



GAYATRI HIGHWAYS LIMITED

(Formerly known as Gayatri Highways Private Limited erstwhile Gayatri Domicile Private Limited)

Regd office: 1st Floor, TSR Towers, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad-500082, Telangana. Tel: 040-2331 0330 / 4284,

Fax: 040-2339 8435 Email: cs@gayatrihighways.com

Web: www.gayatrihighways.com; CIN: L45100TG2006PLC052146

NOTICE OF 13TH ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION

NOTICE is hereby given that the 13th Annual General Meeting (AGM) of the Company will be held on Friday, the 27th September, 2019 at 3:30 P M at KLN Prasad Auditorium, The Federation of Telangana Chambers of Commerce & Industry (FTCCI), Red Hills, Hyderabad-500 004, Telangana State, India.

In terms of Section 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 ("the Act and Rules"), the notice setting out the business to be transacted at the AGM along with the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and Annual Report of the Company for the Financial Year ended 31st March, 2019 have been sent through electronic mode by Karvy Fintech Pvt Ltd to those shareholders who have registered their e-mail ids with depositories or with the Company. The physical copies were dispatched to the other shareholders on 28th August, 2019.

The Annual Report along with the Notice of AGM is available on the Company's Website www.gayatrihighways.com under the head 'Investor' in the Section 'Financial Statements' and also available on the website of the Karvy 'www.evoting.karvy.com', shareholders who wish to receive physical copies of the annual report, may e-mail their request to the Company at ghl@gayatrihighways.com or to Registrar of the Company viz Karvy Computershare Pvt. Ltd., at anandan.k@karvy.com.

NOTICE IS FURTHER given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies (Management and Administration) Rules, 2014 as amended time to time and Regulation 42 of the SEBI (LODR) Regulations, 2015 and that the Register of Members & Share Transfer Books will remain closed from 21st September, 2019 to 27th September, 2019 (both days inclusive) for the purpose of AGM.

NOTICE IS FURTHER given pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended time to time and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing facility for remote e-voting by electronic means to its members to enable them to exercise their rights to vote on resolutions proposed to be passed at 13th AGM of the Company. The Company has engaged Karvy Fintech Pvt Ltd as the authorized agency to provide e-voting facility.

The e-voting details are as under :

1. The e-voting shall be open for Four days, commencing at 9.00 a.m. on Monday, the 23rd September, 2019 and ending at 5.00 p.m. on Thursday, the 26th September, 2019 for all the shareholders, whether holding shares in physical form or in dematerialized form. The e-voting module shall be disabled by Karvy Fintech Pvt Ltd for voting thereafter. Remote e-voting shall not be allowed beyond the said date and time.
2. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. Friday, 20th September, 2019, may obtain the User ID and Password by sending an e-mail request to evoting@karvy.com or in the manner as detailed in the AGM notice.
3. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e. Friday, 20th September, 2019 only shall be entitled to avail the facility of remote e-voting or voting at the AGM through poll papers.
4. The members who have cast their vote by remote e-voting prior to the meeting may also attend the AGM but shall not be allowed to vote again at the AGM. The members who have not cast their votes by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangement of poll papers in this regard at the AGM Venue.
5. The Company has appointed Mr. C.N. Kranthi Kumar, Practising Company Secretary as the Scrutinizer to scrutinize the e-voting process and Poll at AGM in a fair and transparent manner.

The detailed procedure /instructions for e-voting are contained in the Notice of 13th AGM on the Company's website www.gayatrihighways.com.

In case of queries or grievances pertaining to e-voting procedure, shareholders may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.karvy.com or may contact Mr. P. Raj Kumar, Company Secretary, 1st Floor, TSR Towers, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad-500082, Telangana, Ph.No.040- 23310330 or at cs@gayatrihighways.com or Mr. Anandan K, Manager, Karvy Fintech Pvt Ltd, Telephone No.040-67161591, email ID: anandan.k@karvy.com.

Members may kindly note that the Results of the voting will be announced within 48 hours of conclusion of Annual General Meeting. The results declared along with the scrutinizer's report shall be placed on the website of the Company at www.gayatrihighways.com for the information of the members besides being communicated to the Stock Exchanges where the Company is listed.

Place:Hyderabad

Date : 28-08-2019

For Gayatri Highways Limited

Sd/-

P. Raj Kumar, Company Secretary