

**HIGH COURT OF JUDICATURE AT HYDERABAD  
For the State of Telangana and for the State of Andhra Pradesh  
(ORIGINAL JURISDICTION)**

**COMPANY APPLICATION NO. 1620 OF 2016  
IN THE MATTER OF THE COMPANIES ACT, 1956 (1 OF 1956)  
AND**

**IN THE MATTER OF SECTIONS 391 TO 394 AND OTHER  
APPLICABLE PROVISIONS OF THE COMPANIES ACT, 1956 AND  
THE COMPANIES ACT, 2013  
AND**

**IN THE MATTER OF GAYATRI PROJECTS LIMITED  
(TRANSFEREE / DEMERGED COMPANY)  
AND**

**IN THE MATTER OF GAYATRI INFRA VENTURES LIMITED  
(TRANSFEROR COMPANY)  
AND**

**IN THE MATTER OF GAYATRI DOMICILE PRIVATE LIMITED  
(RESULTING COMPANY)  
AND**

**THEIR RESPECTIVE SHAREHOLDERS**

**M/s. Gayatri Projects Limited,**  
a company incorporated under the provisions of Companies Act 1956  
having its registered office at TSR Towers, B-1, 6-3-1090, Rajbhavan  
Road, Somajiguda, Hyderabad, Telangana -500082, India  
**Represented by its Company Secretary Smt. I.V. Lakshmi**

.....Applicant/Demerged /  
Transferee Company

**NOTICE OF POSTAL BALLOT AND E-VOTING TO  
EQUITY SHAREHOLDERS FOR COMPOSITE  
SCHEME OF ARRANGEMENT OF APPLICANT COMPANY**

Members of the Company are hereby informed that the Company has on December 23, 2016 completed the dispatch of notices of court convened meeting of equity shareholders of Gayatri Projects Limited, the Applicant Company, and postal ballot and e-voting alongwith the Postal Ballot Form and other documents accompanying the same for seeking the approval of shareholders by way of postal ballot and electronic means for the Composite Scheme of Arrangement between Gayatri Projects Limited ("Demerged Company" or "Transferee Company" or "Applicant Company") and Gayatri Infra Ventures Limited ("Transferor Company") and Gayatri Domicile Private Limited ("Resulting Company") and their respective shareholders pursuant to Sections 391 to 394 of the Companies Act, 1956 and applicable provisions of the Companies Act, 2013 ("the Scheme"), pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 44 of the SEBI LODR Regulations (erstwhile Clause 35B of the Listing Agreement) and Securities and Exchange Board of India ("SEBI") Circular bearing no. CIR/CFD/CMD/16/2015 dated 30th November, 2015 [erstwhile Circulars bearing nos. CIR/CFD/DIL/5/2013 dated 4th February, 2013 and CIR/CFD/DIL/8/2013 dated 21st May, 2013] ("SEBI Circulars"). In terms of the SEBI Circulars, the Scheme shall be acted upon only if the votes cast by the Public Shareholders of the Transferee Company in favour of the proposal are more than the valid votes cast by the Public Shareholders against the proposal.

Notice has been dispatched to every equity shareholder, whose name appeared in the register of members / list of beneficial owners provided by depositories at the close of business hours of Friday December 16, 2016 and the voting rights of the Members are reckoned as on that date. The notice is displayed on company's website i.e. [www.gayatri.co.in](http://www.gayatri.co.in) and website of Karvy i.e. <https://evoting.karvy.com>. In case of non-receipt of postal ballot forms, any member as on the aforesaid date may obtain the duplicate Postal Ballot Form from the Company. Only those Members who hold shares either in physical form or in dematerialised form as on the cut-off date being December 16, 2016 may vote by remote e-voting or at Postal Ballot.

The Applicant Company has appointed Mr. Y. Koteswara Rao, Practicing Company Secretary (Membership No. 3785) as a Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner

Shareholders may cast their vote by returning duly filled-in and Postal Ballot form in a self addressed business reply envelope, so as to reach the Scrutinizer on or before 5:00 p.m. on January 21, 2017. All Postal Ballot Forms received after this date will be strictly treated as if the reply from such shareholder has not been received.

The Applicant Company has engaged the services of Karvy to provide e-voting facility as an option for the members to enable them to cast their vote electronically. Equity Shareholders desirous of exercising their vote electronically are requested to read the instructions as are available on the websites of Applicant Company [www.gayatri.co.in](http://www.gayatri.co.in) and also at the website of Karvy being <https://evoting.karvy.com> where notice of meeting, details regarding e-voting process and manner shall be available. The e-voting period commences on December 23, 2016 (9.00 a.m.) and ends on January 21, 2017 (5.00 p.m.). The e-voting module shall be disabled by Karvy and e-voting shall not be allowed thereafter.

|           |           |           |           |           |           |
|-----------|-----------|-----------|-----------|-----------|-----------|
| GL6879635 | GL6279034 | GL6376141 | GL6618395 | GL6913722 | GL6926307 |
| GL6707033 | GL6547037 | GL6631604 | GL6488027 | GL6488302 | GL6779353 |
| GL6690682 | GL6460808 | GL6703982 | GL6964677 | GL6995136 | GL6880363 |
| GL6898281 | GL6576990 | GL6704793 | GL6477732 | GL6907032 | GL6365527 |
| GL6834009 | GL6937425 | GL6787312 | GL6702074 | GL6545484 | GL6739196 |
| GL6927618 | GL6898924 | GL6832528 | GL6591586 | GL6843658 | GL6321391 |
| GL6679331 | GL6640149 | GL6239546 | GL6081194 | GL6565201 | GL6710145 |
| GL6565104 | GL6893374 | GL6453528 | GL6458105 | GL6843002 | GL6523184 |
| GL6979489 | GL6631144 | GL6473895 | GL6852226 | GL6152213 | GL6786433 |
| GL6876258 | GL6613585 | GL6587611 | GL6848041 | GL6911258 | GL6675310 |
| GL6615571 | GL6112953 | GL6368227 | GL7033750 | GL6442877 | GL6603734 |
| GL6779539 | GL6842659 | GL6394147 | GL6820801 | GL6810131 | GL6621573 |
| GL6994942 | GL6192978 | GL6541850 | GL6141004 | GL6702507 | GL7006563 |
| GL6913515 | GL7000441 | GL6626504 | GL6422952 | GL6918266 | GL6692259 |
| GL6867636 | GL6724335 | GL6908243 | GL6898317 | GL6463986 | GL6692688 |
| GL6529686 | GL6619421 | GL6428847 | GL6486207 | GL6674505 | GL6436105 |
| GL6801073 | GL6610099 | GL6799281 | GL6879783 | GL6868969 | GL6634788 |
| GL6923094 | GL6622214 | GL6411725 | GL6933811 | GL6928936 | GL6667249 |
| GL6660202 | GL6836638 | GL7407416 | GL6939449 | GL6982460 | GL6813812 |
| GL6702682 | GL6934753 | GL6697877 | GL6082141 | GL6807251 | GL6260458 |
| GL6491696 | GL6820293 | GL6665671 | GL6829842 | GL6878656 | GL6591976 |
| GL6391608 | GL6438605 | GL6269795 | GL6700845 | GL6362118 | GL6607415 |
| GL6907356 | GL6889906 | GL6281314 | GL6133774 | GL6907758 | GL6892856 |
| GL6535390 | GL6673813 | GL6689041 | GL6579580 | GL6627040 | GL6938133 |
| GL6148034 | GL6365629 | GL6326615 | GL6970555 | GL6949213 | GL6954054 |
| GL6537199 | GL6538169 | GL6853005 | GL6954072 | GL6630437 | GL6692987 |
| GL6664559 | GL6443671 | GL6553250 | GL6574846 | GL6392937 | GL6507951 |
| GL6951438 | GL6685756 | GL6896462 | GL6904373 | GL6868375 | GL6831543 |
| GL6933094 | GL6701566 | GL6690174 | GL6650047 | GL6628853 | GL6979024 |
| GL6752389 | GL6607414 | GL6699416 | GL6970309 | GL6511543 | GL6666165 |
| GL6817278 | GL6708523 | GL6620703 | GL5253180 | GL6821171 | GL6935745 |
| GL6863376 | GL6679863 | GL6740824 | GL6084658 | GL6822570 | GL6605068 |
| GL6646367 | GL6110042 | GL6974722 | GL6854429 | GL6970029 | GL6447216 |
| GL6584275 | GL6680345 | GL6700066 | GL6695210 | GL6655545 | GL6839299 |
| GL6147710 | GL6922384 | GL6456714 | GL6890304 | GL6904247 | GL6769390 |
| GL6607705 | GL6624983 | GL6166607 | GL6918168 | GL6701200 | GL6804168 |
| GL6983203 | GL6935735 | GL6453505 | GL6677101 | GL6945515 | GL6531257 |
| GL6446913 | GL6968136 | GL6604051 | GL6976122 | GL6861424 | GL6394835 |
| GL6882022 | GL6948566 | GL6828256 | GL6426967 | GL6835025 | GL6396048 |
| GL6304023 | GL6888286 | GL6528151 | GL6331858 | GL6723680 | GL6517229 |
| GL6430414 | GL6166462 | GL6396554 | GL6677916 | GL6986136 | GL6571275 |
| GL6926487 | GL6876697 | GL6422973 | GL6981859 | GL6799815 | GL6110750 |
| GL6587603 | GL6784079 | GL6680973 | GL6785120 | GL6383304 | GL6929013 |
| GL6201026 | GL6951877 | GL6381190 | GL6841780 | GL6584527 | GL6660611 |
| GL6845661 | GL6388135 | GL6423034 | GL6916335 | GL6194197 | GL6759253 |
| GL6900696 | GL6707763 | GL6206604 | GL6614453 | GL6922828 | GL6779445 |
| GL6881407 | GL6383938 | GL6273728 | GL6569266 | GL6388850 | GL6675857 |
| GL6060443 | GL6838841 | GL6985235 | GL6817170 | GL6418530 | GL6645305 |
| GL7024548 | GL6842874 | GL6621291 | GL6314807 | GL6849631 | GL6605628 |
| GL7079952 | GL6926549 | GL6707872 | GL6717377 | GL6852411 | GL6985318 |
| GL6841841 | GL6766722 | GL6555421 | GL6809802 | GL6650304 | GL6746791 |
| GL6355937 | GL6519066 | GL6852636 | GL6627543 | GL6561101 | GL6807533 |
| GL6891331 | GL6772702 | GL6769724 | GL6663177 | GL6926269 | GL6843828 |
| GL6590328 | GL6800679 | GL6815745 | GL6917158 | GL6576653 | GL6695481 |
| GL6966085 | GL6501471 | GL6842657 | GL6752434 | GL6552545 | GL6913556 |
| GL6624482 | GL6662035 | GL6872782 | GL6879813 | GL6981366 | GL6747594 |
| GL6862528 | GL6676789 | GL6933003 | GL6501393 | GL6876936 | GL6768144 |
| GL6693171 | GL6662212 | GL6638629 | GL6493928 | GL6371187 | GL6303978 |
| GL6892317 | GL7007596 | GL6987223 | GL6228683 | GL6868511 | GL6520934 |
| GL6469752 | GL6804161 | GL6601540 | GL6785499 | GL6596471 | GL6917905 |
| GL6961504 | GL6591335 | GL6384283 | GL4572399 | GL6578905 | GL6875339 |
| GL6198951 | GL6410993 | GL6159770 | GL6635972 | GL6245624 | GL6707860 |
| GL6469548 | GL6950878 | GL6829915 | GL6702476 | GL6702640 | GL6790485 |
| GL6898942 | GL6830594 | GL6789027 | GL6880129 | GL6384316 | GL6745543 |
| GL6447063 | GL6568964 | GL6837143 | GL6782768 | GL6241026 | GL6244944 |
| GL7065710 | GL6713870 | GL6865272 | GL6814458 | GL6623284 | GL6733434 |
| GL6753105 | GL6634022 | GL6838836 | GL6134677 | GL6761030 | GL6687165 |
| GL7011981 | GL6914004 | GL6617594 | GL6830520 | GL6661390 | GL6760283 |
| GL7051618 | GL6814512 | GL6879345 | GL6842485 | GL6778258 | GL6346426 |
| GL6781864 | GL6775916 | GL6126716 | GL6968599 | GL6575392 | GL6882608 |
| GL6534556 | GL6828081 | GL6225409 | GL6774898 | GL6780664 | GL6629057 |
| GL6542061 | GL6524478 | GL6316664 | GL6858592 | GL6441350 | GL6841986 |
| GL6897660 | GL7013529 | GL6724998 | GL6857976 | GL6810818 | GL6684306 |
| GL6784543 | GL6909870 | GL7084502 | GL6675564 | GL6776132 | GL6172117 |
| GL6646092 | GL6260265 | GL6618773 | GL6706736 | GL6379431 | GL6755231 |
| GL6832325 | GL6661626 | GL6484921 | GL6979411 | GL6896727 | GL6733026 |
| GL6737146 | GL6897904 | GL6625158 | GL6782183 | GL6792900 | GL6937061 |
| GL6355198 | GL6638264 | GL6876221 | GL6877365 | GL6630580 | GL6851439 |
| GL6988407 | GL6712993 | GL6520616 | GL6661107 | GL6875698 | GL6590096 |
| GL6819225 | GL6894310 | GL6767076 | GL6809752 | GL6566240 | GL6666777 |
| GL6928942 | GL6695053 | GL6768026 | GL6655796 | GL6618105 | GL6448982 |
| GL6239362 | GL6405758 | GL6726096 | GL6608078 | GL6657023 | GL6752826 |
| GL6769975 | GL6594532 | GL7038944 | GL6614117 | GL6607723 | GL6496414 |
| GL6813875 | GL6786927 | GL6964925 | GL4990839 | GL6832170 | GL6918429 |
| GL6738623 | GL6545982 | GL6974222 | GL6821432 | GL6719740 | GL6595790 |
| GL6821612 | GL6833142 | GL6715846 | GL6857997 | GL6824368 | GL6808747 |
| GL6917572 | GL6773592 | GL6240907 | GL6584793 | GL6770552 | GL6808873 |
| GL6662072 | GL6868831 | GL6208060 | GL6818534 | GL6373445 | GL6430580 |
| GL6702854 | GL6933632 | GL6848326 | GL6530002 | GL6710345 | GL6673596 |
| GL6630959 | GL6790109 | GL6412944 | GL6424232 | GL6408187 | GL6734702 |
| GL6250423 | GL6378069 | GL6876163 | GL6846923 | GL6808185 | GL6401620 |
| GL6320947 | GL6553942 | GL6463238 | GL6753337 | GL6490849 | GL6671040 |
| GL6404564 | GL6316188 | GL6851069 | GL6656765 | GL6474374 | GL6748171 |
| GL6692953 | GL6616308 | GL6693709 | GL6511757 | GL6800150 | GL6849290 |
| GL6760843 | GL6870816 | GL6775864 | GL6877819 | GL6934193 | GL6562674 |
| GL6759195 | GL6224905 | GL6912860 | GL6799869 | GL6753604 | GL6357380 |
| GL6612306 | GL6263724 | GL6567420 | GL6526861 | GL6387264 | GL6762891 |
| GL6704358 | GL6520513 | GL6663992 | GL6618247 | GL6980014 | GL6121824 |
| GL6741098 | GL6910739 | GL6587847 | GL6359028 | GL6813838 | GL6842901 |
| GL6359059 | GL6288318 | GL6708261 | GL6960098 | GL6622028 | GL6746200 |
| GL6871192 | GL6779664 | GL6549181 | GL6746141 | GL6384066 | GL6730151 |
| GL6755669 | GL6612240 | GL6735336 | GL6670265 | GL6531697 | GL6755661 |
| GL6368470 | GL6445450 | GL6757960 | GL6562293 | GL6715865 | GL6892456 |
| GL6673597 | GL6756493 | GL6847676 | GL6427367 | GL6197474 | GL6910331 |
| GL6973683 | GL6654373 | GL6635879 | GL6659602 | GL6784567 | GL6331867 |
| GL6649342 | GL6622224 | GL6424076 | GL6328929 | GL6383708 | GL6607113 |
| GL6850584 | GL6771827 | GL6615911 | GL6485719 | GL6820370 | GL6496426 |
| GL6716103 | GL6677719 | GL6479555 | GL6538327 | GL6732194 | GL6728993 |
| GL6824213 | GL6674298 | GL6755942 | GL6905994 | GL6285726 | GL6664588 |
| GL6556363 | GL6694483 | GL6658787 | GL6752686 | GL6696084 | GL6916012 |
| GL6694050 | GL6810515 | GL6251763 | GL6781664 | GL6452527 | GL6797934 |
| GL6653411 | GL6969992 | GL6747035 | GL6734621 | GL6647970 | GL6755764 |
| GL6617728 | GL6085324 | GL6790156 | GL6707247 | GL6728556 | GL7037588 |
| GL6703345 | GL6707906 | GL6824483 | GL6397597 | GL6702255 | GL6744850 |
| GL6813987 | GL6751292 | GL6258148 | GL6676822 | GL6882425 | GL6326495 |

The Shareholders who wish to exercise their vote through Postal Ballot are requested to carefully go through the instructions carefully printed overleaf the Postal Ballot Form dispatched to all the eligible shareholders. The equity shareholders who have not received Postal Ballot Form may apply to the Applicant Company and obtain duplicate thereof. For the aforesaid purposes, the Equity Shareholders may contact Mrs. I. V. Lakshmi (Company Secretary and Compliance Officer) Gayatri Projects Limited, TSR Towers, B-1, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082. Tel. No +91-40 23310330/4296/4284; or at the email i.e. [gplhyd@gayatri.co.in](mailto:gplhyd@gayatri.co.in)

The Scrutinizer will submit his report to the Chairman after Completion of the scrutiny of the Postal Ballots including e-voting. The result of the postal ballot including e-voting would be announced by the Chairman on **January 24, 2017** at the Registered Office of the Company situated at TSR Towers, B-1, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082. The said result would be displayed at the Registered Office of the Company and intimated to National Stock Exchange of India Limited and BSE Limited where the Company's shares are listed, published in the newspapers and displayed along with the Scrutinizer's report on the Company's website viz. [www.gayatri.co.in](http://www.gayatri.co.in)

If a Member has opted for E-voting, then he/she should not vote by Postal Ballot and vice-versa. However, in case Members cast their vote both via Postal Ballot and E-voting, then voting through E-voting shall prevail and voting done by Postal Ballot shall be treated as invalid, notwithstanding whichever is cast first.

**It is clarified that votes may be cast by shareholders either by Postal Ballot or E-voting and casting of votes by Postal Ballot or E-voting does not disentitle them from attending the Court Convened Meeting. Any Shareholder after exercising his right to vote through Postal Ballot or E-voting shall not be allowed to vote again in the Court Convened Meeting.**

Sd/-

Date: December 23, 2016  
Place: Hyderabad

Mr. T. Janardhan Reddy  
Chairman appointed for the Meeting

GL6813987, GL6731292, GL6247853, GL6764606, GL6786444, GL6626355, GL6685940, GL6546981, GL6247853, GL6764606, GL6786444, GL6626355, GL6780797, GL6816591, GL6275772, GL6707314, GL6762442, GL6656262, GL6658776, GL6835325, GL6909864, GL6549231, GL6612825, GL6383826, GL6806920, GL6353771, GL6969181, GL6926351, GL6955329, GL6903741, GL6463568, GL6760503, GL4998422, GL6903746, GL6779553, GL6588821, GL6823602, GL6763864, GL6972959, GL6731807, GL6811536, GL6868016, GL6764490, GL6709253, GL6922823, GL6651595, GL6781448, GL6571439, GL6424427, GL6710625, GL6865545, GL6677413, GL6413641, GL6705438, GL6868980, GL6516686, GL6592571, GL6729308, GL6314694, GL6699159, GL6425425, GL4894431, GL6660481, GL6779294, GL6644793, GL6923552, GL6657973, GL6742544, GL6623065, GL6932950, GL6793701, GL6584953, GL6695664, GL6567843, GL6662267, GL6493986, GL6678130, GL6470961, GL6793399, GL6412227, GL6830200, GL6634382, GL6667504, GL6885785, GL6711844, GL6769632, GL6629584, GL6343377, GL6742341, GL6956657, GL6505052, GL6505354, GL6811952, GL6748902, GL6301875, GL6790388, GL6634686, GL6849683, GL66004512, GL6318910, GL6733932, GL6508094, GL6820365, GL6750369, GL6884235, GL6655402, GL6789990, GL6696706, GL6724395, GL6895853, GL6606253, GL6684828, GL6922359, GL6815499, GL6570968, GL6845990, GL6960689, GL6739640, GL6711201, GL6657873, GL6638516, GL6746622, GL6501592, GL6503286, GL6911842, GL6812019, GL6668469, GL6778672, GL6548731, GL6543309, GL6904784, GL6854668, GL6649889, GL6730468, GL6700905, GL6690311, GL6444815, GL6809894, GL6306587, GL6565070, GL6676104, GL7034363, GL6679602, GL6729140, GL6540797, GL6614544, GL6812208, GL6893513, GL6422466, GL6675210, GL6673239, GL6575387, GL6740795, GL677186, GL6460192, GL6634722, GL6927329, GL6423045, GL6819412, GL6627379, GL69664117, GL6934856, GL6987975, GL6799410, GL6653822, GL6665932, GL6348468, GL6748101, GL6678324, GL6893706, GL6690689, GL6784659, GL7010934, GL6832293, GL6615082, GL6874452, GL6910502, GL6838520, GL6632274, GL6687838, GL6744217, GL6648553, GL6533331, GL6577434, GL6687038, GL6573388, GL6878770, GL68667076, GL6450763, GL6625706, GL6542330, GL6595055, GL6489665, GL6608444, GL6644548, GL6879798, GL7007871, GL7047618,

We are conducting an auction of the pledged gold jewellery on 27.12.2016 at 10:00 AM in the duly intimated about the auction through Auction Notice. Details of defaulters who have an option to repay the entire dues including all applicable charges and costs on or before 24.12.2016, will have to bear the proportionate publication charge.

Bidders are invited to inspect the gold jewellery on 26.12.2016 and to submit their bids. If the defaulters' accounts are not completed on the Auction Day, the pledged gold ornaments will be sold at the sole discretion of the company.

India Infoline Finance Limited has the authority to remove any of the accounts from the list.

Date: 24.12.2016

For any other details please contact

INDIA INFOLINE FINANCE LTD., D.NO. 40-1-798, 1ST FLOOR, OPP SBH, MG ROAD