts as at 31st March, 2015 - Ordinary Resolution							
MODE OF VOTING – E-VOTING AND POLL							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	1149282	5978389	16.12	83.88
Public-Others	4307401	22251	0.52	22251	0	100	0
Total	33830994	22361458	66.10	16383069	5978389	73.26	26.74

Note : 115 votes are treated as invalid under scrutiny which have been voted through E-voting.

The Number of votes casted in favour of the Ordinary Resolution is **16383069 (73.26 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



2. To declare Dividend on Equity Shares for the Year ended 31st March, 2015- Ordinary Resolution.							
MODE OF VOTING – E-VOTING AND POLL							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22251	0.52	22251	0	100	0
Total	33830994	22361458	66.10	22361458	0	100	0

Note : 115 votes are treated as invalid under scrutiny which have been voted through E-voting.

The Number of votes casted in favour of the Ordinary Resolution is **22361458** (**100 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



3. To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.
MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

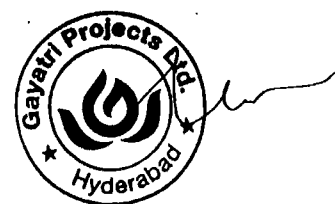
The Number of votes casted in favour of the Ordinary Resolution is **22361573 (100 % of the total votes casted)**. Thus, the Special Resolution has been approved by the Shareholders with requisite majority.



4. To Appoint Auditors and fix their Remuneration.**MODE OF VOTING – E-VOTING AND POLL**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

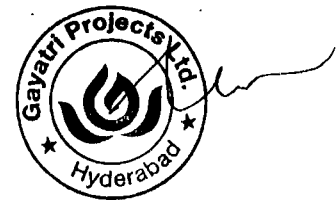
The Number of votes casted in favour of the Ordinary Resolution is **22361573 (100 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



5. Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2014-15 and F.Y 2015-16.
MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

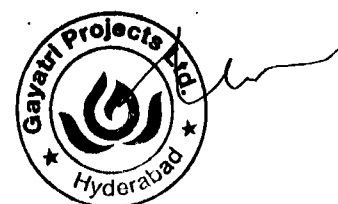
The Number of votes casted in favour of the Ordinary Resolution is **22361573 (100 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



6. Re-appointment of Sri. J. Brij Mohan Reddy, Executive Vice Chairman– Special Resolution.
MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes casted in favour of the Special Resolution is **22361573** (**100** % of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.



7. Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013– Special Resolution.
MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0.00
Public – Institutional holders	14312057	7127671	49.80	1149282	5978389	16.12	83.88
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	16383184	5978389	73.26	26.74

The Number of votes casted in favour of the Special Resolution is **16383184 (73.26 %** of the total votes casted). **Thus, the Special Resolution has not been approved by the Shareholders with requisite majority.**



8. Ratification of Master Restructuring Agreement (MRA) entered into by the Company for conversion of loan into equity – Special Resolution.							
MODE OF VOTING – E-VOTING AND POLL							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes casted in favour of the Special Resolution is **22361573 (100 %** of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.




(CH. Hari Vittal Rao)
Chairman of the Meeting



Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054

Phone: 040 2308 6394 (O & R)

SCRUTINIZER'S REPORT

To,
The Chairman
Gayatri Projects Ltd
B-1, T.S.R. Towers,
Raj Bhavan Road, Somajiguda,
Hyderabad - 500 082

Dear Sir,

Sub: Scrutinizer's Report on combined e-voting and poll of M/s. Gayatri Projects Limited Reg.,

.....

I, Y. Koteswara Rao, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of M/s. Gayatri Projects Limited for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and also by the Chairman of the 26th Annual General Meeting on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Rules, on the resolutions contained in the notice to the 26th Annual General Meeting of the members of the Company, held on Monday, 28th September, 2015 at KLN Prasad Auditorium, The Federation of Telangana & Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad - 500 004.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 26th Annual General Meeting of the members of the Company held on 28th September, 2015. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s. Karvy Computershare Private Limited, the authorised agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll (through Ballot paper) at Annual General Meeting. I, submit herewith my combined report on the results of e-voting together with that of Poll as under:





Y. KOTESWARA RAO
Practicing Company Secretary
H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054
Phone: 040 2308 6394 (O & R)

COMBINED RESULTS

Item No. of the Notice	Type of Resolution	No. of Votes Casted	Voting in favour (Assent)		Voting against (Dissent)	
			No. of votes	% of votes casted	No. of votes	% of votes casted
1. Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	22361458 *	16383069	73.26	5978389	26.74
2. To declare Dividend on Equity Shares for the Year ended 31st March, 2015.	Ordinary	22361458 *	22361458	100	0	0.00
3. To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	22361573	22361573	100	0	0.00
4. To Appoint Auditors and fix their Remuneration.	Ordinary	22361573	22361573	100	0	0.00
5. Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2014-15 and F.Y 2015-16.	Ordinary	22361573	22361573	100	0	0.00
6. Re-appointment of Sri. J. Brij Mohan Reddy, Executive Vice Chairman.	Special	22361573	22361573	100	0	0.00
7. Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013	Special	22361573	16383184	73.26	5978389	26.74
8. Ratification of Master Restructuring Agreement (MRA) entered into by	Special	22361573	22361573	100	0	0.00





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054

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the Company for conversion of loan into equity						
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*** Note: 115 votes are treated as invalid under scrutiny which have been voted through E-voting.**

Except Item No.7 i.e. Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013 all the above resolutions have been adopted with requisite majority.

Place: Hyderabad
Date: 29.09.2015



Y. KOTESWARA RAO

Practicing Company Secretary

Name & Signature of Scrutinizer

ACS: 3785

CP No. : 7427



Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054

Phone: 040 2308 6394 (O & R)

VOTING RESULTS AS PER THE CLAUSE FORMAT PRESCRIBED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Details of the voting results:

A	Name of the Company	Gayatri Projects Limited		
B	Date of AGM	28 th September, 2015		
C	Book Closure Date	23 rd September, 2015 to 28 th September, 2015 (both days inclusive)		
D	Total Share holders as on record date	7813		
E	No. of share holders present in the meeting either in person or through proxy.			
	Share Holders	Present in person	Present through proxy	Total
	Promoter and promoter group	1	0	1
	Public	110	0	110
	Total	111	0	111
F	No. of share holders attended the meeting through video conferencing.			
	➤ Promoter and promoter group ➤ Public	Not arranged		





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,

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Agenda -wise:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)
1.	Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	Poll and E-Voting
2.	To declare Dividend on Equity Shares for the Year ended 31st March, 2015.	Ordinary	Poll and E-Voting
3.	To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	Poll and E-Voting
4.	To Appoint Auditors and fix their Remuneration.	Ordinary	Poll and E-Voting
5.	Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2014-15 and F.Y 2015-16.	Ordinary	Poll and E-Voting
6.	Re-appointment of Sri. J. Brij Mohan Reddy, Executive Vice Chairman.	Special	Poll and E-Voting
7.	Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013	Special	Poll and E-Voting
8.	Ratification of Master Restructuring Agreement (MRA) entered into by the Company for conversion of loan into equity	Special	Poll and E-Voting





Y. KOTESWARA RAO
Practicing Company Secretary
H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054
Phone: 040 2308 6394 (O & R)

VOTING RESULTS

Poll and E-Voting:

1. Adoption of Audited Annual Accounts as at 31st March, 2015 - Ordinary Resolution							
MODE OF VOTING – E-VOTING AND POLL							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	1149282	5978389	16.12	83.88
Public-Others	4307401	22251	0.52	22251	0	100	0
Total	33830994	22361458	66.10	16383069	5978389	73.26	26.74

Note : 115 votes are treated as invalid under scrutiny which have been voted through E-voting.

The Number of votes casted in favour of the Ordinary Resolution is **16383069 (73.26 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
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Phone: 040 2308 6394 (O & R)

2. To declare Dividend on Equity Shares for the Year ended 31st March, 2015- Ordinary Resolution.							
MODE OF VOTING – E-VOTING AND POLL							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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3. To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.

MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes casted in favour of the Ordinary Resolution is **22361573** (**100 %** of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO
Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
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4. To Appoint Auditors and fix their Remuneration.

MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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5. Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2014-15 and F.Y 2015-16.							
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Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes casted in favour of the Ordinary Resolution is **22361573 (100 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO
Practicing Company Secretary
H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054
Phone: 040 2308 6394 (O & R)

6. Re-appointment of Sri. J. Brij Mohan Reddy, Executive Vice Chairman– Special Resolution.

MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes cated in favour of the Special Resolution is **22361573** (**100** % of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO

Practicing Company Secretary

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7. Adoption of New Set of Articles of Association of Company inter-alia pursuant to the Companies Act, 2013- Special Resolution.

MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0.00
Public – Institutional holders	14312057	7127671	49.80	1149282	5978389	16.12	83.88
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	16383184	5978389	73.26	26.74

The Number of votes casted in favour of the Special Resolution is **16383184 (73.26 %** of the total votes casted). **Thus, the Special Resolution has not been approved by the Shareholders with requisite majority.**





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,

Chinthal, HMT Road, Hyderabad - 500 054

Phone: 040 2308 6394 (O & R)

8. Ratification of Master Restructuring Agreement (MRA) entered into by the Company for conversion of loan into equity – Special Resolution.

MODE OF VOTING – E-VOTING AND POLL

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public – Institutional holders	14312057	7127671	49.80	7127671	0	100	0
Public-Others	4307401	22366	0.52	22366	0	100	0
Total	33830994	22361573	66.10	22361573	0	100	0

The Number of votes casted in favour of the Special Resolution is **22361573 (100 %** of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.

Place: Hyderabad
Date: 29.09.2015



Y. KOTESWARA RAO

Practicing Company Secretary

Name & Signature of Scrutinizer

ACS: 3785

CP No. : 7427