

**Corporate Governance Report**

Annexure - I

1. Name of Listed Entity – **Gayatri Projects Limited**  
 2. Quarter ending : **June 30, 2020**

**I. Composition of Board of Directors**

Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in months)	Date of Birth	Number of Directorship in listed entities including this listed entity [Refer Regulation 17A(1)]	Number of Independent Directorship in listed entities including this listed entity [Refer proviso to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)]	Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer Regulation 26(1)]
Mrs.	THIKKAVARAPU INDIRA REDDY	00009906	Non-Executive - Non Independent Director	08-03-1996	NA	NA	NA	13-03-1951	3	0	2	0
Mr.	TIKKAVARAPU VENKATA SANDEEP KUMAR REDDY	00005573	Managing Director	15-09-1989	01-10-2019	NA	NA	23-11-1966	3	0	6	1
Mr.	JENNA REDDY BRIJ MOHAN REDDY	00012927	Executive Director	30-03-1994	01-10-2018	NA	NA	20-08-1941	1	0	4	0
Mr.	HARIVITHAL RAO CHINTALAPATI	00012970	Non-Executive - Independent Director	04-11-2005	29-09-2019	NA	69	30-04-1939	1	1	8	2
Mr.	VENKATA RAMANACHARY KARAMCHETU	08658826	Non-Executive - Independent Director	04-01-2020	NA	NA	6	08-02-1952	1	1	0	0
Mr.	BIRENDRA KUMAR	08071170	Non-Executive - Nominee Director	07-02-2018	NA	18-05-2020	NA	09-07-1960	1	0	0	0
Mrs.	RAMA DEVI NANDURI	08699570	Non-Executive - Independent Director	14-02-2020	NA	NA	4	10-05-1953	1	1	0	0
Mr.	SREERAMAKRISHNA GRANDHI	06921031	Non-Executive - Independent Director	04-01-2020	NA	NA	6	26-07-1952	4	4	5	1

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	Yes

**II. Composition of Committees**

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	HARIVITHALRAO CHINTALAPATI	Non-Executive - Independent Director	07-11-2005	
		SREERAMAKRISHNA GRANDHI	Non-Executive - Independent Director	04-01-2020	
		TIKKAVARAPU VENKATA SANDEEP KUMAR REDDY	Executive Director	04-01-2020	
2. Nomination and Remuneration Committee	Yes	THIKKAVARAPU INDIRA REDDY	Non-Executive - Non Independent Director	23-06-2006	
		SREERAMAKRISHNA GRANDHI	Non-Executive - Independent Director	04-01-2020	
		HARIVITHALRAO CHINTALAPATI	Non-Executive - Independent Director	30-05-2019	
3. Risk Management Committee	Yes	TIKKAVARAPU VENKATA SANDEEP KUMAR REDDY	Executive Director	07-11-2014	
		THIKKAVARAPU INDIRA REDDY	Non-Executive - Non Independent Director	07-11-2014	
		HARIVITHALRAO CHINTALAPATI	Non-Executive - Independent Director	07-11-2014	
		SREEDHAR BABU PONNURU	Member	07-11-2014	
4. Stakeholders' Relationship Committee	Yes	HARIVITHALRAO CHINTALAPATI	Non-Executive - Independent Director	07-11-2005	
		JENNA REDDY BRIJ MOHAN REDDY	Executive Director	07-11-2005	
		THIKKAVARAPU INDIRA REDDY	Non-Executive - Non Independent Director	30-05-2019	
5. Corporate Social Responsibility Committee	Yes	THIKKAVARAPU INDIRA REDDY	Non-Executive - Non Independent Director	29-05-2014	
		TIKKAVARAPU VENKATA SANDEEP KUMAR REDDY	Executive Director	29-05-2014	
		ARIVITHALRAO CHINTALAPATI	Non-Executive - Independent Director	29-05-2014	

**III. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
04-01-2020		Yes	6	3	
14-02-2020		Yes	5	4	40
	30-06-2020	Yes	7	4	136

**IV. Meetings of Committees**

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes / No)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	30-06-2020	YES	3	2	14-02-2020	136

**V. Related Party Transactions**

Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations	Yes / No
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee	A. Yes B. Yes C. Yes D. NA
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes

This report along with the report submitted for the previous quarter ended December 31, 2019 had been placed before Board of Directors. No comments / observations / advice were received from the Board of Directors.

**Name: Chetan Kumar Sharma**

**Designation: Company Secretary & Compliance Officer**

**Date: July 14, 2020**