

29.09.2020

To
The Secretary Listing Department
BSE Limited
Department of Corporate Services,
Phiroz Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

Sub: Scrutinizers Report of 34th Annual General Meeting of Gayatri Tissue and Papers Ltd– Reg.,

.....

Please find attached Scrutinizers Report for the voting results of 34th Annual General Meeting of the Company held on Monday the 28th September, 2020 at 12:00 P.M IST through video conferencing ("VC") / other Audio Visual Means ("OAVM").

This is for your kind information and record please.

Thanking you,

Yours Faithfully,
For GAYATRI TISSUE AND PAPERS LIMITED


(CS Dinesh Vemula)
Company Secretary



End: As above



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 of the 34th Annual General Meeting of
Gayatri Tissue and Papers Ltd held on Monday the 28th September, 2020 at 12:00 p.m.
IST through video conferencing ("VC") / other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and e-voting done at the Annual General Meeting according to the e-voting system provided by the Central Depository Services (India) Limited (CDSL) in terms of Circulars issued by the Ministry of Corporate Affairs.

I, Y. Koteswara Rao, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Gayatri Tissue and Papers Limited ("the Company") having CIN: L51900MH1987PLC042141 for the purpose of scrutinizing the process of voting through electronic means i.e ("remote e-voting and e-voting at the Annual General Meeting") on the resolutions contained in the notice calling 34th Annual General Meeting (AGM) held on Monday, the September 28, 2020 as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated 8th April 2020, 13 April 2020 and 5 May 2020 (collectively referred to as "MCA Circulars").

The MCA Circular provides for relaxation to companies to hold its AGM through VC/OAVM including the manner of voting at the meeting which was warranted on account of the outbreak of COVID-19 pandemic.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- process of e-voting remotely, before the AGM, using an electronic voting - system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- process of e-voting at the AGM through electronic voting-system ("e-voting")

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made there under; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the 34th AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054

Phone: 040 40210182 (Office)

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and / or Central Depository Services (India) Limited for my verification.

The "cut-off" date for the purpose of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was 21st September, 2020.

Remote E-Voting Process:

The remote e-voting period remained open from 25th September, 2020 at 09:00 A.M. to 27th September, 2020 at 05:00 P.M. The votes cast were unblocked on Monday 28th September 2020 after the conclusion of the AGM. Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

E-voting process at the AGM:

After the time fixed for closing of the e-voting by the Chairman, the electronic system, recording the e-voting (e-votes) was locked by the Central Depository Services (India) Limited. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / Central Depository Services (India) Limited and the authorizations (if any) lodged with the Company / Central Depository Services (India) Limited on test check basis. After closure of the e-voting at the AGM, the report on voting done at the AGM and votes cast under remote e-voting facility prior to the AGM were unblocked and reconciled with the records maintained by the company /Registrar and Transfer Agent of the company and with the authorizations (if any) lodged with the company and the consolidated report has been generated based on the data downloaded from the CDSL e-voting system.

I submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions.





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

Resolution No.1: (Ordinary Resolution) : To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss and Cash flow Statement for the year ended as on that date and the reports of the Directors and Auditor's thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolution No.2: (Ordinary Resolution): To appoint a Director in place of Mr. P. Maruthi Babu, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0





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

Resolution No.3: (Ordinary Resolution): Appointment of Shri. CH. Ramachandra Seshaprasad (DIN: 08490735) as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolution No.4: (Ordinary Resolution): Appointment of Shri. Murali Vittala (DIN: 08688453) as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0





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

Resolution No.5: (Special Resolution): Change of Object Clause of the Memorandum of Association of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

Resolution No.6: (Special Resolution): Alteration/Substitution of Articles of Association.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	1203399	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total Number of members whose votes were declared invalids	Total Number of votes cast by them
0	0

All the resolutions of item no. 1 to 6 have been deemed to be passed with requisite majority.

Place: Hyderabad
Date: 29.09.2020




Y. KOTESWARA RAO
Practicing Company Secretary
Name & Signature of Scrutinizer
ACS: 3785
CP No. : 7427
UDIN NO: A003785B000800328