

May 12, 2022

To The Secretary, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Maharashtra, India Scrip Code: 532767	To The Manager, Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Maharashtra, India Scrip Code: GAYAPROJ
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Dear Sir(s)/Madam(s),

Sub: Disclosure of Voting Results of Postal Ballot Notice dated April 11, 2022

As per relevant regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has sought approval of the members of the Company for appointment of Mr. Srihari Vennelaganti (DIN: 01829513) and Mrs. Pamula Latha (DIN: 08358726) as Independent Directors of the Company. The voting results of the postal ballot conducted through remote e-voting process, in respect of resolutions contained in the Postal Ballot Notice dated April 11, 2022, are enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

The said resolutions are passed with the requisite majority on May 11, 2022 (the last date for e-voting).

This is for your information and records.

Yours truly

For Gayatri Projects Limited

Chetan Kumar Sharma

Chetan Kumar Sharma
Company Secretary &
Compliance officer



Encl: As Above

Gayatri Projects Limited

Details of the Voting Results (Postal ballot through remote e-voting):

Date of AGM/EGM	Not Applicable - Resolutions passed through Postal Ballot on May 11, 2022)
Total Share holders as on record date ((i.e., April 08, 2022 - cut-off date for voting purpose):	55784
No. of share holders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)
No. of share holders attended the meeting through video conferencing: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)



Agenda –wise Disclosure:

The Mode of voting for the resolutions was remote e-voting.

i. Special Resolution: Appointment of Mr. Srihari Vennelaganti (DIN: 01829513) as an Independent Director of the Company

Whether promoter / promoter group are interested in the agenda / resolution:				No				
Category	Mode of Voting	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	E-Voting	7,72,60,607	7,72,60,607	100.0000	7,72,60,607	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7,72,60,607	100.0000	7,72,60,607	0	100.0000	0.0000
Public - Institutions	E-Voting	2,67,27,369	2,19,65,294	82.1828	2,19,65,294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2,19,65,294	82.1828	2,19,65,294	0	100.0000	0.0000
Public-Non Institutions	E-Voting	8,32,10,709	1,66,020	0.1995	1,52,910	13,110	92.1034	7.8966
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,66,020	0.1995	1,52,910	13,110	92.1034	7.8966
Total		187,198,685	9,93,91,921	53.0943	9,93,78,811	13,110	99.9868	0.0132

The resolution is passed with requisite majority.



ii. Special Resolution: Appointment of Mrs. Pamula Latha (DIN: 08358726) as an Independent Director of the Company

Whether promoter / promoter group are interested in the agenda / resolution:				No				
Category	Mode of Voting	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	E-Voting	7,72,60,607	7,72,60,607	100.0000	7,72,60,607	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7,72,60,607	100.0000	7,72,60,607	0	100.0000	0.0000
Public - Institutions	E-Voting	2,67,27,369	2,19,65,294	82.1828	2,19,65,294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2,19,65,294	82.1828	2,19,65,294	0	100.0000	0.0000
Public-Non Institutions	E-Voting	8,32,10,709	1,33,513	0.1605	1,20,288	13,225	90.0946	9.9054
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1,33,513	0.1605	120288	13,225	90.0946	9.9054
Total		187,198,685	9,93,59,414	53.0770	9,93,46,189	13,225	99.9867	0.0133

The resolution is passed with requisite majority.

C. Shamma




Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To
The Chairman
Gayatri Projects Limited
B1, 6-3-1090, TSR Towers
Somajiguda, Raj Bhavan Road
Hyderabad – 500082

Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the notice dated April 11 2022 through Postal Ballot

Dear Madam,

I, Y Koteswara Rao, Practicing Company Secretary, has been appointed as Scrutinizer by the Board of Directors of Gayatri Projects Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated April 11 2022 ("Notice") issued in accordance with General Circular Nos. 14/2020 dated 8 April 2020 and 17 /2020 dated 13 April 2020 read with other relevant circulars, including General Circular No. 20/2021 dated December 08, 2021, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars").

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

2. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated



from the voting system provided by KFin Technologies Limited ("KFinTech"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 p.m. on May 11, 2022.

4. Cut -off date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, April 08, 2022, were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process

- i. The remote e-voting period remained open from Tuesday, April 12, 2022 (9:00 a.m. 1ST) to Wednesday, May 11, 2022 (5:00 p.m. 1ST).
- ii. The votes cast during the remote e-voting were unblocked on Wednesday, May 11, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Mr. M. Rajesh and Mr. Madhu Sudan Rao, who are not in the employment of the Company and / or KFinTech.
- iii. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of KFinTech, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by KFinTech, scrutinized on test-check basis, and relied upon by me as under:

- i. **Special Resolution:** Appointment of Mr. Srihari Vennelaganti (DIN: 01829513) as an Independent Director of the Company

Particulars	No of valid Votes		Percentage (%)
	Remote e-votes	Remote e-votes	
Assent	191	99378811	99.9868
Dissent	7	13110	0.0132
Total	198	99391921	100.0000



Y. KOTESWARA RAO
Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054
Phone: 040-40210182 (Office)

- ii. **Special Resolution:** Appointment of Mrs. Pamula Latha (DIN: 08358726) as an Independent Director of the Company

Particulars	No of valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	188	99346189	99.9867
Dissent	9	13225	0.0133
Total	197	99359414	100.0000

Notes:

- i. Based on the aforesaid results, I report that, the **Special Resolutions** as contained at Item No. 01 and Item No. 02 in the Notice of Postal Ballot dated April 11, 2022 has been passed with **requisite majority**.
- ii. The figures in percentage have been rounded off to 4 decimal points.

Thanking you

Place: Hyderabad
Date: 12.05.2022

Signature: KOTESWARA RAO
YECHURI
Name of Practicing
Company Secretary: **Y. KOTESWARA RAO**
Membership No.: ACS 3785; C. P. No.: 7427
UDIN NO: A003785D000308903

Digitally signed by KOTESWARA
RAO YECHURI
Date: 2022.05.12 16:16:10 +05'30'