



GAYATRI HIGHWAYS LIMITED

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

Registered office: 1st Floor, TSR Towers, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad-500082, Telangana. Tel: 040-23310330 / 4284, Fax: 040-2339 8435
Email: ghi@gayatrihighways.com; Web: www.gayatrihighways.com
CIN: L45100TG2006PLC052146

NOTICE OF 14th ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION

NOTICE is hereby given that the 14th Annual General Meeting (e-AGM) of the Company will be held on Tuesday, the 29th September, 2020 at 3:30 P.M through Video Conference ('VC')/Other Audio Visual Means ('OAVM') without physical presence of the members at a common venue, in compliance with the provisions of the Companies Act, 2013, read with MCA circular dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated May 12, 2020.

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 e-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, 2020 and other documents required to be attached thereto have been sent only by electronic mode to those members who's email addresses are registered with the Company/ Depository in accordance with the Ministry of Corporate Affairs (MCA) circular dated May 05, 2020 read with circular dated April 08, 2020, April 13, 2020 (Collectively referred as MCA (circulars) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued in view of continuing Covid-19 pandemic.

The Annual Report along with the Notice of e-AGM is available on the Company's Website www.gayatrihighways.com under the head 'Investor' in the Section 'Financial Statements' and on the website of stock exchanges i.e. BSE Limited at <https://www.bseindia.com> and National Stock Exchange of India Limited at <https://www.nseindia.com> and also available on the website of Registrar and Share Transfer Agents of the Company KFin Technologies Private Limited 'www.evoting.karvy.com'.

The shareholders who wish to attend the e-AGM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") are requested to go through the procedure laid down in the Notice of 14th e-AGM.

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 23rd September, 2020 to 29th September, 2020 (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 14th AGM of the Company. The Company has engaged KFin Technologies Private Limited 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 Friday, the 25th September, 2020 and ending at 5.00 p.m. on Monday, the 28th September, 2020 for all the shareholders, whether holding shares in physical form or in dematerialized form. The e-voting module shall be disabled by KFin Technologies Private Limited 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 e-AGM and holding shares as on the cut-off date i.e. Tuesday, 22nd September, 2020, 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. The members who have not cast their votes by remote e-voting can exercise their voting rights during the e-AGM.
4. A member may participate in the e-AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again during the e-AGM.
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 14th e-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, KFin Technologies Private Limited, Telephone No. 040 67162222, email ID: anandan.k@kfintech.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.

For Gayatri Highways Limited

Sd/-

P. Raj Kumar, Company Secretary

Place : Hyderabad

Date : 2nd September, 2020