

Date: October 1, 2019

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 Monday the 30th September, 2019 at KLN Prasad Auditorium, The Federation of Telangana Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad – 500004 at 3.10 p.m and concluded at 4.00 p.m Whereas the resolutions as per the notice of Annual General Meeting dated 14th August, 2019 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 truly, For GAYATRI PROJECTS LIMITED

(CS I.V. LAKSHMI) **Company Secretary and Compliance Officer** Membership No.17607

Encl: As above

Regd. & Corp. Office :

www.gayatri.co.in

DISCLOSURE UNDER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE VOTING RESULTS AT 30TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 30TH SEPTEMBER, 2019.

We are pleased to inform you that 30^{th} Annual General Meeting of the company was Monday the 30^{th} September, 2019 at KLN Prasad Auditorium, The Federation of Telangana Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad – 500 004 at 3.10 p.m.

Pursuant to the 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:

A	Name of the Company	Gayatri Projects I								
В	Date of AGM	30 th September,	2019							
С	Book Closure Date	23 nd September, days inclusive)	2019 to 30 th September, 2	2019 (both						
D	Total Share holders as on record date	9729								
	No. of share holders present	in the meeting e	either in person or thro	ough proxy.						
	Share Holders	Present in	Present through	Total						
	Share Holders	person	proxy							
E	Promoter and promoter group	1	0	1						
	Public	64	0	64						
	Total	65	0	65						
F	 No. of share holders attended the meeting through video conferencing. ➢ Promoter and promoter group ➢ Public 	Not arranged								



Agenda -wise:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Posta ballot/E-voting)
1.	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the company for the year ended 31 st March, 2019 and the Board's Report and Auditor's Report thereon.	Ordinary	Poll and E-Voting
2.	To appoint a Director in place of Smt. T. Indira Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	Poll and E-Voting
3.	Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2019-20.	Ordinary	Poll and E-Voting
4.	Re-appointment of Sri T. V. Sandeep Kumar Reddy as Managing Director of the company w.e.f. 1st October 2019 till 30 th September, 2024.	Special	Poll and E-Voting
5.	Appointment of Ms. Gayathri Ramachandran as a Director and as an Independent Director.	Special	Poll and E-Voting
6.	Appointment of Sri K. Jairaj as a Director and as an Independent Director.	Special	Poll and E-Voting
7.	Re-appointment of Sri CH. Hari Vithal Rao (holding DIN 00012970) as an Independent Director.	Special	Poll and E-Voting



VOTING RESULTS

Poll and E-Voting:

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2019 and the Board's Report and Auditor's report thereon.

		rdinary/Special		Ordinary				
in the agen	omoter / pro da / resolutio	moter group are	e interested	No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2) /(1)]*100	No. of Votes – in favour (4)	No. of Votes – again st	% of Votes in favour on votes polled (6)=[(4)	% of Votes against on votes polled
						(5)	(0)~[(1) / (2)]*10 0	(7)=[(5) /(2)]*1 00
Promoter and	E-Voting		84,154,710	100.0000	84,154,710		400.000	
Promoter	Poll	84,154,710	0	0.0000		0	100.0000	0.0000
Group	Postal Ballot	04,154,710			0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public -	E-Voting		84,154,710	100.0000	84,154,710	0	100.0000	0.0000
Institutions	Poll		45,979,693	60.2142	45,979,693	0	100.0000	0.0000
	Postal Ballot	76,360,279	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non	E-Voting		45,979,693	60.2142	45,979,693	0	100.0000	0.0000
Institutions	Poll		102,992	0.3860	100,487	2,505	97.5677	2.4322
	Postal	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000
	Ballot		0	0.0000	0	0	0.0000	0.0000
fotal	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988
~~~		187,198,685	130,238,831	69.5725	130,236,326	2,505	99.9981	0.0019

The Number of votes casted in favour of the Ordinary Resolution is **130,236,326 (99.99%** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.



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

Resolution Re	equired: (Or	dinary/Specia	al)	Ordinary				
Whether pror in the agenda		moter group a n:	re interested	Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)	% of Votes against on votes polled
				(3)=[(2) /(1)]*10 0			/ (2)]*100	(7)=[(5 ) /(2)]*1 00
Promoter	<b>E-Voting</b>							
and Promoter	Poll	84,154,710						
Group	Postal Ballot							
	Total							
Public - Institutions	E-Voting		45,979,693	60.2142	37,979,879	7,999,814	82.6014	17.3986
Institutions	Poll	76,360,279	0		0	0		
	Postal Ballot		0		0	0		
	Total		45,979,693	60.2142	37,979,879	7,999,814	82.6014	17.3986
Public-Non	<b>E-Voting</b>		102,992	0.3860	100,487	2,505	97.5678	2.4322
Institutions	Poll	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000
	Postal Ballot		0		0	0		
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988
Total		187,198,685	46,084,121	24.6178	38,081,802	8,002,319	82.6354	17.3646

The Number of votes casted in favour of the Ordinary Resolution is **38,081,802 (82.63 %** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.



## 3. Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. Krishna Rao & Co., appointed as Cost Auditors of the Company for the F.Y2019-20.

Resoluti	ion Required:	(Ordinary/Spe	ecial)	Ordinary			1	
interest	ed in the age	promoter grou nda / resolutio	p are n:	No				
Catego ry	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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
Promot er and	E-Voting		84,154,710	100.0000	84,154,710	0	100.0000	0.0000
Promot	Poll	84,154,710	0	0.0000	0	0	0.0000	0.0000
er Group	Postal Ballot		0	0.0000	0	0	0.0000	
	Total		84,154,710	100.0000	84,154,710	0		0.0000
Public -	E-Voting		45,979,693	60.2142			100.0000	0.0000
Institut ions	Poll	76,360,279	43,979,093		45,979,693	0	100.0000	0.0000
	Postal Ballot	70,300,279	0	0.0000	0	0	0.0000	0.0000
	Total		45,979,693	60.2142	45,979,693			0.0000
Public-	E-Voting		102,992	0.3860	100,487	0 2,505	100.0000 97.5677	0.0000
Non Institut	Poll	26,683,696	1,436	0.0054	1,436	2,303	100.0000	2.4322
ions	Postal Ballot	20,003,090	0	0.0000	0	0	0.0000	0.0000
Total	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988
Iotal		187,198,685	130,238,831	69.5725	130,236,326	2,505	99.9981	0.0019

The Number of votes casted in favour of the Ordinary Resolution is **130,236,326 (99.99 %** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.



4. Re-appointment of Sri T. V. Sandeep Kumar Reddy as Managing Director of the company w.e.f. 1st October 2019 till 30th September, 2024.

<b>Resolution</b> R	equired:	(Ordinary/Spe	cial)	Special							
Whether pro interested in	moter / p the agen	oromoter group da / resolutior	are 1:	Yes							
Category	Mode of Voting	No. of shares held (1)		% of Votes Polled on outstand ing shares (3)=[(2)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)	% of Votes against on votes polled			
				/(1)]*100			/ (2)]*100	(7)=[(5) /(2)]*10 0			
Promoter and Promoter Group	E- Voting Poll	84,154,710				·					
Group	Postal Ballot										
	Total										
Public - Institutions	E- Voting Poll	76,360,279	45,979,693 0	60.2142	45,458,752	520,941	98.8670	1.1330			
	Postal Ballot	10,300,273	0		0	0					
	Total	5	45,979,693	60.2142	45,458,752	520,941	98.8670	1.1330			
Public-Non Institutions	E- Voting	00.000.000	102,992	0.3860	100,487	2,505	97.5678	2.4322			
	Poll Postal Ballot	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000			
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988			
Total		187,198,685	46,084,121	24.6178	45,560,675	523,446	98.8642	1.1358			

The Number of votes casted in favour of the Special Resolution is **45,560,675 (98.86 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.



Resolution R	Required: (	Ordinary/Spe	cial)	Special				
		omoter group la / resolutior		No				
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstand ing shares	No. of Votes — in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)		(3)=[(2) /(1)]*100	(4)	(5)	(6)=[(4) / (2)]*100	(7)=[(5 ) /(2)]*1 00
Promoter	E-		04 454 740	100.0000	04 454 740		400.0000	
and Promoter	Voting Poll	04 454 740	84,154,710	100.0000	84,154,710	0	100.0000	0.0000
Group	Postal	84,154,710	0	0.0000	0	0	0.0000	0.0000
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		84,154,710	100.0000	84,154,710	0	100.0000	0.0000
Public - Institution	E- Voting	_	45,979,693	60.2142	45,769,912	209,781	99.5437	0.4562
S	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45,979,693	60.2142	45,769,912	209,781	99.5438	0.4562
Public-Non Institution	E- Voting	_	102,992	0.3860	100,487	2,505	97.5677	2.4322
S	Poll Postal	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988
Total		187,198,685	130,238,831	69.5725	130,026,545	212,286	99.8370	0.1630

#### 5. Appointment of Ms. Gayathri Ramachandran as a director and as an Independent Director.

The Number of votes casted in favour of the Special Resolution is **130,026,545 (99.83%** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.



**b.** Appointment of Sri K. Jairaj as a director and as an Independent Director.

<b>Resolution</b> F	Required: (O	rdinary/Specia	al)	Special								
		moter group a / resolution:	re	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled				
				/(1)]*100			(6)=[( 4)/ (2)]*1 00	(7)=[(5) /(2)]*10 0				
Promoter and	E-Voting		84,154,710	100.0000	84,154,710	0	100.000 0	0.0000				
Promoter	Poll	84,154,710	04,104,710	0.0000	04,104,710	0	0.0000	0.0000				
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		84,154,710	100.0000	84,154,710	0	100.000 0	0.0000				
Public - Institution	E-Voting		45,979,693	60.2142	45,858,362	121,331	99.7361	0.2638				
S	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000				
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		45,979,693	60.2142	45,858,362	121,331	99.7361	0.2639				
Public-Non	E-Voting		102,992	0.3860	100,487	2,505	97.5677	2.4322				
Institution s	Poll	26,683,696	1,436	0.0054	1,436	0	100.000 0	0.0000				
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988				
Total		187,198,685	130,238,831	69.5725	130,114,995	123,836	99.9049	0.0951				

The Number of votes casted in favour of the Special Resolution is **130,114,995 (99.90 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.



'. Re-appointment of Sri.CH. Hari Vithal Rao (holding DIN 00012970) as an Independent Director.

<b>Resolution</b> R	equired: (Or	dinary/Specia	l)	Special								
		noter group a	re	No								
interested in Category	the agenda Mode of	/ resolution: No. of	No. of	% of	No. of	No. of	% of	% of				
category	Voting	shares held	votes polled	Votes Polled on outstand ing shares	Votes — in favour	Votes – against	Votes in favour on votes polled	Votes against on votes polled				
			(2)	(3)=[(2) /(1)]*100	(4)	(5)	(6)=[( 4)/ (2)]*1 00	(7)=[(5) /(2)]*10 0				
Promoter and	E-Voting		94 154 710	100.0000	84,154,710	0	100.000 0	0.0000				
Promoter	Poll	84,154,710	84,154,710	0.0000	0	0	0.0000	0.0000				
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		84,154,710	100.0000	84,154,710	0	100.000 0	0.0000				
Public - Institution	E-Voting		39,370,924	51.5594	35,738,010	3,632,914	90.7725	9.2274				
S	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000				
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		39,370,924	51.5594	35,738,010	3,632,914	90.7726	9.2274				
Public-Non	E-Voting		102,992	0.3860	100,487	2,505	97.5677	2.4322				
Institution s	Poll	26,683,696	1,436	0.0054	1,436	0	100.000 0	0.0000				
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000				
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988				
Total		187,198,685	123,630,062	66.0422	119,994,643	3,635,419	97.0594	2.9406				

The Number of votes casted in favour of the Special Resolution is **119,994,643 (97.05 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

(T.V. SANDEEP KUMAR REDDY)

**Managing Director** 

# PS

#### 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, The Chairman Gayatri Projects Ltd B-1, T.S.R. Towers, 6-3-1090 Raj Bhavan Road, Somajiguda Hyderabad – 500 082

Dear Sir,

Sub: Scrutinizer's Report on combined e-voting and poll of M/s. Gayatri Projects Limited Reg.,

I, Y. Koteswara Rao, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Gayatri Projects 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 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 30th Annual General Meeting of the members of the Company, held on Monday the 30th September, 2019 KLN Prasad Auditorium, The Federation of Telangana Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad – 500 004.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to service of documents (Notice calling the Annual General Meeting) and SEBI (LODR) Regulations, 2015 relating to e-voting and poll on the resolutions contained in the Notice to the 30th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM 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 Karvy Fintech Private Limited (Formerly known as Karvy Computershare Private 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 AGM. I, submit herewith my combined report on the results of e-voting together with that of Poll as under:





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

#### **COMBINED RESULTS**

S.	Item No. of the	Type of	No. of	Voting in	favour	Voting	against	Inv	Abstain
Ν	Notice	Resoluti	Votes	(Assent)		(Dissent)	-	alid	
0.		on	Casted	No. of	% of	No. of	% of	Vot	
				votes	votes	votes	votes	es	
					casted		casted		
1.	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the company for the year ended 31 st March, 2019 and the Board's Report and Auditor's Report thereon.	Ordinary	130238831	130236326	99.99	2505	0.00	05	167753
2.	Re-Appointment of Mrs. T. Indira Reddy who retires by rotation.	Ordinary	46084121	38081802	82.63	8002319	17.36	05	167753
3.	Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. KRISHNA RAO & CO., appointed as Cost Auditors of the Company for the F.Y 2019-20	Ordinary	130238831	130236326	99.99	2505	0.00	05	167753
4.	Re-appointment of Sri T. V. Sandeep Kumar Reddy as Managing Director of the company w.e.f. 1st October 2019 till 30 th September, 2024.	Special	46084121	45560675	98.86	523446	1.13	05	167753
				STEST CR	NO:				

MY SEC



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

5.	Appointment of Ms. Gayathri Ramachandran as a Director and as an Independent Director.	Special	130238831	130026545	99.83	212286	0.16	05	167753
6.	Appointment of Sri K. Jairaj as a Director and as an Independent Director.	Special	130238831	130114995	99.90	123836	0.09	05	167753
7.	Re-appointment of Sri CH. Hari Vithal Rao (holding DIN 00012970) as an Independent Director.	Special	123630062	119994643	97.05	3635419	2.94	05	6776522

All the above resolutions have been adopted with requisite majority.

Place: Hyderabad Date: 01.10.2019



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



**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 CLAUSE FORMAT PRESCRIBED UNDER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

#### **Details of the voting results:**

Α	Name of the Company	Gayatri Projects L	imited					
В	Date of AGM	30 th September, 2019						
С	Book Closure Date	23 nd September, 2 days inclusive)	2019 to 30 th Septembe	er, 2019 (both				
D	Total Share holders as on record date	9729						
	No. of share holders prese proxy.	nt in the meetir	ng either in person	n or through				
Е	Share Holders	Present in person	Present through proxy	Total				
-	Promoter and promoter group	1	0	1				
	Public	64	0	64				
	Total	65	0	65				
F	<ul> <li>No. of share holders attended the meeting through video conferencing.</li> <li>Promoter and promoter group</li> <li>Public</li> </ul>		Not arranged					

#### Agenda -wise:

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2019 and the Board's		
Report and Auditor's report thereon.	Ordinary	Poll and E-Voting
2. To appoint a Director in place of Smt. T. Indira Reddy, who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary	Poll and E-Voting



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

3.	Ordinany Possilution for which it			
	Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. Krishna Rao & Co., appointed as Cost Auditors of the Company for the F.Y2019-20.		Poll and E-Voting	
4.	Re-appointment of Sri T. V. Sandeep Kumar Reddy as Managing Director of the company w.e.f. 1st October 2019 till 30 th September, 2024.	Special	Poll and E-Voting	
5.	Appointment of Ms. Gayathri Ramachandran as a director and as an Independent Director.	Special	Poll and E-Voting	
6.	Appointment of Sri K. Jairaj as a director and as an Independent Director.	Special	Poll and E-Voting	
7.	Re-appointment of Sri.CH. Harivithal Rao (holding DIN 00012970) as an Independent Director.	Special	Poll and E-Voting	





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

#### **VOTING RESULTS**

Poll and E-Voting:

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2019 and the Board's Report and Auditor's report thereon.

<b>Resolution R</b>	equired: (Ordi		Ordinary							
	moter / promo a / resolution:	ter group are	interested	No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes – in favour	No. of Votes – again st	% of Votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2) /(1)]*100	(4)	(5)	(6)=[(4) / (2)]*10	(7)=[(5		
							0	) /(2)]*1 00		
Promoter and	E-Voting		84,154,710	100.0000	84,154,710	0	100.0000	0.0000		
Promoter	Poll	84,154,710	0	0.0000	0	0	0.0000	0.0000		
Group	Postal Ballot	04,104,710	0	0.0000	0	0	0.0000	0.0000		
	Total		84,154,710	100.0000	84,154,710	0	100.0000	0.0000		
Public - Institutions	E-Voting		45,979,693	60.2142	45,979,693	0	100.0000	0.0000		
Institutions	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		45,979,693	60.2142	45,979,693	0	100.0000	0.0000		
Public-Non	E-Voting		102,992	0.3860	100,487	2,505	97.5677	2.4322		
Institutions	Poll	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000		
	Postal Ballot	20,000,000	0	0.0000	0	0	0.0000	0.0000		
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988		
Total		187,198,685	130,238,831	69.5725	130,236,326	2,505	99.9981	0.0019		

The Number of votes casted in favour of the Ordinary Resolution is **130,236,326 (99.99 %** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.



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

<b>Resolution R</b>	equired: (O	ordinary/Specia	al)	Ordinary				
in the agenda	a / resolutio	omoter group a on:	are interested	Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
		(~)		(3)=[(2) /(1)]*10 0	(+)	(5)	(6)=[(4) / (2)]*100	(7)=[(5 ) /(2)]*1 00
Promoter and	<b>E-Voting</b>							
Promoter	Poll	84,154,710						
Group	Postal Ballot	04,104,71						
	Total							
Public - Institutions	E-Voting		45,979,693	60.2142	37,979,879	7,999,814	82.6014	17.3986
	Poll	76,360,279	0		0	0		
	Postal Ballot		0		0	0		
	Total		45,979,693	60.2142	37,979,879	7,999,814	82.6014	17.3986
Public-Non	<b>E-Voting</b>		102,992	0.3860	100,487	2,505	97.5678	2.4322
Institutions	Poll	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000
	Postal Ballot		0		0	0		
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988
Total		187,198,685	46,084,121	24.6178	38,081,802	8,002,319	82.6354	17.3646

The Number of votes casted in favour of the Ordinary Resolution is **38,081,802 (82.63 %** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.





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# 3. Ordinary Resolution for ratification of remuneration payable to M/s. N.S.V. Krishna Rao & Co., appointed as Cost Auditors of the Company for the F.Y2019-20.

Resoluti	on Required:	(Ordinary/Spe	cial)	Ordinary					
Whether	promoter /   ed in the agen	promoter group nda / resolution	) are 1:	No					
Catego ry	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstandi ng 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	
Promot er and	E-Voting		84,154,710	100.0000	84,154,710	0	100.0000	0.0000	
Promot	Poll	84,154,710	0	0.0000	0	0	0.0000	0.0000	
er Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		84,154,710	100.0000	84,154,710	0	100.0000	0.0000	
Public -	E-Voting		45,979,693	60.2142	45,979,693	0	100.0000	0.0000	
Institut ions	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		45,979,693	60.2142	45,979,693	0	100.0000	0.0000	
Public-	E-Voting		102,992	0.3860	100,487	2,505	97.5677	2.4322	
Non Institut	Poll	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000	
ions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
77 - 1 - 1	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988	
Total		187,198,685	130,238,831	69.5725	130,236,326	2,505	99.9981	0.0019	

The Number of votes casted in favour of the Ordinary Resolution is **130,236,326 (99.99 %** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.





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4. Re-appointment of Sri T. V. Sandeep Kumar Reddy as Managing Director of the company w.e.f. 1st October 2019 till 30th September, 2024.

Resolution R	equired: (	(Ordinary/Spe	cial)	Special					
		romoter group da / resolutior		Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)	% of Votes against on votes polled	
				/(1)]*100			/ (2)]*100	(7)=[(5) /(2)]*10 0	
Promoter and Promoter	E- Voting Poll	84,154,710							
Group	Postal Ballot								
	Total								
Public - Institutions	E- Voting Poll	76,360,279	45,979,693	60.2142	45,458,752	520,941	98.8670	1.1330	
	Postal Ballot	, , , , , , , , , , , , , , , , , , , ,	0		0	0			
	Total		45,979,693	60.2142	45,458,752	520,941	98.8670	1.1330	
Public-Non Institutions	E- Voting Poll	20,002,000	102,992	0.3860	100,487	2,505	97.5678	2.4322	
	Postal Ballot	26,683,696	1,436	0.0054	1,436	0	100.0000	0.0000	
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988	
Total		187,198,685	46,084,121	24.6178	45,560,675	523,446	98.8642	1.1358	

The Number of votes casted in favour of the Special Resolution is **45,560,675 (98.86 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.





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## 5. Appointment of Ms. Gayathri Ramachandran as a director and as an Independent Director.

Resolution I	Required: (	Ordinary/Spe	cial)	Special					
interested in	n the agend	romoter group da / resolution	) are 1:	No					
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstand ing shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)		(3)=[(2) /(1)]*100	(4)	(5)	(6)=[(4) / (2)]*100	(7)=[(5 ) /(2)]*1 00	
Promoter and Promoter	E- Voting Poll	_	84,154,710	100.0000	84,154,710	0	100.0000	0.0000	
Group	Postal Ballot	84,154,710	0	0.0000	0	0	0.0000	0.0000	
	Total		84,154,710	100.0000	84,154,710	0	100.0000	0.0000	
Public - Institution s	E- Voting Poll	76,360,279	45,979,693 0	60.2142 0.0000	45,769,912 0	209,781	99.5437	0.4562	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		45,979,693	60.2142	45,769,912	209,781	99.5438	0.4562	
Public-Non Institution s	E- Voting Poll		102,992	0.3860	100,487	2,505	97.5677	2.4322	
5	Postal Ballot	26,683,696	1,436	0.0054	1,436	0	0.0000	0.0000	
Total	Total	187,198,685	104,428 <b>130,238,831</b>	0.3914 <b>69.5725</b>	101,923 130,026,545	2,505	97.6012	2.3988	
		107,150,005	130,230,031	09.3723	130,020,345	212,286	99.8370	0.1630	

The Number of votes casted in favour of the Special Resolution is **130,026,545 (99.83 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.





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#### 6. Appointment of Sri K. Jairaj as a director and as an Independent Director.

<b>Resolution R</b>	Required: (O	rdinary/Specia	al)	Special						
Whether pro interested in	moter / pro the agenda	moter group a / resolution:	re	No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing 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)/	% of Votes against on votes polled (7)=[(5) /(2)]*10 0		
Promoter	E-Voting						(2)]*1 00 100.000			
and			84,154,710	100.0000	84,154,710	0	0	0.0000		
Promoter Group	Poll	84,154,710	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		84,154,710	100.0000	84,154,710	0	100.000 0	0.0000		
Public - Institution	E-Voting		45,979,693	60.2142	45,858,362	121,331	99.7361	0.2638		
S	Poll	76,360,279	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		45,979,693	60.2142	45,858,362	121,331	99.7361	0.2639		
Public-Non	E-Voting	_	102,992	0.3860	100,487	2,505	97.5677	2.4322		
Institution s	Poll	26,683,696	1,436	0.0054	1,436	0	100.000 0	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		104,428	0.3914	101,923	2,505	97.6012	2.3988		
Total		187,198,685	130,238,831	69.5725	130,114,995	123,836	99.9049	0.0951		

The Number of votes casted in favour of the Special Resolution is **130,114,995 (99.90 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.





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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)

# 7. Re-appointment of Sri.CH. Hari Vithal Rao (holding DIN 00012970) as an Independent Director.

Resolution	Required: (	Ordinary/Spec	ial)	Special				
Interested	in the agend	omoter group la / resolution:	are	No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2) /(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter	E-Voting			/(1)] 100			(6)=[( 4)/ (2)]*1 00	(7)=[(5) /(2)]*10 0
and	L-voting		84,154,710	100.0000	94 154 740		100.000	
Promoter Group	Poll	84,154,710	04,134,710		84,154,710	0	0	0.0000
	Postal Ballot			0.0000	0	0	0.0000	0.0000
	Total		0 84,154,710	0.0000	0	0	0.0000	0.0000
Public -	<b>E-Voting</b>			100.0000	84,154,710	0	0	0.0000
Institution s	Poll	76.260.070	39,370,924	51.5594	35,738,010	3,632,914	90.7725	9.2274
	Postal	76,360,279	0	0.0000	0	0	0.0000	0.0000
	Ballot Total		0	0.0000	0	0	0.0000	0.0000
Public-Non	E-Voting		39,370,924	51.5594	35,738,010	3,632,914	90.7726	9.2274
Institution	Poll	-	102,992	0.3860	100,487	2,505	97.5677	2.4322
5	Postal	26,683,696	1,436	0.0054	1,436	0	100.000 0	0.0000
	Ballot		0	0.0000	0	0	0.0000	0.0000
Total	. Juli	187,198,685	104,428 <b>123,630,062</b>	0.3914 66.0422	101,923 <b>119,994,643</b>	2,505	97.6012	2.3988
			,,	0010722	119,994,043	3,635,419	97.0594	2.9406

The Number of votes casted in favour of the Special Resolution is **119,994,643** (**97.05** % of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

Place: Hyderabad Date: 30.09.2019



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