GAYATRI
GHL

GHL/SE/2026-27

20th November, 2026

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|---|---|
| To,<br>The General Manager<br>Department of Corporate Services<br>BSE Limited<br>Phiroze Jeejeebhoy Towers<br>Dalal Street, Fort<br>Mumbai - 400 001<br><br>Scrip Code: **541546** | To,<br>The Secretary,<br>National Stock Exchange of India Limited<br>5th Floor, Exchange Plaza<br>Plot No. C/1, G Block<br>Bandra Kurla Complex, Bandra (East)<br>Mumbai - 400 051<br><br>Scrip Symbol: **GAYAHWS** |

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting and Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015- Reg.**

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we bring to your kind notice that the Board of Directors of the Company at their meeting held on Friday the 20th November, 2026 inter-alia approved the following:

1. On recommendation of the Nomination and Remuneration Committee, the Board of Directors have appointed Mr. Venkata Rayudu Chintalapudi (DIN: 03536579) and Mr. P V Narayana Rao (DIN: 07378105) as Additional Directors of the Company (Independent Category) with effect from 20th November, 2026 for a term of 5 years. Please find enclosed herewith the brief details of the appointment as prescribed (**Annexure A**- Appointment of Additional Directors), the content of which is self-explanatory. We also confirm that Mr. Venkata Rayudu Chintalapudi and Mr. P V Narayana Rao are not debarred from holding the office of director pursuant to any SEBI order or any such authority.

2. The Board of Directors have taken note of the resignation of Mr. M V Narasimha Rao (DIN: 06761474) from the position of Independent Director and Chairman of the Board. Accordingly, he ceases to be member of the Audit Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Share Transfer Committee of the Company with effect from 19th November, 2026. Please find enclosed herewith the details of the resignation as prescribed (**Annexure B**- Resignation of Director), the content of which is self-explanatory.

The meeting commenced at 12.00 Noon and concluded at 4.00 P.M

This is for your information and record.

Thanking you,
Yours faithfully,

**For Gayatri Highways Limited**

RAJ KUMAR PRAGALLAPATI
Digitally signed by RAJ KUMAR PRAGALLAPATI
Date: 2026.11.20 16:51:28 +05'30'

GAYATRI HIGHWAYS LIMITED Hyderabad

**P. Raj Kumar**
**Company Secretary & Compliance Officer**

**GAYATRI HIGHWAYS LIMITED**
**Registered & Corporate Office :**
5th Floor, A Block, TSR Towers, 6-3-1090, Raj Bhavan Road, Somajiguda, Hyderabad 500 082. Telangana, India.
**CIN : L45100TG2006PLC052146**
T +91 40 40024262
E-mail : ghl@gayatrihighways.com
www.gayatrihighways.com

GAYATRI GHL

## ANNEXURE-A

## Appointment of Additional Directors

**Details under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026.**

| Sl. No. | Particulars | Mr. Venkata Rayudu Chintalapudi (DIN: 03536579) | Mr. P V Narayana Rao (DIN: 07378105) |
|---|---|---|---|
| 1. | **Reason for change viz. appointment** | Appointment of Mr. Venkata Rayudu Chintalapudi (DIN: 03536579) as Additional Director (Independent category) | Appointment of Mr. P V Narayana Rao (Rao (DIN: 07378105) as Additional Director (Independent category) |
| 2. | **Date of appointment & terms of appointment;** | Appointment effective from 20th November, 2026 for a term of 5 years<br>The said appointment is subject to the approval of the shareholders within the period prescribed under Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. | Appointment effective from 20th November, 2026 for a term of 5 years<br>The said appointment is subject to the approval of the shareholders within the period prescribed under Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. |
| 3. | **Brief profile (in case of appointment);** | **Mr. C.V. Rayudu,** aged about 66 years, holds a B.Com., B.L., and a Post Graduate degree in MPM. Over 33 years of extensive experience in various starch and other industries, he has served in several key roles including Whole time Director, Vice President (Operations), and head of operations for two units of Gayatri BioOrganics Limited over the past two decades. He has played a crucial role in elevating Gayatri BioOrganics Limited from BIFR status by significantly improving its operational and financial performance. He has been appointed as an Additional Director (Independent category) on the Board of the Company w.e.f. 20th November, 2026. | **Mr. P V Narayana Rao,** aged about 65 years, is a qualified Chartered Accountant and professional banker (a Certified Associate of Indian Institute of Bankers). He has a rich experience of 25 years in managing the finance function in various sectors like Manufacturing, Infra, Banking, service etc. He leads Finance and Accounts Departments of HO and both factories, coordinates with all other departments. He has been appointed as an Additional Director (Independent category) on the Board of the Company w.e.f. 20th November, 2026. |
| 4. | **Disclosure of relationships between directors** | None of the Directors/ Key Managerial Personnel of the Company/ their relatives are in any way related or interested, financially or otherwise. | None of the Directors/ Key Managerial Personnel of the Company/ their relatives are in any way related or interested, financially or otherwise. |
| 5. | **Information as required under BSE & NSE Circulars dated 20th June, 2018** | Mr. Venkata Rayudu Chintalapudi is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. | Mr. P V Narayana Rao is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. |

RAJ KUMAR PRAGALLAPATI

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Date: 2026.11.20 16:51:46 +05'30'

GAYATRI HIGHWAYS LIMITED Hyderabad

**GAYATRI HIGHWAYS LIMITED**
**Registered & Corporate Office :**
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**Annexure-B**

**Information as required under Regulation 30 read with Schedule III – Para A (7) and Para A(7B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

## Resignation Independent Director

| S. No. | Particulars | Description |
|---|---|---|
| 1 | Name of the Independent Director | Mr. M.V. Narasimha Rao (DIN: 06761474) |
| 2 | Reason for change viz. ~~appointment, re-appointment,~~ resignation~~, removal, death or otherwise~~ | Resignation |
| 3 | Date of ~~appointment/re-appointment~~/cessation (as applicable)~~ and term of appointment/re-appointment~~ | 19th November,2026 |
| 4 | Brief profile (in case of appointment) | Not Applicable |
| 5 | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |
| 6 | Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 | Not Applicable |
| 7 | Letter of resignation along with detailed reasons for resignation, as provided by the Independent Director | Enclosed as an **Annexure-C** |
| 8 | Names of listed entities in which the resigning Independent Director holds directorships, indicating the category of directorship and membership of Board Committees, if any | **Gayatri Highways Limited**<br>Category of directorship: Independent Director and Chairman of the Board.<br>Board Committees:<br>1.Chairperson of the Audit Committee<br>2.Corporate Social Responsibility Committee;<br>Member:<br>1. Nomination and Remuneration Committee,<br>2. Stakeholders Relationship Committee<br>3. Share Transfer Committee.<br>**Other listed entities:** Nil |
| 9 | Confirmation from the Independent Director that there are no other material reasons for resignation other than those provided | Mr. M.V. Narasimha Rao (DIN: 06761474), has confirmed that there are no other material reasons for resignation other than those mentioned in the resignation letter. |

RAJ KUMAR PRAGALLAPATI Digitally signed by RAJ KUMAR PRAGALLAPATI Date: 2026.11.20 16:51:59 +05'30'

GAYATRI HIGHWAYS LIMITED Hyderabad

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Annexure – C

**From:**
**VENKATA NARASIMHA RAO MYSORE**
**DIN: 06761474**
**12-13-1246, STREET No.8,**
**TARNAKA,**
**SECUNDERABAD-500017**
**Email: mvnrao@gmail.com**
**Phone: 9704456868**
**Date: 19th November 2026**

**To,**
**The Board of Directors,**
**Gayatri Highways Limited**
**6-3-1090, 5th Floor, Block A, TSR Towers,**
**Rajbhavan Road,**
**Somajiguda,**
**Hyderabad-500082**
**Telangana, India**

**Subject: Resignation from the office of Independent Director of the Company**

Dear Sirs / Madam,

1. I hereby tender my resignation from the office of Independent Director of Gayatri Highways Limited ("the Company"), and consequently from the membership/chairpersonship of all Committees of the Board of which I am a member/chairperson, namely, Audit Committee (Chairman), Nomination and Remuneration Committee (Member), Stakeholders Relationship Committee (Member), CSR Committee (Chairman) and Share Transfer Committee (Member), with effect from the close of business hours on **19th November 2026.**
2. **Reason for resignation:** I will attain the age of 70 years in December 2026. I have taken a personal decision to retire from all my board positions before I attain that age. In line with this decision, I am stepping down from the Boards of all companies on which I serve, including the Company. My resignation is solely for this reason.
3. **Confirmation under the SEBI Listing Regulations:** Pursuant to Clause 7B of Para A of Part A of Schedule III read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I

19/11/26

confirm that there are no other material reasons for my resignation other than those stated in paragraph 2 above.

4. I further confirm that I have no concerns or disagreements with the Board, the management or the Company on any matter relating to the Company's affairs, governance or financial reporting.
5. **Directorships in other listed entities:** I do not hold directorships in any other listed entity. My only other directorship is in Balaji Highways Holding Private Limited, an unlisted company, from which I am also resigning with effect from 19th November 2026, in line with the same decision.
6. I request the Company to take note of my resignation, to inform the stock exchanges within the time prescribed under the SEBI Listing Regulations along with a copy of this letter and the confirmation in paragraph 3, and to file the necessary form with the Registrar of Companies under Section 168 of the Companies Act, 2013.
7. I place on record my sincere appreciation for the cooperation and support extended to me by the Chairperson, my fellow Directors, the management and the staff of the Company during my tenure. I wish the Company continued success.

Thanking you,

Yours faithfully,

H V Narasimha Rao

19/11/26

**Venkata Narasimha Rao Mysore**
**DIN: 06761474**