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## **Notice**

82nd (Eighty Second.) Annual General Meeting ("AGM") of the Id on Thursday, September 22, 2022 at 10.00 A.M. (IST) through Audio Visual Means (OAVM) to transact the business as set out AGM ("the Notice"). The said notice of AGM is available on the Ideindia.com and on website of National Securities Depository com and has also been forwarded to the Stock Exchanges where sted enabling them; to discompisate the stock Exchanges where sted, enabling them to disseminate the same on their respective nd www.bseindia.com.

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Pandemic, pursuant to the General.Circular numbers 14/2020 ated 13th April, 2020, 20/2020 dated 5th May, 2020, General anuary, 2021, 19/2021 dated December 8,2021, 21/2021 dated lated May 5, 2022; issued by the Ministry of Corporate Affairs /CFD/CMD1/CIR/P/2022/79 dated May 12, 2020 and SEBI/HO/ anuary 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated less and Exchange Board of India ("SEBI") (hereinafter collectively mpanies are allowed to hold AGM through VC/OAVM, without at a common venue. In compliance with the aforesaid Circulars, and the SEBI (Listing Obligations and Disclosure Requirements) ions"), the 82nd AGM of the Company will be held through VC/

rs, the Notice convening the 82nd AGM along with the Annual ncial Statement for the financial year ended March 31, 2022 gust 29, 2022 to those members whose e-mail address(es) are sitary Participant(s)/Registrar and Share Transfer Agent ("RTA")

on 108 of the Companies Act, 2013 read with Rule 20 of the ministration) Rules, 2014 (as amended from time to time), tions, 2015, and the relevant Circulars there under, the Company nots, 2015, and the relevant circulars there under, the company ng to its Members in respect of the business to be transacted at npany has entered into an agreement with NSDL for facilitating the authorize dagency. The facility of casting votes by a member f the AGM will be provided by NSDL.

ed that:-

e Notice of 82nd AGM shall be transacted through electronic

ing the eligi bility to vote through electronic means shall be 2. Persons vyhose name is recorded in the register of members awners main tained as on cut-off date, only shall be entitled to ing as well as the e-voting at the AGM.

from Monday, September 19, 2022 (9.00 A.M. - IST) and ends 2022 (5:00 I?.M. - IST). Thereafter, the e-voting module shall be ill not be allowed after the last date of the e-voting period.

es and becomes a member of the Company after the dispatch as on cut-off date i.e. Wednesday, September 14, 2022, may by sending a request on evoting@nsdl.co.in to cast their vote

eir vote by e-voting prior to the meeting may also attend the d to cast their vote during the meeting.

nd e-voting during the AGM, for members holding shares in those members who have registered their e-mail e Notice of AGM.

Company Secretary, Mumbai, have been appointed as the otting process in a fair and transparent manner. The results Report within the prescribed period shall be displayed on the communicated to the BSE Limited and National Stock Exchange the Companies are listed.

oress their views/have questions may send their questions in nat account number/folio number, email id, mobile number at vill be replied by the company suitably.

s their views/ask questions as a speaker at the Meeting may request from their registered e-mail address mentioning their number; PAN and mobile number at investors@fdcindia.com 122 (9.00 a.m. IST) and Wednesday, September 14, 2022 (5.00 have pre-registered themselves as a speaker will be allowed to iring the AGM. The Company reserves the right to restrict the eavailability of time for the AGM.

, members may refer to the Section 'E-voting Process' in the In case you have any queries or grievances regarding e-voting, d Questions ("FAQs") and e-voting manual available at the dl.coin, or call on toll free no.: 1800 1020 990 and 1800 22 44 hal at evoting@nsdl.co.in

By order of the Board of Directors For FDC Limited Sd/ Varsharani Katre



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

## NOTICE OF 16TH ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION

NOTICE is hereby given that the 16th Annual General Meeting (e-AGM) of the Company will be held on Wednesday, the 28th September, 2022 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 without physical presence of the members at a common venue, in compliance with the provisions of the Companies Act, 2013 and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 as amended (Listing Regulations), read with General Circular Nos. 14' 2020, 17/2020, 20/2020, 02/2021 and 2/2022 dated 08th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021 and 05th May, 2022 respectively, (collectively referred to as 'MCA Circulars') and Circulars dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 (collectively referred to as 'SEBI Circulars'), to transact the businesses as set out in the Notice convening the 16th e-AGM.

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 businesses to be transacted at the e-AGM and Annual Report of the Company for the Financial Year ended 31st March, 2022and 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/Depositary.

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 Limited (Previously known as KFin Technologies Private Limited) 'https:// evoting.kfintech.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  $16^{th}$  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 from 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 22<sup>rd</sup>September, 2022 to 28<sup>th</sup> September, 2022 (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 16th AGM of the Company. The Company has engaged KFin Technologies Limitedas 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 Saturday, the 24th September, 2022 and ending at 5.00 p.m. on Tuesday, the 27th September, 2022 for all the shareholders, whether holding shares in physical form or in dematerialized form. The e-voting module shall be disabled by KFin Technologies Limited for voting thereafter. Remote e-voting shall not be allowed beyond the said date and time.

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, 20th September, 2022, may obtain the User ID and Password by sending an e-mail request to evoting@kfintech.com or in the manner as detailed in the AGM notice.

The members who have not cast their votes by remote e-voting can exercise their voting rights during the e-AGM. A member may participate in the e-AGM even after exercising his/her right to vote throughremote e-voting, but shall not be allowed to vote again during the e-AGM.

The Company has appointed Mr. C.N. Kranthi Kumar, Practising Company Secretary as the Scrutinizer to scrutinize the e-voting process at AGM in a fair and transparent manner.

The detailed procedure /instructions for e-voting are contained in the Notice of 16<sup>th</sup>e-AGM on the Company's website www.gayatrihighways.com.

Incase 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 <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a> 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 KFin Technologies Limited, Telephone No.1800-345-4001, email ID:evoting@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 For Gayatri Highways Limited

Place: Hyderabad 29th August, 2022

Sd/-P. RAJ KUMAR Company Secretary

