



**01.10.2015**

**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 clause 35A of the Listing Agreement – Reg.,**

.....

This is to inform you that the Annual General Meeting of the Company was held on Wednesday i.e 30<sup>th</sup> September, 2015 at 16/137, Siddhartha Nagar, No.5, Near Prabodhan Krida Bhawan, Siddhartha Nagar, Goregaon (West), Mumbai - 400104 at 11.30 a.m. Whereas the resolutions as per the notice of Annual General Meeting dated 14.08.2015 have been declared as passed with requisite majority.

Please find herewith the disclosure as required under clause 35A of the Listing Agreement 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,  
Somajiguda, Hyderabad 500 082. A.P.

T +91 40 2331 0330/4284  
F +91 40 2339 8435

[www.gtpltd.co.in](http://www.gtpltd.co.in)



**DISCLOSURE UNDER CLAUSE 35A OF THE LISTING AGREEMENT OF VOTING RESULTS AT 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 30<sup>TH</sup> SEPTEMBER, 2015**

We are pleased to inform you that 29<sup>th</sup> Annual General Meeting of the company was held on Wednesday, the 30<sup>th</sup> of September, 2015 as per the notice sent to the share holders / stock exchanges.

Pursuant to the clause 35A of the Listing Agreement, 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>	30 <sup>th</sup> September, 2015		
<b>C</b>	<b>Book Closure Date</b>	26 <sup>th</sup> September, 2015 to 30 <sup>th</sup> September, 2015 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	184		
<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	8	2	10
	Total	8	2	10
<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>
1.	Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	Poll and E-Voting
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.	Ordinary	Poll and E-Voting
3.	To Appoint Auditors and Fix their Remuneration.	Ordinary	Poll and E-Voting
4.	Appointment of Shri. Mallikarjuna Uppara as Independent Director of the Company.	Special	Poll and E-Voting

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**VOTING RESULTS**

**Poll and E-Voting:**

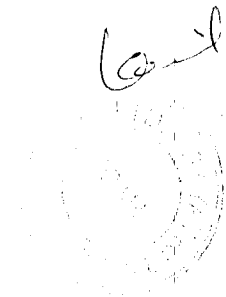
<b>1. Adoption of Audited Annual Accounts as at 31<sup>st</sup> March, 2015 - Ordinary Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
<b>Promoter/Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
	<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	1124700	1124700	100.00	1124700	0	100.00	0.00
<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



<b>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- Ordinary Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
<b>Promoter/Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
	<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	1124700	1124700	100.00	1124700	0	100.00	0.00
<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

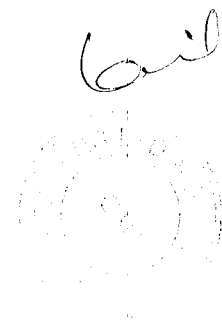
The Number of votes casted in favour of the Ordinary Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



<b>3. To Appoint Auditors and fix their Remuneration- Ordinary Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
<b>Promoter/Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
	<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	1124700	1124700	100.00	1124700	0	100.00	0.00
<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

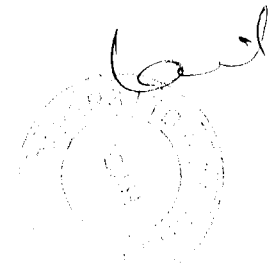
The Number of votes casted in favour of the Ordinary Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.

*Oil*



<b>4. Appointment of Shri. Mallikarjuna Uppara as Independent Director of the Company- Special Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
<b>Promoter/Public</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
	<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	1124700	1124700	100.00	1124700	0	100.00	0.00
<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Special Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.





**Y. KOTESWARA RAO**  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

**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 29<sup>th</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 29<sup>th</sup> Annual General Meeting of the members of the Company, held on Wednesday, 30<sup>th</sup> September, 2015 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 29<sup>th</sup> Annual General Meeting of the members of the Company held on 30<sup>th</sup> September, 2015. 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, submit herewith my combined report on the results of e-voting together with that of Poll as under:





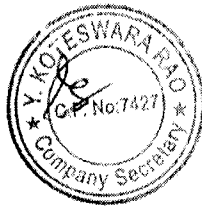
**Y. KOTESWARA RAO**  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)


**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. Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	1207980	1207980	100.00	00	0.00
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.	Ordinary	1207980	1207980	100.00	00	0.00
3. To Appoint Auditors and Fix their Remuneration.	Ordinary	1207980	1207980	100.00	00	0.00
4. Appointment of Shri. Mallikarjuna Uppara as Independent Director of the Company	Special	1207980	1207980	100.00	00	0.00

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

Place: Hyderabad  
Date: 01.10.2015



  
**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 2308 6394 (O & R)

**VOTING RESULTS AS PER THE CLAUSE FORMAT PRESCRIBED UNDER CLAUSE 35A OF THE LISTING AGREEMENT**

**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>	30 <sup>th</sup> September, 2015		
<b>C</b>	<b>Book Closure Date</b>	26 <sup>th</sup> September, 2015 to 30 <sup>th</sup> September, 2015 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	184		
<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	8	2	10
	Total	8	2	10
<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>
1.	Adoption of Financial Statements for the Year ended 31st March, 2015	Ordinary	Poll and E-Voting
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.	Ordinary	Poll and E-Voting
3.	To Appoint Auditors and Fix their Remuneration.	Ordinary	Poll and E-Voting
4.	Appointment of Shri. Mallikarjuna Uppara as Independent Director of the Company.	Special	Poll and E-Voting





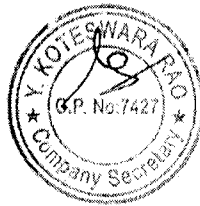
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Phone: 040 2308 6394 (O & R)

**VOTING RESULTS**

**Poll and E-Voting:**

<b>1. Adoption of Audited Annual Accounts as at 31<sup>st</sup> March, 2015 - Ordinary Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
Promoter/Public	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
<b>Promoter and Promoter Group</b>	1124700	1124700	100.00	1124700	0	100.00	0.00
<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1207980 (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**  
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Phone: 040 2308 6394 (O & R)

**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- Ordinary Resolution**

**MODE OF VOTING – E-VOTING AND POLL**

Promoter/Public	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
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<b>Public – Institutional holders</b>	0	0	0.00	0	0	0.00	0.00
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The Number of votes casted in favour of the Ordinary Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.





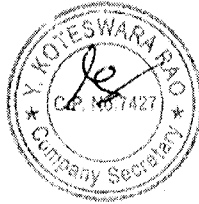
**Y. KOTESWARA RAO**  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

**3. To Appoint Auditors and fix their Remuneration- Ordinary Resolution**

**MODE OF VOTING – E-VOTING AND POLL**

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	1124700	1124700	100.00	1124700	0	100.00	0.00
Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Ordinary Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.



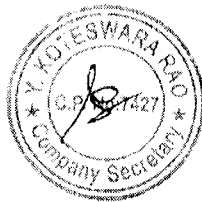


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Phone: 040 2308 6394 (O & R)

<b>4. Appointment of Shri. Mallikarjuna Uppara as Independent Director of the Company- Special Resolution</b>							
<b>MODE OF VOTING – E-VOTING AND POLL</b>							
Promoter/Public	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	1124700	1124700	100.00	1124700	0	100.00	0.00
Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	375300	83280	22.19	83280	0	100.00	0.00
<b>Total</b>	<b>1500000</b>	<b>1207980</b>	<b>80.53</b>	<b>1207980</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The Number of votes casted in favour of the Special Resolution is **1207980 (100.00 %** of the total votes casted). Thus, the Special Resolution has been approved by the Shareholders with requisite majority.

Place: Hyderabad  
Date: 01.10.2015



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