

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 CONVENING MEETING OF THE UNSECURED CREDITORS

NOTICE is hereby given that by an order dated 5TH December, 2016 made in the above Company Application No. 1620 of 2016 the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has directed that the meeting of the Unsecured Creditors of Applicant/ Demerged Company be held at FTAPCCI Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad - 500 004, on Monday, 23rd day of January, 2017 at 2.00 P.M at which day, date, time and place, the said Unsecured Creditors are requested to attend for the purpose of considering and, if thought fit, approving, with or without modification(s) the proposed 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 (**Scheme**).

Copies of the said Scheme and the Explanatory Statement under Section 393 of the Companies Act, 1956 and Section 102 of the Companies Act, 2013 and Forms of Proxy can be obtained free of charge at the Registered Office of the Applicant Company or at the office of its Advocates Shri V.S. Raju, B. Satya Shivaji & Shri V.B. Raju, at 106, Dhanunjaya Towers, Road No.1, Banjara Hills, Hyderabad - 500 034.

Persons entitled to attend and vote at the said meeting, may vote, in person or by proxy, provided that a Proxy in the prescribed form, duly signed by you or your authorised representatives and in case of a body corporate, which is a Creditor, a certified true copy of the resolution of the Board of Directors or other governing body is deposited at the Registered Office of the Applicant company situated at TSR Towers, B-1, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082, not later than forty eight hours before the said Meetings.

The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has appointed Smt. M. Bhagyasree, Advocate, High Court to be the Chairperson for the-said meeting of the Unsecured Creditors.

The Scheme, if approved in the meeting, will be subject to the subsequent approval of the Hon'ble High Court.

Sd/-

M. Bhagyasree

Chairperson appointed for the Unsecured Creditors Meeting

13-14-114/103F, Mani Kanta Classics, Kodandaram Nagar,
P&T Colony, Dilukh Nagar, Hyderabad - 500060

Dated this 23rd day of December, 2016

Place: Hyderabad

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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 CONVENING MEETINGS OF THE
EQUITY SHAREHOLDERS AND SECURED CREDITORS**

NOTICE is hereby given that by an order dated 5TH December, 2016 made in the above Company Application No. 1620 of 2016 the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has directed that the meetings of the Equity Shareholders and Secured Creditors of Applicant/ Demerged Company be held at FTAPCCI Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad - 500 004, on Monday, 23rd day of January, 2017 at 10.00 A.M and 12.30 P.M respectively at which day, date, time and place, the said Equity Shareholders and Secured Creditors are requested to attend for the purpose of considering and, if thought fit, approving, with or without modification(s) the proposed 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 (**Scheme**).

Copies of the said Scheme and the Explanatory Statement under Section 393 of the Companies Act, 1956 and Section 102 of the Companies Act, 2013 and Forms of Proxy can be obtained free of charge at the Registered Office of the Applicant Company or at the office of its Advocates Shri V.S. Raju, B. Satya Shivaji & Shri V.B. Raju, at 106, Dhanunjaya Towers, Road No.1, Banjara Hills, Hyderabad - 500 034.

Persons entitled to attend and vote at the said meetings, may vote, in person or by proxy, provided that a Proxy in the prescribed form, duly signed by you or your authorised representatives and in case of a body corporate, which is a Shareholder/ creditor, a certified true copy of the resolution of the Board of Directors or other governing body is deposited at the Registered Office of the Applicant company situated at TSR Towers, B-1, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082, not later than forty eight hours before the said Meetings.

The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has appointed Mr. T. Janardhan Reddy, Advocate, High Court to be the Chairman for the said meetings of Equity Shareholders and Secured Creditors.

The Scheme, if approved in the meetings, will be subject to the subsequent approval of the Hon'ble High Court.

Sd/-

T. Janardhan Reddy

**Chairman appointed for the Equity Shareholders and
Secured Creditors Meetings**

506, Century Apartments, Opp. Gautham Model School,
Asifnagar Road, Mehdiapatnam, Hyderabad - 500 028.

Dated this 23rd day of December, 2016

Place: Hyderabad