

**Date: 28.09.2015**

**To,  
The General Manager,  
The Department of Corporate Relationship,  
The Bombay Stock Exchange Limited,  
25<sup>th</sup> Floor, Phiroz Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001**

Dear Sir/Madam,

**Sub: Outcome of 20<sup>th</sup> AGM and Disclosure under clause 35A of the Listing Agreement – Reg.,**

.....

This is to inform you that the 20<sup>th</sup> Annual General Meeting of the Company was held on Saturday i.e 26<sup>th</sup> September, 2015 at Surana Udyog Hall, The Federation of Telengana & Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B. 14, Hyderabad – 500 004 at 11.30 a.m. Whereas the resolutions as per the notice of 20<sup>th</sup> Annual General Meeting dated 14.08.2015 have been declared as passed with requisite majority.

Please find herewith the disclosure as required under clause 35A of the Listing Agreement and Scrutinizer report with regard to e-voting and poll.

This is for your kind information and record please.

Thanking you,

Yours Faithfully,  
**For GAYATRI SUGARS LIMITED**

*Munmun Baid*

**(CS MUNMUN BAID)**  
Company Secretary & Compliance officer



Encl: As above

.. & Corp. Office :  
Gayatri Sugars Limited, B2, 2nd Floor, 6-3-1090 TSR Towers  
Bhavan Road, Somajiguda, Hyderabad 500 082 Telangana

T +91 40 2341 4823 / 4826  
F +91 40 2341 4827

W www.gayatrisugars.com

Stories :

**Amareddy Unit** : Adloor Yellareddy, Sadasivanagar Mandal  
zamabad Dist. - 503 145 Telangana  
**zamsagar Unit** : Maagi, Nizamsagar Mandal  
zamabad Dist. - 503 302. Telangana

T +91 8468 248558  
F +91 8468 248559  
T +91 8465 275577

**N : L15421TG1995PLC020720**

**DISCLOSURE UNDER CLAUSE 35A OF THE LISTING AGREEMENT OF VOTING RESULTS OF THE 20<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 26<sup>TH</sup> DAY OF SEPTEMBER, 2015.**

We are pleased to inform you that the 20<sup>th</sup> Annual General Meeting of the Company was held on Saturday, the 26<sup>th</sup> September, 2015 as per the notice sent to the share holders / stock exchanges. Pursuant to the clause 35A of the Listing Agreement, details of the voting results at the said Annual General Meeting of the Company are given below in the prescribed format:

**Details of the voting results:**

<b>A</b>	<b>Name of the Company</b>	Gayatri Sugars Limited		
<b>B</b>	<b>Date of AGM</b>	26 <sup>th</sup> September, 2015		
<b>C</b>	<b>Book Closure Date</b>	23 <sup>rd</sup> September, 2015 to 26 <sup>th</sup> September, 2015 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	16033		
<b>E</b>	<b>No. of share holders present in the meeting either in person or through proxy.</b>			
	<b>Share Holders</b>	<b>Present in person</b>	<b>Present through proxy</b>	<b>Total</b>
	Promoter and promoter group	Nil	Nil	0
	Public	118	5	123
	<b>Total</b>	118	5	123
<b>F</b>	<b>No. of share holders attended the meeting through video conferencing.</b>	<b>Not arranged</b>		
	➤ Promoter and promoter group			
	➤ Public			

**Agenda -wise:**

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)</b>
1.	Adoption of Financial Statements for the Year ended 31.03.2015.	Ordinary	Poll and E-Voting
2.	Re-Appointment of T.V. Sandeep Kumar Reddy who retires by rotation.	Ordinary	Poll and E-Voting
3.	To Appoint Auditors and fix their Remuneration.	Ordinary	Poll and E-Voting
4.	Ordinary Resolution for ratification of remuneration payable to M/s. Narasimha Murthy & Co., appointed as Cost Auditors of the Company for the F.Y 2015-16.	Ordinary	Poll and E-Voting

Regd. & Corp. Office

**Gayatri Sugars Limited**, B2, 2nd Floor, 6-3-1090, TSR towers  
Raj Bhavan Road, Somajiguda, Hyderabad 500 082, Telangana

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Factories -

**Kamareddy Unit** : Adloor Yellareddy, Sadasivanagar Manda,  
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**Nizamsagar Unit** : Maagi, Nizamsagar Manda,  
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T.V. Sandeep Kumar Reddy  
www.gayatri-sugars.com



5.	Reference to the Board for Industrial and Financial Reconstruction (BIFR) on erosion of Net Worth of the Company.	Special	Poll and E-Voting
6.	Adoption of new set of Articles of Association of Company Inter-Alia pursuant to the Companies Act, 2013.	Special	Poll and E-Voting

### VOTING RESULTS

#### Poll and E-Voting:

#### **1. Adoption of Financial Statements for the Year ended 31.03.2015 – Ordinary Resolution**

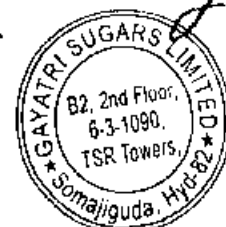
##### **MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

##### **MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

*T. Sairam Reddy*

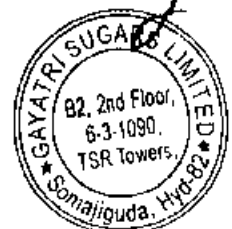


The Number of votes casted in favour of the Ordinary Resolution is **32811277** (**99.97%** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.

<b>2. Re-Appointment of T.V. Sandeep Kumar Reddy who retires by rotation – Ordinary Resolution</b>							
<b>MODE OF VOTING – E-VOTING</b>							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	25040888	25040888	100	25040888	0	100	0
<b>Public – Institutional holders</b>	1155913	0	0	0	0	0	0
<b>Public-Others</b>	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>
<b>MODE OF VOTING – POLL</b>							
<b>Promoter and Promoter Group</b>	25040888	0	0	0	0	0	0
<b>Public – Institutional holders</b>	1155913	0	0	0	0	0	0
<b>Public-Others</b>	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277** (**99.97%** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.

*T. Sairam Reddy*



**3. To Appoint Auditors and fix their Remuneration – Ordinary Resolution**
**MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277 (99.97%** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.

*T. Sarita Reddy*



**4. Ordinary Resolution for ratification of remuneration payable to M/s. Narasimha Murthy & Co., appointed as Cost Auditors of the Company for the F.Y 2015-16 – Ordinary**
**MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
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**MODE OF VOTING –POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
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<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277** (**99.97%** of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.

*T. Sairta Reddy*



**5. Reference to the Board for Industrial and Financial Reconstruction (BIFR) on erosion of Net Worth of the Company – Special Resolution**
**MODE OF VOTING – E-VOTING**

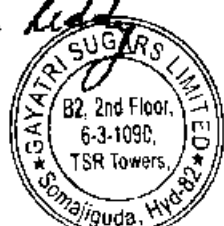
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
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**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Special Resolution is **32811277** (99.97% of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

*T. Saita Reddy*



**6. Adoption of new set of Articles of Association of Company Inter-Alia pursuant to the Companies Act, 2013 – Special Resolution**
**MODE OF VOTING – E-VOTING**

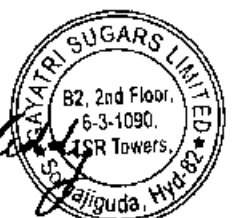
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
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**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Special Resolution is **32811277 (99.97%** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

*T. Sarita Reddy*



**(T. SARITA REDDY)**  
**CHAIRMAN OF THE MEETING**





Y. KOTESWARA RAO  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

**SCRUTINIZER'S REPORT**

To,  
The Chairman  
Gayatri Sugars Ltd  
B-2, 2<sup>nd</sup> Floor, T.S.R. Towers,  
Raj Bhavan Road, Somajiguda,  
Hyderabad – 500 082

Dear Sir,

**Sub: Scrutinizer's Report on combined e-voting and poll of M/s. Gayatri Sugars Limited Reg.,**

.....

I, Y. Koteswara Rao, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Gayatri Sugars Limited for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and also by the Chairman of the 20<sup>th</sup> Annual General Meeting on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Rules, on the resolutions contained in the notice to the 20<sup>th</sup> Annual General Meeting of the members of the Company, held on Saturday, 26<sup>th</sup> September, 2015 at Surana Udyog Hall, The Federation of Telangana & Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, P.B.14, Hyderabad – 500 004.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 20<sup>th</sup> Annual General Meeting of the members of the Company held on 26<sup>th</sup> September, 2015. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Venture Capital and Corporate Investments Private Limited, the authorised agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll (through Ballot paper) at Annual General Meeting. I, submit herewith my combined report on the results of e-voting together with that of Poll as under:





Y. KOTESWARA RAO  
**Practicing Company Secretary**  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

**COMBINED RESULTS**

Item No. of the Notice	Type of Resolution	No. of Votes Casted	Voting in favour (Assent)		Voting against (Dissent)	
			No. of votes	% of votes casted	No. of votes	% of votes casted
1. Adoption of Financial Statements for the Year ended 31.03.2015.	Ordinary	32820137	32811277	99.97	8860	0.03
2. Re-Appointment of T.V. Sandeep Kumar Reddy who retires by rotation.	Ordinary	32820137	32811277	99.97	8860	0.03
3. To Appoint Auditors and fix their Remuneration.	Ordinary	32820137	32811277	99.97	8860	0.03
4. Ordinary Resolution for ratification of remuneration payable to M/s. Narasimha Murthy & Co., appointed as Cost Auditors of the Company for the F.Y 2015-16.	Ordinary	32820137	32811277	99.97	8860	0.03
5. Reference to the Board for Industrial and Financial Reconstruction (BIFR) on erosion of Net Worth of the Company.	Special	32820137	32811277	99.97	8860	0.03
6. Adoption of new set of Articles of Association of Company Inter-Alia pursuant to the Companies Act, 2013.	Special	32820137	32811277	99.97	8860	0.03

All the above resolutions have been adopted with requisite majority.

Place: Hyderabad  
Date: 28.09.2015



  
**Y. KOTESWARA RAO**  
Practicing Company Secretary  
**Name & Signature of Scrutinizer**  
**ACS: 3785**  
**CP No. : 7427**



Y. KOTESWARA RAO

**Practicing Company Secretary**

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

Phone: 040 2308 6394 (O & R)

**VOTING RESULTS AS PER THE CLAUSE FORMAT PRESCRIBED UNDER CLAUSE 35A OF THE LISTING AGREEMENT**

**Details of the voting results:**

<b>A</b>	<b>Name of the Company</b>	Gayatri Sugars Limited		
<b>B</b>	<b>Date of EGM</b>	26 <sup>th</sup> September, 2015		
<b>C</b>	<b>Book Closure Date</b>	23 <sup>rd</sup> September, 2015 to 26 <sup>th</sup> September, 2015 (both days inclusive)		
<b>D</b>	<b>Total Share holders as on record date</b>	16033		
<b>E</b>	<b>No. of share holders present in the meeting either in person or through proxy.</b>			
	<b>Share Holders</b>	<b>Present in person</b>	<b>Present through proxy</b>	<b>Total</b>
	Promoter and promoter group	Nil	Nil	0
	Public	118	5	123
	Total	118	5	123
<b>F</b>	<b>No. of share holders attended the meeting through video conferencing.</b>			
	➤ Promoter and promoter group ➤ Public	<b>Not arranged</b>		





Y. KOTESWARA RAO

**Practicing Company Secretary**

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

Phone: 040 2308 6394 (O & R)

**Agenda -wise:**

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)
1.	Adoption of Financial Statements for the Year ended 31.03.2015.	Ordinary	Poll and E-Voting
2.	Re-Appointment of T.V. Sandeep Kumar Reddy who retires by rotation.	Ordinary	Poll and E-Voting
3.	To Appoint Auditors and fix their Remuneration.	Ordinary	Poll and E-Voting
4.	Ordinary Resolution for ratification of remuneration payable to M/s. Narasimha Murthy & Co., appointed as Cost Auditors of the Company for the F.Y 2015-16.	Ordinary	Poll and E-Voting
5.	Reference to the Board for Industrial and Financial Reconstruction (BIFR) on erosion of Net Worth of the Company.	Special	Poll and E-Voting
6.	Adoption of new set of Articles of Association of Company Inter-Alia pursuant to the Companies Act, 2013.	Special	Poll and E-Voting





Y. KOTESWARA RAO  
Practicing Company Secretary  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

### VOTING RESULTS

#### Poll and E-Voting:

1. ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2015							
MODE OF VOTING – E-VOTING							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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MODE OF VOTING – POLL							
Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277** (99.97 % of the total votes polled). Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO  
Practicing Company Secretary  
H. No. 48-345, Ganesh Nagar Colony,  
Chinthal, HMT Road, Hyderabad - 500 054  
Phone: 040 2308 6394 (O & R)

2. RE-APPOINTMENT OF T.V. SANDEEP KUMAR REDDY WHO RETIRES BY ROTATION.							
MODE OF VOTING – E-VOTING							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>
MODE OF VOTING – POLL							
Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277 (99.97 % of the total votes polled)**. Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.





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### 3. TO APPOINT AUDITORS AND FIX THEIR REMUNERATION

#### MODE OF VOTING – E-VOTING

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

#### MODE OF VOTING – POLL

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277 (99.97 % of the total votes polled)**. Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.





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**4. ORDINARY RESOLUTION FOR RATIFICATION OF REMUNERATION PAYABLE TO M/S. NARASIMHA MURTHY & CO., APPOINTED AS COST AUDITORS OF THE COMPANY FOR THE F.Y 2015-16**

**MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Ordinary Resolution is **32811277 (99.97 % of the total votes polled)**. Thus, the Ordinary Resolution has therefore been approved by the Shareholders with requisite majority.







Y. KOTESWARA RAO

Practicing Company Secretary

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**5. REFERENCE TO THE BOARD FOR INDUSTRIAL AND FINANCIAL RECONSTRUCTION (BIFR)  
ON EROSION OF NET WORTH OF THE COMPANY**

**MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Special Resolution is **32811277** (99.97 % of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,  
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**6. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY INTER-ALIA  
PURSUANT TO THE COMPANIES ACT, 2013**

**MODE OF VOTING – E-VOTING**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	25040888	25040888	100	25040888	0	100	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	7722055	44.11	7713195	8860	99.89	0.11
<b>Total (A)</b>	<b>43703643</b>	<b>32762943</b>	<b>74.97</b>	<b>32754083</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

**MODE OF VOTING – POLL**

Promoter and Promoter Group	25040888	0	0	0	0	0	0
Public – Institutional holders	1155913	0	0	0	0	0	0
Public-Others	17506842	57194	0.33	57194	0	100	0
<b>Total (B)</b>	<b>43703643</b>	<b>57194</b>	<b>0.13</b>	<b>57194</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total of (A)+(B)</b>		<b>32820137</b>	<b>75</b>	<b>32811277</b>	<b>8860</b>	<b>99.97</b>	<b>0.03</b>

The Number of votes casted in favour of the Special Resolution is **32811277** (**99.97 %** of the total votes polled). Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

Place: Hyderabad  
Date: 28.09.2015



**Y. KOTESWARA RAO**

Practicing Company Secretary

**Name & Signature of Scrutinizer**

**ACS: 3785**

**CP No. : 7427**