



22.09.2018

To  
**The Department of Corporate Relationship,  
The Bombay Stock Exchange Limited.,  
25<sup>th</sup> Floor, Phiroz Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001**

Dear Sir/Madam,

**Sub: Outcome of AGM and Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015– Reg.,**

.....

This is to inform you that the Annual General Meeting of the Company was held on Friday 21.09.2018 at 16/137, Siddhartha Nagar, No.5, Near Prabodhan Krida Bhawan, Siddhartha Nagar, Goregaon (West), Mumbai - 400104 at 3.00 p.m and concluded at 3.30 p.m Whereas the resolutions as per the notice of Annual General Meeting dated 14.08.2018 have been declared as passed with requisite majority.

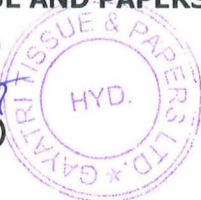
Please find herewith the disclosure as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer report with regard to e-voting and poll.

This is for your kind information and record please.

Thanking you,

Yours Faithfully,  
**For GAYATRI TISSUE AND PAPERS LIMITED**

  
**(CS Dinesh Vemula)**  
Company Secretary



Encl: As above

Regd. Office :  
Gayatri Tissue & Papers Limited  
16/137, No. 5, Near Prabodhan Krida Bhawan,  
Siddhartha Nagar, Goregaon (West), Mumbai 400 104.

Corp Office :  
B1, 6-3-1090, TSR Towers, Raj Bhavan Road

T +91 40 2331 0330/4284

www.gayatri.com



**DISCLOSURE UNDER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE VOTING RESULTS AT 32<sup>ND</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 21<sup>ST</sup> SEPTEMBER, 2018.**

We are pleased to inform you that 32<sup>nd</sup> Annual General Meeting of the company was held on Friday i.e 21<sup>st</sup> September, 2018 as per the notice sent to the share holders / stock exchanges.

Pursuant to the under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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:**

<b>A</b>	<b>Name of the Company</b>	Gayatri Tissue and Papers Ltd		
<b>B</b>	<b>Date of AGM</b>	21.09.2018		
<b>C</b>	<b>Book Closure Date</b>	17 <sup>th</sup> September, 2018 to 21 <sup>st</sup> September, 2018 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	192		
<b>E</b>	<b>No. of share holders present in the meeting either in person or through proxy.</b>			
	<b>Share Holders</b>	<b>Present in person</b>	<b>Present through proxy</b>	<b>Total</b>
	Promoter and promoter group	0	0	0
	Public	7	1	8
	Total	7	1	8
<b>F</b>	<b>No. of share holders attended the meeting through video conferencing.</b> ➤ Promoter and promoter group ➤ Public	<b>Not arranged</b>		

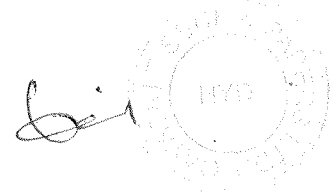
**Agenda -wise:**

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)</b>
<b>1.</b>	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2018 and the Statement of Profit and Loss and for the year ended as on that date and the reports of the Directors and Auditor's thereon.	Ordinary	Poll and E-Voting
<b>2.</b>	To appoint a Director in place of Mrs. T. Indira Subbarami Reddy who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Poll and E-Voting
<b>3.</b>	To Keep Registers, Copies of Returns etc., at Corporate Office of the Company at Hyderabad (i.e. at a place other than Registered Office)	Special	Poll and E-Voting

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www.gtpltd.co.in

**VOTING RESULTS**

**1. Adoption of Financial Statements for the Year ended 31<sup>st</sup> March, 2018 :**

Resolution Required: (Ordinary/Special)				Ordinary				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1204852 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.

**2. To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.**

Resolution Required: (Ordinary/Special)				Ordinary				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1204852 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.

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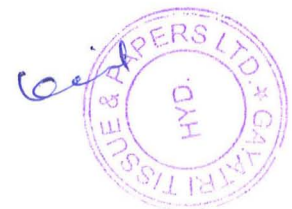


**3. To Keep Registers, Copies of Returns etc., at Corporate Office of the Company, Hyderabad (i.e. at a place other than Registered Office).**

Resolution Required: (Ordinary/Special)				Special				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Special Resolution is **1204852 (100.00 %** of the total votes casted). Thus, the special Resolution has been approved by the Shareholders with requisite majority.

Place: Hyderabad  
Date: 22.09.2018



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**Y. KOTESWARA RAO**  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 40210182 (Office)

**SCRUTINIZER'S REPORT**

**To,**  
**Chairman**  
**Gayatri Tissue and Papers Ltd**  
**16/137, Siddhartha Nagar**  
**No.5, Near Prabodhan Krida Bhawan,**  
**Siddhartha Nagar,**  
**Goregaon (West), Mumbai - 400104**

**Dear Sir,**

**Sub: Scrutinizer's Report on combined e-voting and poll of M/s. Gayatri Tissue and Papers Ltd Reg.,**

.....

I, Y. Koteswara Rao, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of M/s. Gayatri Tissue and Papers 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 32<sup>nd</sup> 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 32<sup>nd</sup> Annual General Meeting of the members of the Company, held on Friday 21.09.2018 at 16/137, Siddhartha Nagar, No.5, Near Prabodhan Krida Bhawan, Siddhartha Nagar, Goregaon (West), Mumbai - 400104. 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 32<sup>nd</sup> Annual General Meeting of the members of the Company held on 21.09.2018. 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. Central Depository Services India 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 further submit that, Mr. Chetan Kumar Sharma, Company Secretary has been deputed by me to oversee the activities relating to poll process at the 32<sup>nd</sup> Annual General Meeting of the company.

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 40210182 (Office)

**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.To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2018 and the Statement of Profit and Loss and for the year ended as on that date and the reports of the Directors and Auditor's thereon.	Ordinary	1204852	1204852	100.00	0	0.00
2.To appoint a Director in place of Mrs. T. Indira Subbarami Reddy who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	1204852	1204852	100.00	0	0.00
3.To Keep Registers, Copies of Returns etc., at Corporate Office of the Company at Hyderabad (i.e. at a place other than Registered Office)	Special	1204852	1204852	100.00	0	0.00

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered have been passed.

Place: Hyderabad  
Date: 22.09.2018



**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 40210182 (Office)

**VOTING RESULTS AS PER THE REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Details of the voting results:**

<b>A</b>	<b>Name of the Company</b>	Gayatri Tissue and Papers Ltd		
<b>B</b>	<b>Date of AGM</b>	21.09.2018		
<b>C</b>	<b>Book Closure Date</b>	17 <sup>th</sup> September, 2018 to 21 <sup>st</sup> September, 2018 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	192		
<b>E</b>	<b>No. of share holders present in the meeting either in person or through proxy.</b>			
	<b>Share Holders</b>	<b>Present in person</b>	<b>Present through proxy</b>	<b>Total</b>
	Promoter and promoter group	0	0	0
	Public	7	1	8
	Total	7	1	8
<b>F</b>	<b>No. of share holders attended the meeting through video conferencing.</b>	<b>Not arranged</b>		
	<ul style="list-style-type: none"><li>➤ Promoter and promoter group</li><li>➤ Public</li></ul>			

**Agenda -wise:**

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)</b>
<b>1.</b>	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2018 and the Statement of Profit and Loss and for the year ended as on that date and the reports of the Directors and Auditor's thereon.	Ordinary	Poll and E-Voting
<b>2.</b>	To appoint a Director in place of Mrs. T. Indira Subbarami Reddy who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Poll and E-Voting
<b>3.</b>	To Keep Registers, Copies of Returns etc., at Corporate Office of the Company at Hyderabad (i.e. at a place other than Registered Office)	Special	Poll and E-Voting







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### VOTING RESULTS

#### 1. Adoption of Financial Statements for the Year ended 31<sup>st</sup> March, 2018 :

Resolution Required: (Ordinary/Special)				Ordinary				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1204852 (100.00 %** 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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2. To appoint a Director in place of Smt. T. Indira Subbarami Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.

Resolution Required: (Ordinary/Special)				Ordinary				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1204852 (100.00 %** 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 40210182 (Office)

**3. To Keep Registers, Copies of Returns etc., at Corporate Office of the Company at Hyderabad (i.e. at a place other than Registered Office).**

Resolution Required: (Ordinary/Special)				Special				
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	1124700	1124700	100	1124700	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>1124700</b>	<b>1124700</b>	<b>100</b>	<b>1124700</b>	<b>0</b>	<b>100.00</b>
Public – Institutions	E-Voting	0	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	375300	182	0.05	182	0	100.00	0.00
	Poll		79970	21.31	79970	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	<b>Total</b>		<b>375300</b>	<b>80152</b>	<b>21.36</b>	<b>80152</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>1500000</b>	<b>1204852</b>	<b>80.32</b>	<b>1204852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Special Resolution is **1204852 (100.00 %** of the total votes casted). Thus, the special Resolution has been approved by the Shareholders with requisite majority.

Place: Hyderabad  
Date: 22.09.2018



**Y. KOTESWARA RAO**  
Practicing Company Secretary  
**Name & Signature of Scrutinizer**  
**ACS: 3785**  
**CP No. : 7427**