



GPL

FORM NO. CAA.3
[Pursuant to section 230(5) and rule 8]

In The Matter of Compromise and /or Arrangement between Gayatri Projects Limited (Transferee / Demerged Company) and Gayatri Infra Ventures Limited (Transferor Company) and Gayatri Domicile Private Limited (Resulting Company) and their respective Shareholders

NOTICE TO CENTRAL GOVERNMENT, REGULATORY AUTHORITIES

17th January, 2017

To
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai,
Maharashtra 400001

Ref: BSE Code: 532767

NOTICE UNDER SECTION 230(5) OF THE COMPANIES ACT, 2013

Notice is hereby given in pursuance, of sub-section (5) of section 230 of the Companies Act, 2013, that as directed by the Hon'ble High Court of Judicature at Hyderabad, by an order made on 5th December, 2016 passed in Company Application No. 1620 of 2016, under section 391-394 of the Companies Act, 1956, to consider and approve the Composite Scheme of Arrangement between Gayatri Projects Limited (Transferee / Demerged Company) and Gayatri Infra Ventures Limited (Transferor Company) and Gayatri Domicile Private Limited (Resulting Company) and their respective Shareholders. (hereinafter referred to as the 'Scheme')

1. A Meeting of the shareholders of the Transferee Company to be held at 10.00 AM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.
2. A Meeting of the secured creditors of the Transferee Company to be held at 12.30 PM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.
3. A Meeting of the unsecured creditors of the Transferee Company to be held at 2.00 PM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.

A copy of the printed booklets sent to the shareholders, secured creditors and unsecured creditors of Gayatri Projects Limited (Transferee / Demerged Company) which, Inter alia, contain notice, explanatory

statement under section 393 of the Companies Act,1956 read with section 102 and section 230 of the Companies Act, 2013, Scheme, Form of Proxy and the Attendance Slip are enclosed as **Annexure A**. A copy of the order made on 5th December, 2016 passed by Hon'ble High Court of Judicature at Hyderabad in the aforementioned Company Application No.1620 of 2016 is also enclosed as **Annexure B**.

Also please note that we have already obtained the approval of the Scheme in terms of SEBI Circular No CIR/CFD/CMD/16/2015 dated November 30, 2015 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 from BSE Limited vide observation letter dated October 20, 2016 and from NSE Limited vide observation letter dated October 20, 2016 which is enclosed as **Annexure C** and **Annexure D** respectively. As indicated in the said observation letters, we undertake to submit the documents as stated therein post approval of the Scheme by the relevant authority.

Please note that with effect from 15th December, 2016, all proceedings relating to compromise, arrangements and reconstruction pending before the High Court are transferred to National Company Law Tribunal. Once the papers in respect of aforementioned Company Application No.1620 of 2016 filed before the Hon'ble High Court of Bombay at Mumbai are transferred to the Hon'ble Tribunal, the Hon'ble Tribunal may direct giving separate number to the aforementioned Company Application No. 1620 of 2016. As and when such separate number, if any, is given to the aforementioned Company Application No. 1620 of 2016, we shall inform you of the same by separate notice/communication.

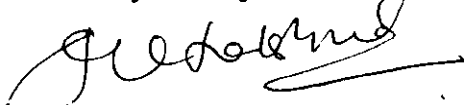
You are hereby informed that representations, if any, in connection with the proposed Scheme may be made to the National Company Law Tribunal, Bench, at Hyderabad (Hon'ble Tribunal) within thirty (30) days from the date of receipt of this notice. The address of the Hon'ble Tribunal is 141, 2-100, Thirumala Residency Rd No 1, Tirumala Residency Colony, R Krishnaiah Nagar, Hyderabad, Telangana 500068. Copy of the representation may simultaneously be sent to M/s. Gayatri Projects Limited at its registered office at TSR Towers, B-1, 6-3-1090, Rajbhavan Road, Somajiguda, Hyderabad, Telangana – 500082.

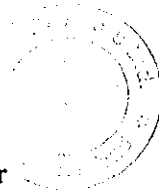
In case no representation is received within the stated period of thirty (30) days, it shall be presumed that you have no representation to make on the proposed scheme

Dated this 17th day of January 2017

Place: Hyderabad

For M/s. Gayatri Projects Limited


(I.V. LASKHMI)
Company Secretary and Compliance Officer
Enclosure: As Above





GPL

FORM NO. CAA.3
[Pursuant to section 230(5) and rule 8]

In The Matter of Compromise and /or Arrangement between Gayatri Projects Limited (Transferee / Demerged Company) and Gayatri Infra Ventures Limited (Transferor Company) and Gayatri Domicile Private Limited (Resulting Company) and their respective Shareholders

NOTICE TO CENTRAL GOVERNMENT, REGULATORY AUTHORITIES

17th January, 2017

To
NSE Limited,
Exchange Plaza, C-1,
Block G, Bandra Kurla Complex,
Bandra (E), Mumbai,
Maharashtra 400051

Ref: NSE Code: GAYAPROJ

NOTICE UNDER SECTION 230(5) OF THE COMPANIES ACT, 2013

Notice is hereby given in pursuance, of sub-section (5) of section 230 of the Companies Act, 2013, that as directed by the Hon'ble High Court of Judicature at Hyderabad, by an order made on 5th December, 2016 passed in Company Application No. 1620 of 2016, under section 391-394 of the Companies Act, 1956, to consider and approve the Composite Scheme of Arrangement between Gayatri Projects Limited (Transferee / Demerged Company) and Gayatri Infra Ventures Limited (Transferor Company) and Gayatri Domicile Private Limited (Resulting Company) and their respective Shareholders. (hereinafter referred to as the 'Scheme')

1. A Meeting of the shareholders of the Transferee Company to be held at 10.00 AM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.
2. A Meeting of the secured creditors of the Transferee Company to be held at 12.30 PM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.
3. A Meeting of the unsecured creditors of the Transferee Company to be held at 2.00 PM on Monday 23rd January 2017 at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841 Red Hills, Hyderabad 500 004.

A copy of the printed booklets sent to the shareholders, secured creditors and unsecured creditors of Gayatri Projects Limited (Transferee / Demerged Company) which, Inter alia, contain notice, explanatory

statement under section 393 of the Companies Act,1956 read with section 102 and section 230 of the Companies Act, 2013, Scheme, Form of Proxy and the Attendance Slip are enclosed as **Annexure A**. A copy of the order made on 5th December, 2016 passed by Hon'ble High Court of Judicature at Hyderabad in the aforementioned Company Application No.1620 of 2016 is also enclosed as **Annexure B**.

Also please note that we have already obtained the approval of the Scheme in terms of SEBI Circular No CIR/CFD/CMD/16/2015 dated November 30, 2015 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 from BSE Limited vide observation letter dated October 20, 2016 and from NSE Limited vide observation letter dated October 20, 2016 which is enclosed as **Annexure C** and **Annexure D** respectively. As indicated in the said observation letters, we undertake to submit the documents as stated therein post approval of the Scheme by the relevant authority.

Please note that with effect from 15th December, 2016, all proceedings relating to compromise, arrangements and reconstruction pending before the High Court are transferred to National Company Law Tribunal. Once the papers in respect of aforementioned Company Application No.1620 of 2016 filed before the Hon'ble High Court of Bombay at Mumbai are transferred to the Hon'ble Tribunal, the Hon'ble Tribunal may direct giving separate number to the aforementioned Company Application No. 1620 of 2016. As and when such separate number, if any, is given to the aforementioned Company Application No. 1620 of 2016, we shall inform you of the same by separate notice/communication.

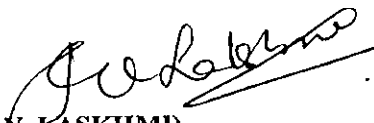
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In case no representation is received within the stated period of thirty (30) days, it shall be presumed that you have no representation to make on the proposed scheme

Dated this 17th day of January 2017

Place: Hyderabad

For M/s. Gayatri Projects Limited


(I.V. LASKHMI)
Company Secretary and Compliance Officer
Enclosure: As Above



MONDAY, THE FIFTH DAY OF DECEMBER
TWO THOUSAND AND SIXTEEN

:PRESENT:

THE HON'BLE SRI JUSTICE A.RAMALINGESWARA RAO

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

Application under Sections 391 to 394 of the Companies Act, 1956, r/w 67 of the Companies (Court) Rules, 1959, praying that this Hon'ble Court may be pleased to convene the meetings of the equity shareholders, secured creditors and unsecured creditors of the Applicant Company.

This Application coming on for orders upon reading the Judge's Summon and the affidavit dated 25-11-2016 and filed by Smt. I.V.Lakshmi, Company Secretary of the Applicant Company in support of the Application and upon hearing the arguments of Sri V.S.Raju, Advocate for the Applicant.

The Court made the following Order:

A scheme was proposed involving the merger of M/s.Gayatri Infra Ventures Limited/Transferor Company, the applicant in Company Application No.1621 of 2016, with M/s.Gayatri Projects Limited/Demerged /Transferee Company, the applicant in Company Application No.1620 of 2016, and demerger of infrastructure road BOT assets business from the demerged company to M/s.Gayatri Domicile

Private Limited/ Resulting Company, the applicant in Company Application No.1622 of 2016.

Company Application No.1620 of 2016 is filed for considering the said scheme in the meetings of the shareholders, secured creditors and unsecured creditors for the said purpose.

Sri T. Janardhan Reddy, Advocate, # 18, Mehdipatnam Colony, Hyderabad (Mobile No.9849046507), is appointed as Chairperson for holding the meeting of the shareholders of the transferee company to be held at 10:00 AM on Monday 23rd January, 2017, at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad – 500 004, and the quorum is fixed as thirty (30) equity shareholders in the said equity shareholders meeting.

Sri T. Janardhan Reddy, Advocate, # 18, Mehdipatnam Colony, Hyderabad (Mobile No.9849046507), is also appointed as Chairperson for holding the meeting of the secured creditors of the transferee company to be held at 12:30 PM on Monday 23rd January, 2017, at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad – 500 004, and the quorum is fixed as two (2) secured creditors in the said secured creditors meeting.

Smt.M.Bhagyasri, Advocate, H.No.13-14-114, Flat No.103, Plot No.10, Kodandaram Nagar, P&T Colony, Near Post Office, Dilsukhnagar, Hyderabad - 500060, (Mobile Nos.8801164274 and 9391130085) is appointed as Chairperson for holding the meeting of the unsecured creditors of the transferee company to be held at 2:00 PM on Monday 23rd January, 2017, at the Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Federation House, 11-6-841, Red Hills, Hyderabad – 500 004, and the quorum is fixed as two (2) unsecured creditors in the said unsecured creditors meeting.

The Chairpersons shall permit the shareholders, secured creditors and unsecured creditors to be present in person or through their proxy in the said meetings and cause the notice of the meetings be published in "Business Standard" English daily published from Hyderabad and "Andhra Bhoomi" Telugu daily published from Hyderabad.

The fee of the Chairperson of the meetings of the shareholders and secured creditors is fixed at Rs.75,000/- (Rupees Seventy Five Thousand only) excluding the postal charges and conveyance charges.

The fee of the Chairperson of the meeting of unsecured creditors is fixed at Rs.30,000/- (Rupees Thirty Thousand only) excluding the postal charges and conveyance charges.

The fees shall be paid by the applicant company.

It is needless to observe that the Chairpersons shall follow due procedure as contemplated under the provisions of the Companies Act and the rules made therein while conducting the meetings and shall submit reports to this Court by 06.02.2017.

The Company Application is, accordingly, ordered to the extent indicated above.

Post on 06.02.2017 for filing reports of the Chairpersons.

Sd/- R.L.N.CHARYULU
JOINT REGISTRAR

// TRUE COPY //


SECTION OFFICER

To

1. Smt.I.V.Lakshmi, Company Secretary, M/s.Gayatri Projects Limited, R/o.TSR Towers, B-1, 6-3-1090, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana.
2. The Official Liquidator, High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh, 1st Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
3. The Registrar of Companies, Ministry of Corporate Affairs, Government of India, 2nd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
4. The Regional Director, South East Region, Ministry of Corporate Affairs, 3rd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
5. The Section Officer, O.S. Section, High Court at Hyderabad.
6. Sri T.Janardhan Reddy, Advocate, # 18, Mehdipatnam Colony, Hyderabad, Mobile No.9849046507.
7. Smt.M.Bhagyasri, Advocate, 13-14-114, Flat No.103, Plot No.10, Kodandaram Nagar, P & T Colony, Near Post Officer, Dilsukhnagar, Hyderabad, Mobile Nos.8801164274 & 9391130085.
8. One CC to Sri V.S.Raju, Advocate (opuc)
9. Two C.D. Copies.

MRC



HIGH COURT

DT: 05-12-2016

ORDER

C.A.NO.1620 OF 2016

ORDERING THE COMPANY APPLICATION.

10 - COPIES
ASR
24/12/16

MONDAY, THE FIFTH DAY OF DECEMBER
TWO THOUSAND AND SIXTEEN

:PRESENT:

THE HON'BLE SRI JUSTICE A.RAMALINGESWARA RAO

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

Application under Sections 391 to 394 of the Companies Act, 1956, r/w 67
of the Companies (Court) Rules, 1959, praying that this Hon'ble Court may be
pleased to convene the meetings of the equity shareholders, secured creditors
and unsecured creditors of the Applicant Company.

This Application coming on for orders upon reading the Judge's Summon
and the affidavit dated 25-11-2016 and filed by Smt. I.V.Lakshmi, Company
Secretary of the Applicant Company in support of the Application and upon
hearing the arguments of Sri V.S.Raju, Advocate for the Applicant.

IT IS ORDERED:

1. That the meeting of the shareholders of the applicant Company i.e.
Gayatri Projects Limited, shall be convened at 10.00 AM on 23-01-2017
and meeting of the Secured Creditors of the transferee company shall
be convened on 23-01-2017 at 12.30 PM at Federation of Telangana
and Andhra Pradesh Chambers Commerce and Industry Federation,
House 11 6 841, Red Hills, Hyderabad-500 004, for the purpose of

Company i.e. M/s. Gayatri Projects Limited.

2. That at least 21 days before the day appointed for the meeting of the shareholders and unsecured creditors of the applicant Company an advertisement convening the same and stating that copies of the said arrangement and of the statement required to be furnished pursuant to Section 393 and forms of proxy can be obtained free of charge at the registered office of the Company or at the Office of its Advocate shall be made in one issue of the English daily "Business Standard" published from Hyderabad and in "Andhra Bhoomi" Telugu daily published from Hyderabad.
3. That in addition, at least 21 clear days before the meeting to be held as aforesaid, a notice convening the said meeting at the place and time aforesaid together with a copy of the said arrangement, a copy of the statement required to be sent under Section 393 and the prescribed form of proxy, shall be sent by prepaid letter post under certificate of posting addressed to each of the creditors of the applicant Company at their respective registered or last known addresses, and shall file an affidavit of service of notices under Rule 74 of the Rules;
4. That the advocate for the Company above named do within 30 days from this date file in Court the form of the advertisement, the notice and the statement to accompany the notice and the same shall be settled by the Registrar of this Court;
5. That Sri T. Janardhan Reddy, Advocate, Mobile No. 9849046507, is appointed as Chairperson to convene the meeting of the Secured Creditors and Shareholders of the Transferee Company to be held on 23-01-2017 at 10.00 AM and at 12.30 PM at Federation of Telangana & A.P. Chambers of Commerce and Industry, Federation House 11-6-841, Red Hills, Hyderabad.
6. That the Chairperson shall issue advertisement and sent out the notices of the meetings preferred to above;
7. That the quorum for each of the said meeting is fixed as 2 (two) Secured Creditors as per the articles of the association of the Company;
8. That the voting by proxy be permitted subject to the provision of Section 176 of the Companies Act, 1956;
9. That the value of each creditor shall be in accordance with the books of the Company and where the entries in the books are disputed the Chairperson shall determine the value for purpose of the meeting;


10. That the remuneration for the Chairperson is fixed at Rs.75,000/- (Rupees Seventy five thousand only) in addition to the usual incidental expenses which shall be payable by the applicant-company;
11. That it is further ordered that the Chairperson do report to this Court the result of the said meeting in Form-39 under Rule 78 of the Companies (Court) Rules, 1959, on or before 06-02-2017 and the said report shall be verified by his affidavit;

Dated: this Monday, Fifth day of December, Two Thousand and Sixteen

(By the Court)

Sd/- R.L.N.CHARYULU
JOINT REGISTRAR

// TRUE COPY //


SECTION OFFICER

To

1. Smt.I.V.Lakshmi, Company Secretary, M/s.Gayatri Projects Limited, R/o.TSR Towers, B-1, 6-3-1090, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana.
2. The Official Liquidator, High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh, 1st Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
3. The Registrar of Companies, Ministry of Corporate Affairs, Government of India, 2nd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
4. The Regional Director, South East Region, Ministry of Corporate Affairs, 3rd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
5. The Section Officer, O.S. Section, High Court at Hyderabad.
6. Sri T.Janardhan Reddy, Advocate, # 18, Mehdipatnam Colony, Hyderabad, Mobile No.9849046507.
7. Smt.M.Bhagyasri, Advocate, 13-14-114, Flat No.103, Plot No.10, Kodandaram Nagar, P & T Colony, Near Post Officer, Dilsukhnagar, Hyderabad, Mobile Nos.8801164274 & 9391130085.
8. One CC to Sri V.S.Raju, Advocate (opuc)
9. Two C.D. Copies.

MRC



HIGH COURT
DT: 05-12-2016

DECREE

C.A.NO.1620 OF 2016

ORDERING THE COMPANY APPLICATION.

10 - copies
ASR
24/12/16

MONDAY, THE FIFTH DAY OF DECEMBER
TWO THOUSAND AND SIXTEEN

:PRESENT:

THE HON'BLE SRI JUSTICE A.RAMALINGESWARA RAO

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

Application under Sections 391 to 394 of the Companies Act, 1956, r/w 67
of the Companies (Court) Rules, 1959, praying that this Hon'ble Court may be
pleased to convene the meetings of the equity shareholders, secured creditors
and unsecured creditors of the Applicant Company.

This Application coming on for orders upon reading the Judge's Summon
and the affidavit dated 25-11-2016 and filed by Smt. I.V.Lakshmi, Company
Secretary of the Applicant Company in support of the Application and upon
hearing the arguments of Sri V.S.Raju, Advocate for the Applicant.

IT IS ORDERED:

1. That the meeting of the shareholders of the applicant Company i.e.

Gayatri Projects Limited, shall be convened at 2.00 PM on Monday

23-01-2017 at Federation of Telangana and A.P. Chambers of
Commerce and Industry, Federation House 11-6-841, Red Hills,
Hyderabad-500 004 for the purpose of considering the proposed

Limited the applicant Transferee Company and a meeting of the Unsecured Creditors of the Transferee Company be called at the Federation of Telangana and A.P. Chambers of Commerce and Industry, Federation House 11-6-841, Red Hills, Hyderabad.

2. That at least 21 days before the day appointed for the meeting of the shareholders and unsecured creditors of the applicant Company an advertisement convening the same and stating that copies of the said arrangement and of the statement required to be furnished pursuant to Section 393 and forms of proxy can be obtained free of charge at the registered office of the Company or at the Office of its Advocate shall be made in one issue of the English daily "Business Standard" published from Hyderabad and in "Andhra Bhoomi" Telugu daily published from Hyderabad.
3. That in addition, at least 21 clear days before the meeting to be held as aforesaid, a notice convening the said meeting at the place and time aforesaid together with a copy of the said arrangement, a copy of the statement required to be sent under Section 393 and the prescribed form of proxy, shall be sent by prepaid letter post under certificate of posting addressed to each of the creditors of the applicant Company at their respective registered or last known addresses, and shall file an affidavit of service of notices under Rule 74 of the Rules;
4. That the advocate for the Company above named do within 30 days from this date file in Court the form of the advertisement, the notice and the statement to accompany the notice and the same shall be settled by the Registrar of this Court;
5. That Smt.M.Bhagyasri, Advocate, Mobile No.8801164274, is appointed as Chairperson to convene the meeting of the Unsecured Creditors of the Transferee Company to be held on 23-01-2017 at 2.00 PM at Federation of Telangana & A.P. Chambers of Commerce and Industry, Federation House 11-6-841, Red Hills, Hyderabad.
6. That the Chairperson shall issue advertisement and sent out the notices of the meetings preferred to above;
7. That the quorum for the said meeting shall be as per the articles of the association of the Company;
8. That the voting by proxy be permitted subject to the provision of Section 176 of the Companies Act, 1956;
9. That the value of each creditor shall be in accordance with the books of the Company and where the entries in the books are

disputed the Chairperson shall determine the value for purpose of the meeting;


10. That the remuneration for the Chairperson is fixed at Rs.30,000/- (Rupees Thirty thousand only) in addition to the usual incidental expenses which shall be payable by the applicant-company;
11. That it is further ordered that the Chairperson do report to this Court the result of the said meeting in Form-39 under Rule 78 of the Companies (Court) Rules, 1959, on or before 06-02-2017 and the said report shall be verified by his affidavit;

Dated: this Monday, Fifth day of December, Two Thousand and Sixteen

(By the Court)

Sd/- R.L.N.CHARYULU
JOINT REGISTRAR

// TRUE COPY //


SECTION OFFICER

To

1. Smt.I.V.Lakshmi, Company Secretary, M/s.Gayatri Projects Limited, R/o.TSR Towers, B-1, 6-3-1090, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana.
2. The Official Liquidator, High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh, 1st Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
3. The Registrar of Companies, Ministry of Corporate Affairs, Government of India, 2nd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandal, Ranga Reddy District, Telangana State, Pin Code: 500 680.
4. The Regional Director, South East Region, Ministry of Corporate Affairs, 3rd Floor, Corporate Bhawan, Nagole, Bandlaguda, Thattiannaram Village, Hayatnagar Mandai, Ranga Reddy District, Telangana State, Pin Code: 500 680.
5. The Section Officer, O.S. Section, High Court at Hyderabad.
6. Sri T.Janardhan Reddy, Advocate, # 18, Mehdipatnam Colony, Hyderabad, Mobile No.9849046507.
7. Smt.M.Bhagyasri, Advocate, 13-14-114, Flat No.103, Plot No.10, Kodandaram Nagar, P & T Colony, Near Post Officer, Dilsukhnagar, Hyderabad, Mobile Nos.8801164274 & 9391130085.
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MRC



HIGH COURT

DT: 05-12-2016

DECREE

C.A.NO.1620 OF 2016

ORDERING THE COMPANY APPLICATION.

10-copies
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24/12/16