

Date: February 01, 2017.

To, The General Manager, The Department of Corporate Relations, 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.
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Dear Sir/Madam,

Sub: Record Date for Stock Split/ Sub- Division of Nominal Value of equity Shares

**Ref:- Gayatri Projects Limited, BSE Code: 532767
NSE Symbol: GAYAPROJ**

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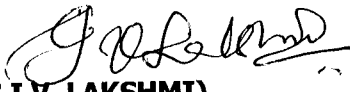
With reference to the above, we wish to inform you that in the just concluded Meeting of the Issue and Allotment Committee of Directors of the Company, inter-alia decided the "13.02.2017 as Record Date" for the purpose of Sub-Division of Nominal Value of Equity Shares from Rs. 10/- to Rs. 2/- each and to ascertain the eligible shareholders who would be entitled to receive 5 (five) Equity Shares of Nominal Value of Rs.2/- in lieu of 1 (One) existing share of nominal value of Rs. 10/- each.

This is for your information and records

Thanking you,

Yours sincerely,

For Gayatri Projects Limited


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



EXTRACT OF THE MINUTES OF THE ANNOUNCEMENT OF THE RESULTS OF THE POSTAL BALLOT ON 31ST JANUARY, 2017 AT THE REGISTERED OFFICE OF THE COMPANY AT 6-3-1090, 1ST FLOOR, TSR TOWERS, RAJBHAVAN ROAD, SOMAJIGUDA, HYDERABAD – 500 082.

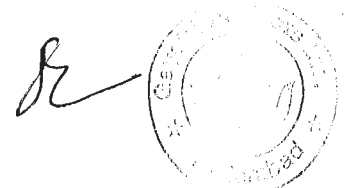
SUB-DIVISION OF EQUITY SHARES OF THE COMPANY AS PER THE PROVISIONS OF SECTION 61 OF THE COMPANIES ACT, 2013 FROM FACE VALUE OF Rs. 10/- TO Rs. 2/-.

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s), amendment or re-enactment thereof for the time being in force) and relevant provisions of the listing agreements entered into with the stock exchanges on which the Company's equity shares are listed and applicable guidelines issued by the Securities and Exchange Board of India (SEBI) and other regulatory/statutory authorities and all other applicable rules and regulations, and in accordance with the Articles of Association of the Company and subject to the approvals, consents, permissions and sanctions, if any, required from any authority and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board"), consent of the Members be and is hereby accorded to sub-divide each Equity Share of the Company having Face value of Rs.10/- (Rupees Ten only) into 5 (Five) Equity Shares of Face value of Rs.2/- (Rupees Two only) each fully paid-up and consequently, the Authorized Share Capital of the Company of Rs. 80,00,00,000/- (Rupees Eighty Crores only) would comprise of 40,00,00,000 (Forty Cores) Equity Shares of Rs. 2/- (Rupees Two only) each with effect from the "Record Date" to be determined by the Board for this purpose."

RESOLVED FURTHER THAT pursuant to the subdivision of the Equity Shares of the Company, each Equity Share of the Face value of Rs. 10/- (Rupees Ten only) as existing on the Record Date shall stand subdivided into 5 (Five) Equity Shares of the Face value of Rs. 2/- (Rupees Two only) each fully paid-up, with effect from the Record Date.

RESOLVED FURTHER THAT on sub-division, 5 (Five) Equity Shares of the Face value of Rs.2/- (Rupees Two only) each be issued in lieu of one Equity Share of Rs.10/- (Rupees Ten only) each and such Equity shares shall rank pari-passu in all respects including dividend and carry the same rights as the existing fully paid Equity Shares of Rs.10/- (Rupees Ten only) each of the Company.

RESOLVED FURTHER THAT upon sub-division of Equity Shares of the Company as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of Face value of Rs.10/- (Rupees Ten only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and that no letter of allotment shall be issued to the allottees of the new Equity Shares of Rs.2/- (Rupees Two only) each on subdivision and the Company may, without requiring the surrender of existing share certificate(s), directly issue and dispatch the new share certificate(s) of the Company, in lieu of such existing share certificate(s), within the period prescribed or that may be prescribed in this behalf from time to time and in the case of shares held in dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants in lieu of the existing credits representing the Equity Shares before sub-division, at free of cost to the shareholders.



RESOLVED FURTHER THAT the Issue and Allotment Committee of the Board, be and is hereby authorized to fix a Record Date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give, from time to time, such directions as may be necessary, proper and expedient or incidental for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to delegate all or any of its powers to any Committee thereof or to any Director(s) or Company Secretary, as it may deem appropriate in this regard."

//CERTIFIED TRUE COPY//

For **GAYATRI PROJECTS LTD.**



(I.V.LAKSHMI)

Company Secretary & Compliance officer