

**Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1. Name of the Target Company (TC)	Gayatri Projects Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mentor Capital Ltd. 713, Raheja Centre, NarimanPoint, Mumbai- 400021.		
3. Whether the acquirer belongs to Promoter/Promoter group	No.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay / NSE Stock Exchange		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	92,99,610	4.97	
b) Voting rights (VR) otherwise than by equity shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
<b>e) Total (a+b+c+d)</b>	<b>92,99,610</b>	<b>4.97</b>	<b>-</b>
<u>Details of acquisition / Sale</u>			
a) Shares carrying voting rights <b>acquired/ Sold</b>	38,72,962	2.07%	
b) VRs acquired / Sold otherwise than by equity shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) <b>acquired / Sold</b>			
d) Shares encumbered /invoked/released by the acquirer(Shares are pledged and are not considered for Voting rights)			
<b>e) Total (a+b+c+d)</b>	<b>38,72,962</b>	<b>2.07%</b>	<b>-</b>
<u>After the acquisition/ sale, holding of:</u>			
a) Shares carrying voting rights	1,31,72,572	7.04%	
b) VRs otherwise than by equity shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC after acquisition			
<b>e) Total (a+b+c+d)</b>	<b>1,31,72,572</b>	<b>7.04%</b>	<b>-</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Open Market		
Silent features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	29th March,2019		
Equity share capital / total voting capital of the TC before the said acquisition	187198685 Shares		
Equity share capital/ total voting capital of the TC after the said acquisition	187198685 Shares		
Total diluted share/voting capital of the TC after the said acquisition	-		

Note:

(\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / Authorized Signatory

Place: Mumbai

Date: 29th March, 2019