

GHL/SE/2024-25

06th January, 2025

The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001	The Manager Listing Department The National Stock Exchange of India Limited Bandra Kurla Complex Bandra East, Mumbai-400 051
BSE Scrip Code of the Company: 541546	NSE Scrip Symbol of the Company: GAYAHWS

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the Postal Ballot and Scrutinizer Report - Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015-Reg.

Ref: Postal Ballot Notice dated 30th November, 2024.

With reference to the above stated subject, we bring to your kind notice that the Shareholders of the Company have approved the following Resolutions through Postal ballot on 5th January, 2025:

S. No	Particulars
1	Approval of Material Related Party Transaction(s) between Gayatri Highways Limited and HKR Roadways Limited, an associate Company.
2	Approval for Relinquishment of Rights held by the Company in Sai Maatarini Tollways Limited, a Material Subsidiary of the Company.

The remote e-voting period concluded on 05th January 2025 at 5.00 p.m. (IST), post which M/s. V. Shankar & Co., Company Secretaries in Practice (FCS: 7638 CP: 8446), Scrutinizer submitted the Report on the voting results of the Postal Ballot today, 06th January 2025.

Based on the Report of the Scrutinizer, we hereby inform that the above Ordinary Resolution and Special Resolution have been approved and passed by the Members with requisite majority on 05th January 2025 (i.e. the last date of remote e-voting).

Accordingly, we are enclosing herewith the following:

1. Voting Results of the above said Postal Ballot through remote e-voting 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**.

GAYATRI HIGHWAYS LIMITED

Registered & Corporate Office :

5th 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

2. The Scrutinizer's Report dated 06th January 2025 issued by Mr. V. Shankar, Practising Company Secretary, Scrutinizer for Postal Ballot as **Annexure-II**

This is for your information and record.

Thanking you,

Yours faithfully,
For Gayatri Highways Limited



P. Raj Kumar
Company Secretary & Compliance officer

GAYATRI HIGHWAYS LIMITED

Registered & Corporate Office :
5th Floor, A Block, TSR Towers, 6-3-1090, Raj Bhavan Road, Somajiguda,
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Annexure - I

Company Name	GAYATRI HIGHWAYS LIMITED
Date of Declaration of Postal Ballot Results	6th January, 2025
Total number of shareholders on record date	41586
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Material Related Party Transaction(s) between Gayatri Highways Limited and HKR Roadways Limited, an associate Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	146554710	76673500	52.3173	76673500	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9774236	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	83322954	274513	0.3295	274128	385	99.8597	0.1402
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		239651900	76948013	32.1082	76947628	385	99.9995	0.0005



Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Relinquishment of Rights held by the Company in Sai Maatarini Tollways Limited (SMTL), a Material Subsidiary of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	146554710	76673500	52.3173	76673500	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	9774236	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	83322954	274512	0.3295	268012	6500	97.6321	2.3678
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		239651900	76948012	32.1082	76941512	6500	99.9916	0.0084





V. SHANKAR

B. Com., MBA, ACMA, CGMA, FCS &
Insolvency Professional

V Shankar & Co.,

Company Secretaries

303, Block-A, Legend Commercial Complex,
3-4-770 & 136, Opp. ICICI Bank,
Above Keshav Medicals, Barkatpura,
Hyderabad, Telangana - 500027
Ph No. +91-9912257415
E-mail : shankarviswas@yahoo.com

Amesure - II

**Report of Scrutinizer on Postal Ballot process
through voting by electronic means (e-voting)**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of
the Companies (Management and Administration) Rules, 2014]

To
The Chairperson
Gayatri Highways Limited
CIN: L45100TG2006PLC052146
Regd. Off: 5th Floor, A Block, TSR Towers, 6-3-1090,
Rajbhavan road, Somajiguda, Hyderabad, Telangana – 500082

Dear Sir,

Sub:- Scrutinizer's Report on Postal Ballot process through voting by electronic means (e-voting), conducted pursuant to provisions of Section 108 and 110 of Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

The Board of Directors of Gayatri Highways Limited on 30th November, 2024 appointed me as the Scrutinizer for conducting the Postal Ballot process through voting by electronic means (e-voting), to accord the consent of the members of the Company by Ordinary Resolution and Special Resolution as mentioned in the Postal Ballot Notice dated 30th November 2024.

The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and the Rules framed thereunder relating to voting through Postal Ballot process through voting by electronic means (e-voting) on the resolution as stated in the Postal Ballot Notice. My responsibility as Scrutinizer is restricted to ensure that the Postal Ballot process through electronic means (e-voting) are conducted in a fair and transparent manner and to issue the Scrutinizer's Report on the votes cast "FOR" or "AGAINST" the resolution mentioned in the Postal Ballot Notice dated 30th November 2024, based on the Reports generated from the E-voting system provided by the KFin Technologies Limited ("KFintech"), the Authorized Agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. The Company had on 3rd December, 2024, completed the dispatch of the Notice of Postal Ballot along with the Explanatory Statement through Email, as prescribed under the provisions of the Companies Act, 2013, and applicable SEBI regulations to all its Equity Shareholders whose name(s) appeared on the Register of Members / List of Beneficial owners as on the cut-off date, i.e., 29th November 2024, and to all the Directors, Auditors of the Company.



2. The Postal Ballot process has been conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 [including any amendment(s) / modification(s) / re-enactment(s) thereto]. The Company had provided remote E-voting facility to its Shareholders and had engaged the services of KFintech for this purpose.
3. The voting through remote E-Voting had commenced on 7th December 2024, Saturday @ 9:00 A.M. (IST) and had ended on 5th January 2025, Sunday @ 5:00 P.M. (IST)
4. After the time fixed for closing of the E-Voting process, i.e., on 5th January 2025, Sunday @ 5:00 P.M. (IST), I had downloaded the data of E-voting from KFintech. The Report was tabulated and the data reading the final E-voting was diligently scrutinized.
5. The Particulars of Electronic votes cast by the Equity Shareholders have been entered in the electronic register separately maintained for the purpose.
6. The Votes cast through E-voting were scrutinized and the shareholding was matched / confirmed with the list of Beneficial Owners, as on the cut-off date, 29th November 2024.
7. All e-votes cast up to 5.00 p.m. on Sunday, 5th January 2025, being the last date and time fixed by the Company were considered for scrutiny.
8. On proper scrutiny of all E-votes, the summary of the E-Votes cast by the Shareholders was prepared and the same is given in the Annexure with this Report.
9. In respect of the resolutions, since the votes cast FOR the resolutions is more than three times the number of votes cast AGAINST the Resolutions, the Resolutions are considered to be duly passed by requisite majority.
10. The relevant records were sealed and handed over to the Company Secretary for safekeeping.
11. You are requested to declare the said Voting Results to the Shareholders of the Company.

Thank you,

For V. Shankar & Co.



V. Shankar

Practicing Company Secretary

FCS-7638, CP No.8446

Scrutinizer

Date: 6th January 2025

UDIN: F007638F003590657

Enclosure: Annexure

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Approval of Material Related Party Transaction(s) between Gayatri Highways Limited and HKR Roadways Limited, an associate Company							
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		76673500	52.3173	76673500	0	100.0000	0.0000	
	Poll	146554710	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total	146554710	76673500	52.3173	76673500	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000	
	Poll	9774236	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total	9774236	0	0.0000	0	0	0	0	
Public- Non Institutions	E-Voting		274513	0.3295	274128	385	99.8597	0.1402	
	Poll	83322954	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total	83322954	274513	0.3295	274128	385	99.8597	0.1402	
Total	Total	239651900	76948013	32.1082	76947628	385	99.9995	0.0005	
							Whether resolution is Pass or Not.		Yes



Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval for Relinquishment of Rights held by the Company in Sai Maatarini Tollways Limited (SMTL), a Material Subsidiary of the Company						
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes polled	No. of votes against - 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		76673500	52.3173	76673500	0	100.0000	0.0000
	Poll	146554710	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	146554710	76673500	52.3173	76673500	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll	9774236	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	9774236	0	0	0	0	0	0
Public- Non Institutions	E-Voting		274512	0.3295	268012	6500	97.6321	2.3678
	Poll	83322954	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	83322954	274512	0.3295	268012	6500	97.6321	2.3678
Total	Total	239651900	76948012	32.1082	76941512	6500	99.9916	0.0084
Whether resolution is Pass or Not.							Yes	

