

GHL/SE/2024-25

26<sup>th</sup> September, 2024

<p>The General Manager Department of Corporate Services <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001</p>	<p>The Manager Listing Department <b>The National Stock Exchange of India Limited</b> Bandra Kurla Complex Bandra East, Mumbai-400 051</p>
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Dear Sir/Madam,

**Sub:** Voting Results and Scrutinizer's Report of the 18<sup>th</sup> e-Annual General Meeting of Gayatri Highways Limited as per Regulation 44 of the SEBI (LODR) Regulations, 2015-Reg.

**Ref:** Scrip Code: 541546 (BSE) & Scrip Symbol: GAYAHWS (NSE)

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With reference to the above stated subject, we bring to your kind notice that the shareholders of the Company have approved the following resolution at the 18<sup>th</sup> e-Annual General Meeting held on 26<sup>th</sup> September, 2024.

Ordinary Resolution No.	Particulars
<b>Ordinary Business</b>	
1	To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2024 and the Board's Report and Auditor's Report thereon.
<b>Special Business</b>	
Special Resolution No.	Particulars
2	Re-appointment of Mr. Krishnamurthy Chaturvedi (DIN: 08661228) as an Independent Director of the Company.
3	Approval to continue the appointed tenure and directorship as Non-Executive (Independent Director) by Mr. Krishnamurthy Chaturvedi (DIN: 08661228) as per Regulation 17(1A) of the SEBI (LODR) Regulations, 2015.

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## **GAYATRI HIGHWAYS LIMITED**

Registered & Corporate Office :

5<sup>th</sup> Floor, A Block, TSR Towers, 6-3-1090, Raj Bhavan Road, Somajiguda,  
Hyderabad 500 082. Telangana, India.

CIN : L45100TG2006PLC052146

T +91 40 40024262

E-mail : ghl@gayatrihighways.com  
www.gayatrihighways.com

In this connection, please find enclosed herewith the details of the results of voting (Remote e-voting and e-voting at e-AGM) in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-I**.

Also find enclosed herewith the Consolidated Scrutinizer's Report issued by Mr. C.N Kranthi Kumar, Company Secretary in Practice, the Scrutinizer for voting process pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and rules made thereunder as **Annexure II**.

The Voting Results along with the Consolidated Scrutinizer's Report will also be available on the Company's website [www.gayatrihighways.com](http://www.gayatrihighways.com).

This is for your information and records.

Thanking you,

Yours faithfully,

**For Gayatri Highways Limited**

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**P. Raj Kumar**  
**Company Secretary & Compliance Officer**

## **GAYATRI HIGHWAYS LIMITED**

**Registered & Corporate Office :**  
5<sup>th</sup> Floor, A Block, TSR Towers, 6-3-1090, Raj Bhavan Road, Somajiguda,  
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**CIN : L45100TG2006PLC052146**

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**E-mail : [ghl@gayatrihighways.com](mailto:ghl@gayatrihighways.com)**  
[www.gayatrihighways.com](http://www.gayatrihighways.com)

Annexure - I

NAME: GAYATRI HIGHWAYS LIMITED

SLNO	DESCRIPTION					
A	DATE OF AGM	26-09-2024				
B	BOOK CLOSURE DATE	19-09-2024 TO 26-09-2024 ( BOTH DAYS INCLUSIVE )				
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE	42134				
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY	70				
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ( )	1	0	1	7475810	3.11945
	PUBLIC	69	0	69	71097	0.02967
	TOTAL	70	0	70	7546907	3.14912
E	No. of shareholders attended the meeting through Video conferencing _70.					

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The mode of voting for resolution was Remote e-voting and e-voting at the e-AGM

Item No.	Details of Agenda	Resolution Required	Mode of Voting	Remarks
1	To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2024 and the Board's Report and Auditor's Report thereon.	Ordinary	Remote e-voting and e-voting at e-AGM	The Resolution passed with requisite majority
2	Re-appointment of Mr. Krishnamurthy Chaturvedi (DIN: 08661228) as an Independent Director of the Company.	Special	Remote e-voting and e-voting at e-AGM	The Resolution passed with requisite majority
3	Approval to continue the appointed tenure and directorship as Non-Executive (Independent Director) by Mr. Krishnamurthy Chaturvedi (DIN: 08661228) as per Regulation 17(1A) of the SEBI (LODR) Regulations, 2015.	Special	Remote e-voting and e-voting at e-AGM	The Resolution passed with requisite majority

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Resolution No.	SPECIAL - Re-appointment of Mr. Krishnamurthy Chaturvedi (DIN:08661228) as an Independent Director of the Company									
Resolution required: (Ordinary/ Special)	No	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	Votes Invalid	Votes Abstained
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting									
Promoter and Promoter Group	E-Voting	7,66,73,500	7,66,73,500	52.3173	7,66,73,500	0	100.0000	0.0000	0	0
	Poll	14,65,54,710	74,75,810	5.1010	74,75,810	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total	8,41,49,310	8,41,49,310	57.4183	8,41,49,310	0	100.0000	0.0000	0	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	97,74,236		0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total	2,99,810	2,77,942	0.3598	2,77,942	21,868	92.7060	7.2939	0	2,468
	E-Voting	46,874	46,874	0.0563	46,874	0	100.0000	0.0000	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total	3,46,684	3,24,816	0.4161	3,24,816	21,868	93.6922	6.3078	0	2,468
	E-Voting	8,44,95,994	8,44,74,126	35.2578	8,44,74,126	21,868	99.9741	0.0259	0	2,468



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Resolution No.	SPECIAL - Approval to continue the appointed tenure and directorship as Non-Executive (Independent Director) by Mr. Krishnamurthy Chaturvedi (DIN:08661228) as per Regulation 17(1A) of the SEBI (LODR) Regulations, 2015										
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	E-Voting	7,66,73,500	52.3173	7,66,73,500	0	100.0000	0.0000	0	0		
	Poll	74,75,810	5.1010	74,75,810	0	100.0000	0.0000	0	0		
	Postal Ballot (if applicable)	14,65,54,710	0	0	0	0.0000	0.0000	0	0		
	Total	8,41,49,310	57.4183	8,41,49,310	0	100.0000	0.0000	0	0		
Public- Institutions	E-Voting	0	0.0000	0	0	0.0000	0.0000	0	0		
	Poll	97,74,236	0	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Total	0	0	0	0	0.0000	0.0000	0	0		
Public- Non Institutions	E-Voting	2,99,810	0.3598	2,67,942	31,868	89.3705	10.6293	0	2,468		
	Poll	46,874	0.0563	46,874	0	100.0000	0.0000	0	0		
	Postal Ballot (if applicable)	8,33,22,954	0	0	0	0.0000	0.0000	0	0		
	Total	3,46,684	0.4161	3,14,816	31,868	90.8078	9.1922	0	2468		
	Total	23,96,51,900	35.2578	8,44,64,126	31,868	99.9623	0.0377	0	2468		



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C.N.Kranthi Kumar  
Company Secretary in Practice

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**CONSOLIDATED SCRUTINIZER'S REPORT**

To,

The Chairman of the 18<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gayatri Highways Limited, Registered Office: 5<sup>th</sup> Floor, "A" Block, 6-3-1090, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad - 500082, Telangana, India.

Dear Sir,

I, C.N.Kranthi Kumar, Company Secretary in Practice, Membership No. F9255, Certificate of Practice No.13889, appointed by the Board of Directors of **Gayatri Highways Limited** ("Company") as a Scrutinizer to scrutinize the process of voting through electronic means [remote e-voting and e-voting during the annual general meeting] as per the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, issued by the Council of the Institute of Company Secretaries of India, as amended, on the below mentioned resolution(s) contained in 18<sup>th</sup> Annual General Meeting ("AGM") Notice dated 30-07-2024, hereby submit my report as follows:

1. The Company's Registrar & Share Transfer Agent ("RTA") KFin Technologies Limited having office at Hyderabad, Telangana, India was engaged as the Agency to provide the facility for voting through remote e-voting prior to AGM, for participation of the members at the AGM through VC / OAVM and for e-voting during the AGM.
2. The members of the Company holding fully paid-up shares either in physical form or in demat form as on the cut-off date 18-09-2024 were reckoned for voting on proposed resolutions stated in the AGM Notice.
3. The remote e-voting period commenced on 22-09-2024 at 9:00 A.M. (IST) and ended on 25-09-2024 at 5:00 P.M. (IST).
4. The facility of e-voting during the AGM was made available to those members who have not casted their vote by remote e-voting prior to AGM.



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kranthisarkar369@gmail.com

H.No.80/67-5, Krishna Nagar, Opp ITC, Kurnool, Andhra Pradesh, 518002.



5. The AGM was convened and held on Thursday, 26-09-2024 at 3.30 PM [IST] through VC / OAVM and deemed venue for meeting was the registered office address of the Company, and the meeting concluded at 4.29 PM [IST].

6. Based on the Agency Information and the Scrutinizing Process for voting on the resolutions, I report the following result:

**Item No.1 - Ordinary Business and Ordinary Resolution**

To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2024 and the Board's Report and Auditor's Report thereon.

Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		e- votes at AGM		Total		Percentage of votes
	Number	Votes	Number	Votes	Number	Votes	
For	112	76971736	37	7522684	149	84494420	99.998
Against	20	1539	0	0	20	1539	0.002
<b>Total</b>	<b>132</b>	<b>76973275</b>	<b>37</b>	<b>7522684</b>	<b>169</b>	<b>84495959</b>	<b>100</b>
Abstained	2	2503	0	0	2	2503	-
Invalid	0	0	0	0	0	0	-
Less Voted	0	0	0	0	0	0	-
<b>Total</b>	<b>134</b>	<b>76975778</b>	<b>37</b>	<b>7522684</b>	<b>171</b>	<b>84498462</b>	<b>100</b>

Based on the aforesaid result of votes, the resolution was passed with requisite majority from the date of the e-AGM. You may accordingly declare the same.



**Item No.2 - Special Business and Special Resolution**

Re-appointment of Mr. Krishnamurthy Chaturvedi (DIN:08661228) as an Independent Director of the Company

Particulars	Number of votes and votes contained in						Percentage of votes
	Remote e-votes		e- votes at AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	111	76951442	37	7522684	148	84474126	99.974
Against	22	21868	0	0	22	21868	0.026
<b>Total</b>	<b>133</b>	<b>76973310</b>	<b>37</b>	<b>7522684</b>	<b>170</b>	<b>84495994</b>	<b>100</b>
Abstained	1	2468	0	0	1	2468	-
Invalid	0	0	0	0	0	0	-
Less Voted	0	0	0	0	0	0	-
<b>Total</b>	<b>134</b>	<b>76975778</b>	<b>37</b>	<b>7522684</b>	<b>171</b>	<b>84498462</b>	<b>100</b>

Based on the aforesaid result of votes, the resolution was passed with requisite majority from the date of the e-AGM. You may accordingly declare the same.





**Item No.3 - Special Business and Special Resolution**

Approval to continue the appointed tenure and directorship as Non-Executive (Independent Director) by Mr. Krishnamurthy Chaturvedi (DIN:08661228) as per Regulation 17(1A) of the SEBI (LODR) Regulations, 2015

Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		e- votes at AGM		Total		Percentage of votes
	Number	Votes	Number	Votes	Number	Votes	
For	110	76941442	37	7522684	<b>147</b>	<b>84464126</b>	99.962
Against	23	31868	0	0	<b>23</b>	<b>31868</b>	0.038
<b>Total</b>	<b>133</b>	<b>76973310</b>	<b>37</b>	<b>7522684</b>	<b>170</b>	<b>84495994</b>	<b>100</b>
Abstained	1	2468	0	0	1	2468	-
Invalid	0	0	0	0	0	0	-
Less Voted	0	0	0	0	0	0	-
<b>Total</b>	<b>134</b>	<b>76975778</b>	<b>37</b>	<b>7522684</b>	<b>171</b>	<b>84498462</b>	<b>100</b>

Based on the aforesaid result of votes, the resolution was passed with requisite majority from the date of the e-AGM. You may accordingly declare the same.

Thanking you,

Yours faithfully,



Signed by

C.N.Kranthi Kumar

Company Secretary in Practice

FCS.No.9255, CP No.13889

Unique Code No: I2014TL1227000

(Old Unique Code No: I2014TL1227000)

P R Certificate No.612/2019

*Pragallapati*

Date: 27-09-2024

Place: Hyderabad

UDIN: F009255F001335151

Counter Signed

For Gayatri Highways Limited

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P.Raj Kumar

Company Secretary and Compliance Officer

Date: 27-09-2024

Place: Hyderabad

