



Date: February 14, 2015

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

**To,
The Secretary,
National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Plot No.C/1 , G Block
Bandra Kurla Complex ,Bandra (East)
Mumbai -400 051.**

Dear Sir/Madam,

**Sub: Intimation of the Outcome of Board Meeting – Reg.,
Ref: Our Board Meeting Notice Dated 5th February, 2015.**

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We wish to inform you that the Board of Directors of the Company at their meeting held today, i.e. 14th February, 2015 has approved inter alia following:

- The Un-Audited Financial Results for the quarter ended 31st December, 2014.
- During the quarter, the lenders of the Company have approved debt restructuring plan of the Company under Joint Lenders Forum (JLF). As a result of the said restructure plan, the short term loans of the Company have been recognised into long term, based on cash flows of the Company and interest rates on various credit facilities have been reduced with effect from 1st July, 2014 and accordingly the interest amount of Rs.1757.73 lakhs is reduced from the finance costs during the quarter. Board has taken note of the same.
- As per the letter received from NSE dated 26.12.2014 regarding manner of dealing with Qualified Audit Reports filed by the Listed Companies, the Company has accounted for its share of loss in IJM-Gayatri Joint Venture amounting to Rs.4500.82 lakhs in this quarter i.e 31.12.2014.

A Copy of the results and Limited Review Report for the quarter ended 31.12.2014 issued by the Statutory Auditors is enclosed for your information.

Kindly acknowledge the receipt of this letter.

This is for your information and necessary dissemination.

Thanking you,

Yours truly,

For GAYATRI PROJETS LIMITED


(CS I.V.LAKSHMI)
Company Secretary & Compliance officer



GAYATRI PROJECTS LIMITED

CIN: L99999TG1989PLC057289

Regd. Office: B1, TSR TOWERS, 6-3-1090, RAJ BHAVAN ROAD, SOMAJIGUDA, HYDERABAD-500082
UNAUDITED FINANCIAL RESULTS FOR THE QUARTER & NINE MONTHS ENDED 31st DECEMBER 2014

(₹ in Lakhs)

S.No	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from Operations						
	a. Net Sales / Income from Operations (Ref. Note No.5)	39,160.18	30,355.38	42,042.76	1,03,613.30	1,30,874.72	1,80,634.68
	b. Other Operating Income	94.44	277.40	117.78	492.85	528.29	618.54
	Total income from operations (net)	39,254.62	30,632.78	42,160.54	1,04,106.15	1,31,403.01	1,81,253.22
2	Expenses						
	a. Cost of Materials Consumed & Work Exp. (Ref. Note No.6)	38,556.99	24,059.31	34,779.18	89,906.82	1,05,661.82	1,49,826.05
	b. Changes in Inventories and Work in Progress	(4,368.78)	142.74	513.41	(4,098.25)	181.35	(3,576.78)
	c. Employee Benefits Expense	820.09	914.67	1,100.48	2,596.76	3,238.72	4,096.31
	d. Depreciation and Amortization	672.96	724.21	763.66	2,171.10	2,281.25	2,997.75
	e. Other Expenditure	959.18	686.14	577.60	2,411.53	3,430.09	3,938.31
	Total expenses	36,640.44	26,527.07	37,734.33	92,987.96	1,14,793.23	1,57,281.64
3	Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)	2,614.18	4,105.71	4,426.21	11,118.19	16,609.78	23,971.58
4	Other Income	113.22	44.72	92.67	181.19	164.48	248.63
5	Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3+4)	2,727.40	4,150.43	4,518.88	11,299.38	16,774.26	24,220.21
6	Finance Costs (Refer Note No.4 below)	2,265.12	4,048.05	4,186.76	10,346.26	11,762.24	15,972.69
7	Profit / (Loss) from Ordinary Activities After Finance Costs but before Exceptional Items (5-6)	462.28	102.38	332.12	953.12	5,012.02	8,247.52
8	Exceptional Items	-	-	-	-	-	-
9	Profit / (Loss) from Ordinary Activities before tax (7+8)	462.28	102.38	332.12	953.12	5,012.02	8,247.52
10	Tax Expense	189.59	(11.12)	170.03	343.26	1,853.99	3,486.79
11	Net Profit/(Loss) from Ordinary Activities after tax (9-10)	272.69	113.50	162.09	609.86	3,158.03	4,760.73
12	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11-12)	272.69	113.50	162.09	609.86	3,158.03	4,760.73
14	Paid Up Equity Share Capital (Face Value Rs.10/- per Share)	3,022.70	3,022.70	3,022.70	3,022.70	3,022.70	3,022.70
15	Reserves excluding revaluation reserves as per Balance Sheet of previous accounting year						63,573.62
16.i	Earnings Per Share before extraordinary items (of Rs.10/- each not annualised)						
	- Basic	0.90	0.38	0.54	2.02	10.45	15.75
	- Diluted	0.90	0.38	0.54	2.02	10.45	15.75
16.ii	Earnings Per Share after extraordinary items (of Rs.10/- each not annualised)						
	- Basic	0.90	0.38	0.54	2.02	10.45	15.75
	- Diluted	0.90	0.38	0.54	2.02	10.45	15.75
A	PARTICULARS OF SHAREHOLDING						
1	Public Shareholding						
	- Number of shares	1,50,15,458	1,50,15,458	1,50,15,458	1,50,15,458	1,50,15,458	1,50,15,458
	- Percentage of Shareholding	49.68%	49.68%	49.68%	49.68%	49.68%	49.68%
2	Promoters and promoter group shareholdings						
	a) Pledged / Encumbered						
	- Number of shares	1,51,87,955	1,51,87,955	1,51,87,955	1,51,87,955	1,51,87,955	1,51,87,955
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	99.84%	99.84%	99.84%	99.84%	99.84%	99.84%
	- Percentage of shares (as a % of the total share capital of the company)	50.24%	50.24%	50.24%	50.24%	50.24%	50.24%
	b) Non-Encumbered						
	- Number of shares	23,581	23,581	23,581	23,581	23,581	23,581
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.16%	0.16%	0.16%	0.16%	0.16%	0.16%
	- Percentage of shares (as a % of the total share capital of the company)	0.08%	0.08%	0.08%	0.08%	0.08%	0.08%
B	INVESTOR COMPLAINTS	3 months ended 31.12.2014					
	Pending at the beginning of the quarter	Nil					
	Received during the quarter	1					
	Disposed of during the quarter	1					
	Remaining unresolved at the end of the quarter	Nil					

Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on 14th February, 2015.
- The Company does not have more than one reportable segment. Accordingly, pursuant to Accounting Standard (AS-17) on segment reporting, segment information is not applicable.
- The Statutory Auditors have carried out the "Limited Review" of the Results for the Quarter Ended December 31, 2014.
- Finance cost for the quarter includes ₹ 166.09 lakhs towards foreign exchange translation Loss on External Commercial Borrowing facility.
- During the quarter under review, the claims made by the Company amounting to ₹ 4518.20 lakhs, which can be reliably measured and are pending advanced stage have been recognized as income. The above claims are awarded in favor of the Company/JV in the Arbitration/District Courts and have reached with High Courts. Considering the fact that the awards have reached finality for the determination of the amounts of such claims and that the Company has received favourable awards from Arbitration/District Courts, the management is confident that the claims will get favourable verdict from the courts.
- As per the letter received from NSE dtd. 26/12/2014 regarding manner of dealing with the Qualified Audit Reports filed by the Listed Companies, the Company has accounted for its share of loss in IJM-Gayatri Joint Venture amounting to ₹ 4500.82 lakhs in this quarter which was hitherto a subject matter of qualification by the auditors in previous years. This is accounted as per the SEBI Circular No.CIR/CFD/DIL/07/2012 Dtd., August 13, 2012 and SEBI's clarificatory circular CIR/CFD/DIL/9/2013 Dtd June 05, 2013.
- During the quarter under review, the lenders of the Company have approved debt restructuring plan of the Company under Joint Lender Forum. As a result of the said restructure plan, the short term loans of the Company have been reorganized into long term, based on cash flows of the Company and interest rates on various credit facilities have been reduced with effect from 1st July 2014 and accordingly interest amount of ₹1757.73 lakhs is reduced from the finance costs during the quarter.
- The Company is in the process of technically evaluating the useful life of the assets vis-à-vis the useful lives stated under Schedule II to the Companies Act, 2013. Pending such evaluation, depreciation for the quarter and nine months ended 31st December 2014 has been calculated by applying the rates prescribed in schedule XIV of the Companies Act 1956. On completion of the technical evaluation of estimated useful life of the assets, differential depreciation if any, will be adjusted in the subsequent period.
- Figures have been regrouped and recasted wherever necessary.

By Order of the Board
For Gayatri Projects Limited
T.V.SANDEEP KUMAR REDDY
Managing Director

Place: Hyderabad
Date: 14th February, 2015

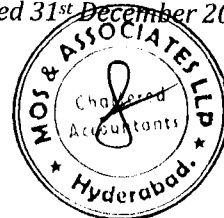


LIMITED REVIEW REPORT

To
The Board of Directors
Gayatri Projects Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results of **M/s. Gayatri Projects Limited ('the Company')** for the quarter and nine months ended 31st December, 2014 ("the Statement"), being submitted by the Company pursuant to clause 41 of the listing agreements with the stock exchanges, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether these statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Attention is invited to the following material matters:
 - i) As stated in Note No. 5 forming part of the unaudited financial results for the quarter ended 31st December 2014, an amount of Rs.4518.20 lakhs of claims made by the company has been accounted as income based on the awards granted in favour of the company from Arbitration / District courts and pending at High Courts. The recoverability is dependent upon the final outcome of the appeals getting resolved in favour of the Company. However, the management of the company is confident that the claims will get in favour of the company from the courts.
 - ii) As stated in Note No. 6 forming part of the unaudited financial results for the quarter ended 31st December 2014, the Company has accounted for its share of loss of IJM-Gayatri Joint Venture amounting to Rs.4500.82 lakhs in compliance to letter dated 26.12.2014 received from NSE which was not accounted for in the previous financial years. The provision is made as per the SEBI circular No.CIR/CFD/DIL/07/2012 dated August 13, 2012 and SEBI's clarificatory circular CIR/CFD/DIL/0/2013 Dtd June 05, 2013.
 - iii) As stated in Note No. 7 forming part of the unaudited financial results for the quarter ended 31st December 2014, the lenders of the Company have approved debt restructuring plan of the Company under Joint Lender Forum and as a result of this an amount of Rs.1757.73 lakhs of Interest / financial charges is reduced from the finance costs during the quarter.
 - iv) As stated in Note No. 8 forming part of the unaudited financial results for the quarter ended 31st December 2014, The provision for depreciation on fixed assets for the quarter and nine months period ended is made on the basis of rates prescribed in Schedule XIV of the Companies Act, 1956 and not on the basis of technical evaluation as specified in Schedule II of the Companies Act, 2013 as the Company is in the process of estimating the useful life of the assets as per technical evaluation and adjustments, if any for depreciation based on such assessment will be carried out in subsequent period on completion of such technical evaluation.
 - v) The points specified in Emphasis of Matter paragraph of our Audit Report for the year ended 31st March 2014 continue to be applicable for the quarter ended 31st December 2014.

Our conclusion is not qualified in respect of above matters.



4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited results prepared in accordance with the Accounting Standards issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply as per section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For M O S & ASSOCIATES LLP

Chartered Accountants

Firm Registration No. 001975S



S. V. C. Reddy

S. V. C. Reddy

Partner

Membership No: 224028

Place: Hyderabad

Date: 14th February 2015