

September 24, 2021

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| To The Secretary, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Maharashtra, India Scrip Code: <u>532767</u> | 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: <u>GAYAPROJ</u> |
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Dear Sir, Madam,

Sub: Summary of Proceedings of the 32nd Annual General Meeting ('AGM') of Gayatri Projects Limited ('the Company')

In terms of the General Circular No. 20/ 2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs (together referred to as MCA Circulars) and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and and SEBI Circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021 (together referred to as SEBI Circulars) and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 32nd AGM of the Company was held on Friday, September 24, 2021 at 03:30 p.m. (IST) through two-way Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated June 14, 2021 ('Notice').

In this regard, please find attached Summary of the proceedings of the AGM as required under Regulation 30 read with Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') - attached as Annexure A.

The meeting concluded at 04:12 pm (IST).

This is for your information and records.

Thanking you,

Yours faithfully,

Gayatri Projects Limited

Chetan Kumar Sharma

Chetan Kumar Sharma
Company Secretary &
Compliance Officer



Annexure A

Summary of proceedings of the 32nd Annual General Meeting ('AGM/Meeting')

The 32nd AGM of the Members of Gayatri Projects Limited ('the Company') was held on Friday, September 24, 2021 at 03.30 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Mr. Chetan Kumar Sharma, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio visual means.

Mr. T V Sandeep Kumar Reddy, Managing Director of the Company, chaired the Meeting in the absence of chairperson of the Board. The Chairman welcomed the shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present at the Meeting through VC from their respective locations except Mrs. T Indira Reddy, Chairperson, Mrs. N. Rama Devi and Shri. K.V. Ramana Chary, Independent Directors and Mr. Man Mohan Gupta, Nominee Director. The Chairman of the meeting was informed that Mrs. T. Indira Reddy, Mr. Man Mohan Gupta, Nominee Director and Mrs. N. Rama Devi & Shri. K.V. Ramana Chary, Independent Directors could did not attend the meeting.

The Chairman welcomed the Director present and requested them to introduce themselves to the Members, who were attending the Meeting through VC.

The Chairman informed the Members that, Shri. SVC Reddy, Chartered Accountant, MOS & Associates LLP, Statutory Auditors, and Mr. Y Koteswara Rao, Secretarial Auditor and Scrutinizer for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at this AGM.

Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode at the request of the members.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the year ended March 31, 2021 were taken as read. There were no qualifications, observations or adverse remarks in the Statutory Auditor's Reports and Secretarial Auditors.

The Chairman then made his opening remarks and statement with respect to his views on the operations and its impact on Gayatri Projects Limited.

C. Sharma



In terms of the Notice dated June 14, 2021 convening the 32nd AGM of the Company, the following business were transacted at the Meeting through remote e-voting.

The following business were transacted:

A. Ordinary Business- Ordinary Resolutions

1a. Adoption of Audited Standalone Financial Statements for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.

1b. Adoption of Audited Consolidated Financial Statements for the Financial Year ended March 31, 2021 and the report of the Auditors thereon.

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

B. Special Business

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 2021-22.

4. Special Resolution for Re-appointment of Sri. J. Brij Mohan Reddy as Whole Time Director designated as Executive Vice Chairman.

Members present at the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised.

Post the question and answer session, the Chairman authorized Mr. Chetan Kumar Sharma to carry out the e-voting process and conclude the Meeting. The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at www.gayatri.co.in and the KFin Technologies Private Limited at evoting.kfintech.com within 48 hours of the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process Mr. Chetan Kumar Sharma declared the Meeting closed.

The voting at the 32nd Annual General Meeting was conducted as per instruction given by the Chairman. Details pertaining to voting results shall be intimated to the Exchange separately, once the Scrutinizer's Report is received and the same will be placed on the website of the Company.

C. Sharma




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This is for your information and records.

Thanking you,

Yours faithfully,

Gayatri Projects Limited

Chetan Kumar Sharma

Chetan Kumar Sharma

**Company Secretary &
Compliance Officer**



(Handwritten signature)