

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L99999TG1989PLC057289

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG8040K

(ii) (a) Name of the company

GAYATRI PROJECTS LIMITED

(b) Registered office address

TSR TOWERS, B-1
6-3-1090, RAJBHAVAN ROAD, SOMAJIGUDA
HYDERABAD
Telangana
500082

(c) *e-mail ID of the company

cs@gayatri.co.in

(d) *Telephone number with STD code

04023310330

(e) Website

www.gayatri.co.in

(iii) Date of Incorporation

15/09/1989

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 27/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	93.37

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 26

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GAYATRI ENERGY VENTURES P	U40108TG2008PTC057788	Subsidiary	100
2	BHANDARA THERMAL POWER	U40102TG2008PLC057008	Subsidiary	100

3	GAYATRI HIGHWAYS LIMITED	L45100TG2006PLC052146	Associate	26
4	Gayatri- RNS Joint Venture		Joint Venture	60
5	IJM Gayatri Joint Venture		Joint Venture	40
6	Gayatri-GDC Joint Venture		Joint Venture	70
7	Gayatri-BCBPPL Joint Venture		Joint Venture	60
8	Jaiprakash Gayatri Joint Venture		Joint Venture	49
9	Gayatri ECI Joint Venture		Joint Venture	50
10	Maytas-Gayatri Joint Venture		Joint Venture	37
11	Gayatri – Ratna Joint Venture		Joint Venture	80
12	Meil- Gayatri –ZVS-ITT Consort		Joint Venture	48.44
13	Gayatri- JMC Joint venture		Joint Venture	75
14	Viswanath-Gayatri Joint Venture		Joint Venture	50
15	GPL-RKTCPL Joint Venture		Joint Venture	51
16	Gayatri SPL Joint Venture		Joint Venture	51
17	Vishwa -Gayatri Joint Venture		Joint Venture	49
18	Gayatri-RNS-SIPL Joint Venture		Joint Venture	70
19	SOJITZ-LNT-GAYATRI Joint Ver		Joint Venture	8.97
20	Gayatri PTPS Joint Venture		Joint Venture	70
21	Gayatri KMB Joint Venture		Joint Venture	70
22	Gayatri - Ojsc Sibmost Joint Ve		Joint Venture	74
23	Gayatri Projects Limited-Cresce		Joint Venture	74
24	Gayatri - Ramky Joint Venture		Joint Venture	80
25	GPL- SPML Joint Venture		Joint Venture	80
26	HES Gayatri NCC Joint Venture		Joint Venture	29

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	400,000,000	187,198,685	187,198,685	187,198,685
Total amount of equity shares (in Rupees)	800,000,000	374,397,370	374,397,370	374,397,370

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	400,000,000	187,198,685	187,198,685	187,198,685
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	800,000,000	374,397,370	374,397,370	374,397,370

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	205	187,198,480	187198685	374,397,370	374,397,370	

Increase during the year	0	50	50	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	50	50			
Due to dematerialisation/Transferred to IEPF						
Decrease during the year	50	0	50	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	50		50			
Due to dematerialisation						
At the end of the year	155	187,198,530	187,198,685	374,397,370	374,397,370	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE336H01023

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input type="text"/>		
Type of transfer	<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
	Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

31,023,367,573

(ii) Net worth of the Company

760,126,128

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	77,260,607	41.27	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	77,260,607	41.27	0	0

Total number of shareholders (promoters)

6

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	10,552,325	5.64	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	26,619,728	14.22	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,845,855	4.19	0	
10.	Others HUF+IEPF+CLEARING MEM	64,920,170	34.68	0	
	Total	109,938,078	58.73	0	0

Total number of shareholders (other than promoters)

54,587

**Total number of shareholders (Promoters+Public/
Other than promoters)**

54,593

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GMO EMERGING MAR	CITIBANK N.A. CUSTODY SERVICES			11,567,064	6.18
STICHTING DEPOSITAI	JPMORGAN CHASE BANK N.A. IND			6,608,769	3.53
VARANIUM INDIA OPP	SBI SG GLOBAL SECURITIES SERVIC			2,643,268	1.41
GMO EMERGING DOM	DEUTSCHE BANK AG, DB HOUSE H			1,001,003	0.53
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			999,966	0.53
GOVERNMENT OF SIN	CITIBANK N.A. CUSTODY SERVICES			681,015	0.36
SPARROW ASIA DIVER	STANDARD CHARTERED BANK Sec			608,413	0.33
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F			500,000	0.27
INDIA OPPORTUNITIES	STANDARD CHARTERED BANK Sec			500,000	0.27
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			265,071	0.14
GMO EMERGING DOM	DEUTSCHE BANK AG, DB HOUSE H			201,742	0.11
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			182,707	0.1
GMO EMERGING MAR	DEUTSCHE BANK AG, DB HOUSE H			129,146	0.07
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			116,030	0.06
MDPIM EMERGING M/	CITIBANK N.A. CUSTODY SERVICES			111,645	0.06
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			101,136	0.05
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A. IND			85,022	0.05

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AIDOS INDIA FUND LT	ICICI BANK LTD,SMS DEPT 1ST FLO			80,000	0.04
ELM PARK FUND LIMIT	ICICI BANK LTD,SMS DEPT 1ST FLO			75,000	0.04
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			54,223	0.03
EMERGING MARKETS V	DEUTSCHE BANK AG, DB HOUSE H			45,718	0.02
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			17,313	0.01
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVIC			14,920	0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			14,914	0.01
DOVETAIL INDIA FUN	DBS BANK INDIA LTD,FIRST FLOOR			10,000	0.01

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	28,104	54,587
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	13.86	27.13
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	1	0	0
(i) Banks & FIs	0	0	0	1	0	0
(ii) Investing institutions	0	0	0	0	0	0

(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	5	2	6	13.86	27.13

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
INDIRA REDDY THIKK	00009906	Director	50,792,213	
SANDEPP KUMAR REI	00005573	Managing Director	25,943,494	
BRIJ MOHAN REDDY J	00012927	Whole-time directo	2,250	
HARIVITHAL RAO CHII	00012970	Director	50	
SREERAMAKRISHNA (06921031	Director	0	
SREEHARI VENNELAG	01829513	Director	0	
PAMULA LATHA	08358726	Director	0	
MANMOHAN GUPTA	09181309	Nominee director	0	
SREDDHAR BABU POI	ACUPP7130Q	CFO	25	
CHETAN KUMAR SHAI	DZHPS3986J	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MAN MOHAN GUPTA	09181309	Nominee director	15/06/2021	Appointment
SRIHARI VENNELAGA	01829513	Additional director	14/02/2022	Appointment
PAMULA LATHA	08358726	Additional director	15/03/2022	Appointment
VENKATA RAMANACH	08658826	Director	13/11/2021	Cessation
RAMADEVI NANDURI	08699570	Director	04/10/2021	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	28/08/2021	41,842	43	6.44
ANNUAL GENERAL MEETING	24/09/2021	38,485	58	13.97

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/06/2021	7	4	57.14
2	14/06/2021	7	4	57.14
3	05/08/2021	8	6	75
4	13/08/2021	8	4	50
5	22/09/2021	8	5	62.5
6	23/10/2021	7	5	71.43
7	13/11/2021	6	4	66.67
8	14/02/2022	7	6	85.71
9	15/03/2022	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

40

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	05/06/2021	4	3	75

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
2	Audit Committee	14/06/2021	4	3	75
3	Audit Committee	05/08/2021	4	3	75
4	Audit Committee	13/08/2021	4	3	75
5	Audit Committee	22/09/2021	4	3	75
6	Audit Committee	13/11/2021	3	3	100
7	Audit Committee	14/02/2022	3	3	100
8	Nomination and Remuneration	14/06/2021	3	2	66.67
9	Nomination and Remuneration	13/08/2021	3	2	66.67
10	Nomination and Remuneration	14/02/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2022
								(Y/N/NA)
1	INDIRA REDDI	9	1	11.11	8	5	62.5	No
2	SANDEEP KUMAR	9	9	100	34	34	100	Yes
3	BRIJ MOHAN	9	4	44.44	25	23	92	No
4	HARIVITHAL	9	9	100	39	39	100	Yes
5	SREERAMAKRISHNAN	9	9	100	11	11	100	Yes
6	SREEHARI VEDANTH	2	2	100	0	0	0	Yes
7	PAMULA LATHEESHA	1	1	100	0	0	0	Yes
8	MANMOHAN	7	6	85.71	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANDEEP KUMAR	Managing Director	52,800,000	0	0	0	52,800,000
2	BRIJ MOHAN REDDI	Whole Time Director	0	0	0	0	0
	Total		52,800,000	0	0	0	52,800,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SREEDHARBABU	CHIEF FINANCIAL OFFICER	6,088,000	0	0	0	6,088,000
2	CHETAN KUMAR SHARMA	COMPANY SECRETARY	1,680,000	0	0	0	1,680,000
	Total		7,768,000	0	0	0	7,768,000

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	INDIRA REDDY THIRUGANESAN	CHAIRPERSON	0	0	0	40,000	40,000
2	HARIVITHAL RAO	INDEPENDENT	0	0	0	430,000	430,000
3	SREERAMAKRISHNAN	INDEPENDENT	0	0	0	430,000	430,000
4	SRIHARI VENNELA	INDEPENDENT	0	0	0	60,000	60,000
5	PAMULA LATHA	INDEPENDENT	0	0	0	30,000	30,000
	Total		0	0	0	990,000	990,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

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(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director

To be digitally signed by

CHE TAN
KUMAR
SHARMA
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CHETAN KUMAR
SHARMA
Date: 2023.01.12
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Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Gayatri Prejets Limited-MGT-8-2022.pdf Annexure.pdf
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Remove attachment

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Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganeshnagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054.

Phone: 040-40210182 (Office)

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Gayatri Projects Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **March 31, 2022**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/ beyond the prescribed time;
 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. Closure of Register of Members/ Security holders, as the case may be.
 6. advances/ loans to its directors and/ or persons or firms or companies referred in section 185 of the Act;
 7. contracts/arrangements with related parties as specified in section 188 of the Act;
 8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;





Y. KOTESWARA RAO

Practicing Company Secretary

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9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/ renewal/ repayment of deposits;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. alteration of the provision of its Memorandum and Article of Association.

Place: Hyderabad

Date: 24.11.2022



Signature:

Name of Practicing

Company Secretary: Y. KOTESWARA RAO

ACS No.: 3785

C. P. No.: 7427

UDIN number A003785D002148587

GAYATRI PROJECTS LIMITED
GIST OF ANNEXURES ATTACHED TO MGT-7
FINANCIAL YEAR 2021-22

SR. No.	Particulars	Annexure No.	Page Nos.
1	Field VI (10) – Shareholding Pattern – Public/Other than promoters – Others	Annexure 1	2
2	Field VI c. Details of Foreign Institutional Investors’ (FIIs) and Foreign Portfolio Investors (FPIs) holding shares of the Company	Annexure 2	3-6
3	Field IX - Meetings of Members/Class of Members/Board/Committees of the Board of Directors C - Committee Meetings	Annexure 3	7-8
4	Shareholders for the purpose of field no.VI of MGT -7	Annexure 4	9
5	Declaration - Date of authorization to sign this form	Annexure 5	10

Annexure 1**Field VI (b) (10) – Shareholding Pattern – Public/Other than promoters – Others**

Sl No.	category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1	Resident Individuals	59857281	31.98	0	0
2	IEPF	12459	0.01	0	0
3	HUF	2909822	1.55	0	0
4	Clearing Members	2140308	1.14	0	0
5	Directors	50	0.00	0	0
6	Trusts	250	0.00	0	0
Total		64920170	34.68	0	0

Annexure 2

Field VI c. Details of Foreign Institutional Investors' (FIIs) and Foreign Portfolio Investors (FPIs) holding shares of the Company

Number of FIIs and FPIs	28
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Sl No.	Name of The FII	Address	Date of Incorporation	Country of Incorporation	Number of Shares held	% of shares held
1	GMO EMERGING MARKETS FUND, A SERIES OF GMO TRUST	40 Rowes Wharf Boston	N.A	UNITED STATES OF AMERICA	11567064	6.18
2	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY P OOL	OUDE LINDESTRAAT 70	N.A	NETHERLANDS	6608769	3.53
3	VARANIUM INDIA OPPORTUNITY LTD	C/O Cim Fund Services Ltd 33 Edith Cavell Street Port Louis	N.A	MAURITIUS	2643268	1.41
4	GMO EMERGING DOMESTIC OPPORTUNITIES FUND, A SERIES OF GMO TRUST	40 Rowes Wharf Boston	N.A	UNITED STATES OF AMERICA	3904869	2.09
5	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF UBS (CH) INSTITUTIONAL FUND - EQUITIES EMERGING MARKETS ASIA	AESCHENPLATZ 6	N.A		999966	0.53
6	GOVERNMENT OF SINGAPORE	168 Robinson Road 37-01 Capital Tower	N.A	SINGAPORE	681015	0.36
7	SPARROW ASIA DIVERSIFIED OPPORTUNITIES FUND	CO HAREL MALLAC GLOBAL SERVICES LTD HAREL MALLAC BUILDING 18 EDITH CAVELL STREET	N.A	MAURITIUS	608413	0.33

		PORT LOUIS				
8	NOMURA SINGAPORE LIMITED ODI	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	N.A	INDIA	500000	0.27
9	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STR ATEGY	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	N.A	MAURITIUS	500000	0.27
10	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF UBS (CH) EQUITY FUND - EMERGING ASIA (USD)	AESCHENPLATZ 6	N.A		265071	0.14
11	GMO EMERGING DOMESTIC OPPORTUNITIES EQUITY FUND , A SUB-FUND OF GMO FUNDS PLC	30 Herbert St Dublin 2 Ireland	N.A	IRELAND	201742	0.11
12	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO LIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	6300 Bee Cave Road Building One Austin Texas 78746 USA	N.A	UNITED STATES OF AMERICA	182707	0.10
13	GMO EMERGING MARKETS EQUITY FUND, A SUB-FUND OF GM O FUNDS PLC	30 Herbert St Dublin 2	N.A	IRELAND	129146	0.07
14	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 Bee Cave Road Building One Austin Texas 78746 USA	N.A	UNITED STATES OF AMERICA	116030	0.06
15	MDPIM EMERGING MARKETS EQUITY	1870 ALTA VISTA DRIVE OTTAWA	N.A	CANADA	111645	0.06

	POOL	ONTARIO CANADA				
16	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	'251 Little Falls Drive New Castle County Wilmington Delaware	N.A		101136	0.05
17	QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Caym	N.A		85022	0.05
18	AIDOS INDIA FUND LTD	4 the floor 19 Bank Street Cybercity Ebene - 72201 Mauritius	N.A	MAURITIUS	80000	0.04
19	ELM PARK FUND LIMITED	C/o GFin Corporate Services Ltd Level 6 GFin Tower 42 Hotel Street Cybercity Ebene	N.A	MAURITIUS	75000	0.04
20	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	6300 Bee Cave Road Building One Austin Texas 78746 USA	N.A	UNITED STATES OF AMERICA	54223	0.03
21	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTH WALL QUAY DUBLIN 1	N.A	IRELAND	45718	0.02
22	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	N.A	UNITED STATES OF AMERICA	17313	0.01
23	SOCIETE GENERALE	29 BOULEVARD HAUSSMANN PARIS	N.A	FRANCE	14920	0.01
24	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE	N.A		14914	0.01
25	DOVETAIL INDIA FUND CLASS 5 SHARES	4th Floor 19 Bank Street Cybercity	N.A		10000	0.01

		Ebene				
26	JASSIM ALMARZOOQI	VILLA 60- ROUNDAABOUT 7 AND 80 SHAKHBOUT CITY, PO BOX 3235 ABU DHABI UNITED ARAB EMIRATES	N.A	INDIA	5000	0.00
27	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUN T	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	N.A	MAURITIUS	509	0.00
28	SRI SILVERDALE OPPORTUNITIES FUND	3RD FLOOR 355 NEX TERACOM TOWER 1 CYBERCITY EBENE	N.A	MAURITIUS	134	0.00
	TOTAL:				26619728	14.22

Annexure 3

Field IX. Meetings of Members/Class of Members/Board/Committees of the Board of Directors

C. Committee Meetings

Number of Meetings held

MEETINGS OF THE COMMITTEES OF BOARD OF DIRECTORS 2021-22					
Sl .no	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
11	Nomination & Remuneration Committee	15-03-2022	3	2	66.67
12	Stake Holders Relationship Committee	14-02-2022	3	2	66.67
13	Corporate Social Responsibility Committee	14-06-2021	3	3	100.00
14	Risk Management Committee	05-08-2021	4	4	100.00
15	Risk Management Committee	31-01-2022	4	4	100.00
16	Management Committee	08-04-2021	3	3	100.00
17	Management Committee	26-04-2021	3	3	100.00
18	Management Committee	11-05-2021	3	3	100.00
19	Management Committee	24-05-2021	3	3	100.00
20	Management Committee	02-06-2021	3	3	100.00
21	Management Committee	07-06-2021	3	3	100.00
22	Management Committee	21-06-2021	3	3	100.00
23	Management Committee	16-07-2021	3	3	100.00
24	Management Committee	16-08-2021	3	3	100.00
25	Management Committee	01-09-2021	3	3	100.00
26	Management Committee	13-09-2021	3	3	100.00
27	Management Committee	16-09-2021	3	3	100.00

28	Management Committee	07-10-2021	3	3	100.00
29	Management Committee	09-10-2021	3	3	100.00
30	Management Committee	16-10-2021	3	3	100.00
31	Management Committee	27-10-2021	3	2	66.67
32	Management Committee	05-11-2021	3	3	100.00
33	Management Committee	24-11-2021	3	3	100.00
34	Management Committee	01-12-2021	3	3	100.00
35	Management Committee	28-12-2021	3	3	100.00
36	Management Committee	13-01-2022	3	3	100.00
37	Management Committee	28-02-2022	3	3	100.00
38	Management Committee	12-03-2022	3	3	100.00
39	Management Committee	23-03-2022	3	3	100.00

Shareholders for the purpose of field no.VI of MGT -7

The total number of shareholders as per Register of Members of Gayatri Projects Limited as on March 31, 2022 are 56014. However, the total number of shareholders for the purpose of field no.VI of MGT -7 are 54593.

The reason for difference is on account of some of the shareholders are holding the shares in more than one folio / demat account. The said shareholders are counted as one shareholder for the purpose of field no.VI of MGT -7.

Declaration – Date of authorisation to sign this form

Mr. T V Sandeep Kumar Reddy, Managing Director - Resolution No. 04 dated May 30, 2022 and Mr. Chetan Kumar Sharma, Company Secretary & Compliance officer - Resolution no. 03 dated January 04, 2020 are authorized to sign this form.