



Date: September 01, 2014

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

**To,
The Secretary,
National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Plot No.C/1 , G Block
Bandra Kurla Complex ,Bandra (East)
Mumbai -400 051.**

Dear Sir/Madam,

Sub: Intimation of the Outcome of the Postal Ballot – Reg.,

.....
With reference to the above subject , we would like to announce the outcome of the postal ballot conducted Pursuant to section 110 of the Companies Act, 2013 read with companies (Management and Administration) Rules, 2014 for below mentioned items :

- Item No. 1.: Raising of Funds Through Issue of Securities.
- Item No. 2 : Increase in Authorised Share Capital of the Company.
- Item No. 3: Increasing FII / FPI Investment Limits in the Company.
- Item No.4: Increasing the Borrowing Powers of the Company and Creation of Security on the Properties of the Company.

Summary of the results in the prescribed format under clause 35A of the Listing Agreement is enclosed herewith.

This is for your information and necessary dissemination please.

Thanking you,

Yours truly,
For GAYATRI PROJECTS LIMITED


(CS I.V.LAKSHMI)
Company Secretary & Compliance officer

RESULT OF POSTAL BALLOT

Result of the voting conducted through Postal Ballot on the Special Resolution(s) passed under Section 110 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) for the following resolutions:-

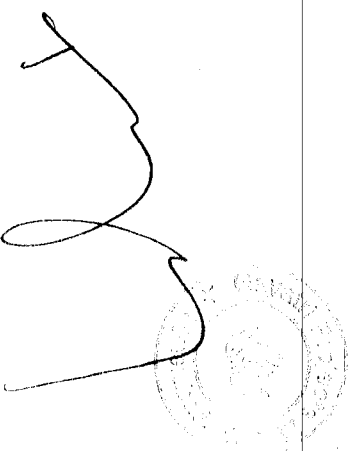
1. Raising of funds through Issue of Securities.
2. Increase in Authorised Share Capital of the Company.
3. Increase in FII/FPI Investment Limits in the Company.
4. Increasing the Borrowing Powers of the Company and Creation of Security on the Properties of the Company not exceeding Rs.9000.00 Crs.

The Company had appointed Mr.Y.Koteswara Rao, Practicing Company Secretary, as the Scrutinizer for the conducting the Postal Ballot in a fair and transparent manner. Mr.Y.Koteswara Rao has submitted his report dated on 1st September, 2014 to the Company.

The details of the Special Resolution passed by Postal ballot are as under:

(1). Result of Postal Ballot for Raising of funds through Issue of Securities of the Company:

Details of Resolution	Special Resolution for Raising of funds through Issue of Securities of the Company.
Resolution Required	Special
Mode of Voting	Postal Ballot/ e-voting
Date of Postal Ballot Notice	26.07.2014
Record date for reckoning voting rights	25.07.2014
Date of Dispatch of Notice	01.08.2014
Total No. of Shareholders on record date	10090



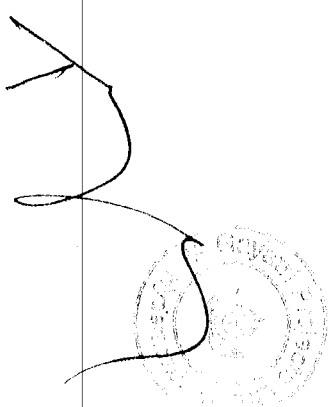
The image shows a handwritten signature in black ink over a circular official stamp. The stamp contains text, including the name 'KOTESWARA RAO' and the designation 'COMPANY SECRETARY'. The signature is written in a cursive style.

Total No. of shareholders to whom Postal Ballot Form(s) were sent: 10090

Sl No	Particulars	Physical	Electronic	Total
a)	Total Postal Ballot forms received	83	39	122
b)	Total number of votes casted	14513	18237069	18251582
c)	Less: Invalid no. of votes casted	175	20	195
d)	Valid no. of Votes casted (Net)	14338	18237049	18251387
e)	Total no. of votes with assent for the Resolution	13735	16612770	16626505
f)	Total no. of votes with dissent for the resolution	603	1624279	1624882

% of total votes casted in favour of the Resolution: 91.10

% of total votes casted against the Resolution: 8.90



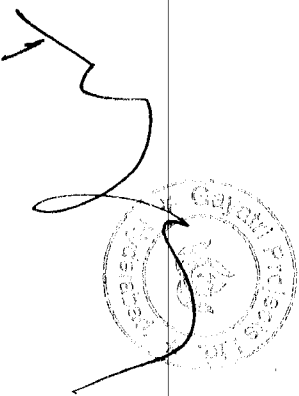
Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for Raising of funds through Issue of Securities:

Promoter/Public	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	15211536	15211536	100	15211536	0	100	0
Public Institutional holders	10559932	3013672	28.5387	1390979	1622693	46.1556	53.8443
Public-Others	4455301	26179	0.5876	23990	2189	91.6383	8.3616
TOTAL	30226769	18251387	60.38	16626505	1624882	91.10	8.90

The Number of votes polled in favour of the Special Resolution is 16626505 (91.10% of the total valid votes). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

(2). Result of Postal Ballot for Increase in Authorised Share Capital of the Company:

Details of Resolution	Special Resolution for Increase of Authorised Share Capital of the Company.
Resolution Required	Ordinary
Mode of Voting	Postal Ballot/ e-voting
Date of Postal Ballot Notice	26.07.2014
Record date for reckoning voting rights	25.07.2014
Date of Dispatch of Notice	01.08.2014
Total No. of Shareholders on record date	10090



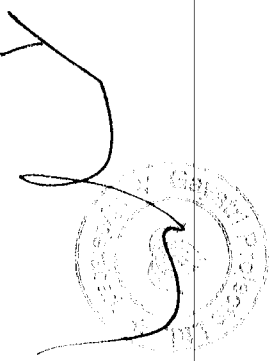
Total No. of shareholders to whom Postal Ballot Form(s) were sent::10090

SI No	Particulars	Physical	Electronic	Total
a)	Total Postal Ballot forms received	83	39	122
b)	Total number of votes casted	14513	18237069	18251582
c)	Less: Invalid no. of votes casted	175	20	195
d)	Valid no. of Votes casted (Net)	14338	18089429	18103767
e)	Total no. of votes with assent for the Resolution	13805	18087793	18101598
f)	Total no. of votes with dissent for the resolution	533	1636	2169

% of total votes casted in favour of the Resolution: 99.99

% of total votes casted against the Resolution: 0.01

Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for Increase in Authorised Share Capital of the Company:

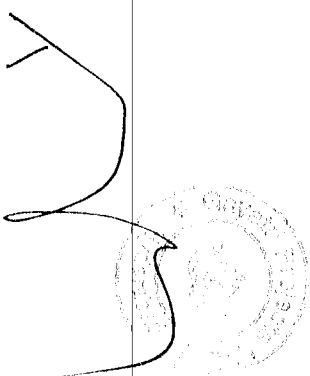


Promoter/Public	No. of shares held	No. of votes polled	% of Votes on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	15211536	15211536	100	15211536	0	100	0
Public Institutional holders	10559932	2866052	27.1408	2866052	0	100	0
Public-Others	4455301	26179	0.5876	24010	2169	91.7147	8.2852
TOTAL	30226769	18103767	59.89	18101598	2169	99.99	0.01

The Number of votes polled in favour of the Special Resolution is 18101598 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

(3). Result of Postal Ballot for Increase in FII/FPI Investment Limits in the Company:

Details of Resolution	Special Resolution for Increase of FII/FPI Investment Limits in the Company.
Resolution Required	Special
Mode of Voting	Postal Ballot/ e-voting
Date of Postal Ballot Notice	26.07.2014
Record date for reckoning voting rights	25.07.2014
Date of Dispatch of Notice	01.08.2014
Total No. of Shareholders on record date	10090



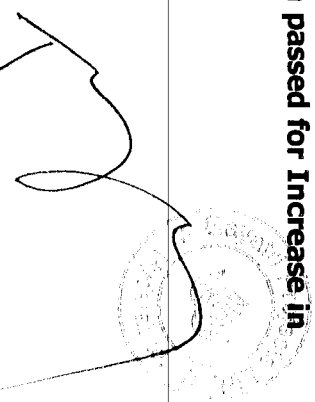
Total No. of shareholders to whom Postal Ballot Form(s) were sent: 10090

Sl No	Particulars	Physical	Electronic	Total
a)	Total Postal Ballot forms received	83	39	122
b)	Total number of votes casted	14513	18237069	18251582
c)	Less: Invalid no. of votes casted	175	148140	148315
d)	Valid no. of Votes casted (Net)	14338	18088929	18103267
e)	Total no. of votes with assent for the Resolution	13750	18088132	18101882
f)	Total no. of votes with dissent for the resolution	588	797	1385

% of total votes casted in favour of the Resolution: 99.99

% of total votes casted against the Resolution: 0.01

Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for Increase in FII/FPI Investment Limits in the Company:



Promoter/Public	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	15211536	15211536	100	15211536	0	100	0
Public Institutional holders	10559932	2866052	27.14	2866052	0	100	0
Public-Others	4455301	25679	0.58	24294	1385	94.61	5.39
TOTAL	30226769	18103267	59.89	18101882	1385	99.99	0.01

The Number of votes polled in favour of the Special Resolution is 18101882 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

(4). Result of Postal Ballot for Increasing the Borrowing Powers of the Company and Creation of Security on the Properties of the Company not exceeding Rs.9000.00 Crs.:

Details of Resolution	Special Resolution for Increasing the Borrowing powers of the Company and Creation of Security on the Properties of the Company not exceeding Rs.9000.00 Crs.
Resolution Required	Special
Mode of Voting	Postal Ballot/ e-voting

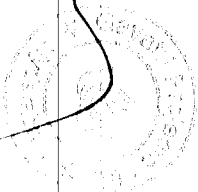
Date of Postal Ballot Notice	26.07.2014
Record date for reckoning voting rights	25.07.2014
Date of Dispatch of Notice	01.08.2014
Total No. of Shareholders on record date	10090

Total No. of shareholders to whom Postal Ballot Form(s) were sent:10090

Sl No	Particulars	Physical	Electronic	Total
a)	Total Postal Ballot forms received	83	39	122
b)	Total number of votes casted	14513	18237069	18251582
c)	Less: Invalid no. of votes casted	775	147640	148415
d)	Valid no. of Votes casted (Net)	13738	18089429	18103167
e)	Total no. of votes with assent for the Resolution	13055	18081257	18094312
f)	Total no. of votes with dissent for the resolution	683	8172	8855

% of total votes casted in favour of the Resolution: 99.95

% of total votes casted against the Resolution: 0.05

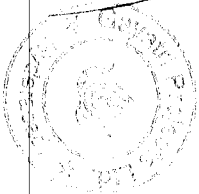


Details of the voting result as per clause 35A of the Listing Agreement in respect of Resolution passed for Increasing the Borrowing Powers of the Company and Creation of Security on the Properties of the Company not exceeding Rs.9000.00 Crs ;

Promoter/Public	No. of shares held	No. of votes polled	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	15211536	15211536	100	15211536	0	100	0
Public Institutional holders	10559932	2866052	27.1408	2866052	0	100	0
Public-Others	4455301	25579	0.5741	16724	8855	65.38	34.62
TOTAL	30226769	18103167	59.89	18094312	8855	99.95	0.05

The Number of votes polled in favour of the Special Resolution is 18094312 (99.05% of the total valid votes). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

(T.V. Sandeep Kumar Reddy)
Managing Director



Date: 01.09.2014
Place: Hyderabad.