

GMO

North America | Europe | Asia-Pacific

September 2, 2019

Via Federal Express

The Legal & Compliance Division
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001
India

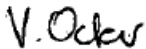
Re : 5% Holding in Gayatri Highways Ltd.

Dear Sir/Madam,

Enclosed for filing, please find a completed Form 29(1) per Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to revert back for any clarifications.

Truly yours,



Valentina Ocker
Risk and Controls Analyst

Grantham, Mayo, Van Otterloo & Co., LLC
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Boston, MA 02110
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1-617-790-5071

Enclosure

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

| | | | |
|---|---|--|--|
| Name of the Target Company (TC) | Gayatri Highways Ltd | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | <u>Acquirer:</u> Grantham, Mayo, Van Otterloo & Co. LLC <u>Persons Acting in Concert:</u> MDPIM Emerging Markets Equity Pool GMO Emerging Domestic Opportunities Fund GMO Emerging Markets Fund GMO Emerging Domestic Opportunities Equity Fund | | |
| Whether the acquirer belongs to Promoter/Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | Bombay Stock Exchange National Stock Exchange of India | | |
| 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 (**) |
| Before the acquisition under consideration, holding of: | | | |
| a) Shares carrying voting rights | 24,769,446 | 10.3356% | |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | | | |
| c) Voting rights (VR) otherwise than by shares | | | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | | | |
| e) Total (a+b+c+d) | 24,769,446 | 10.3356% | |

| Details of acquisition/sale | 1,216,309 | 0.5075% | |
|--|-----------|---------|--|
| a) Shares carrying voting rights acquired/sold | 1,216,309 | 0.5075% | |
| b) VRs acquired /sold otherwise than by 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) acquired/sold | | | |
| d) Shares encumbered / invoked/released by the acquirer | 1,216,309 | 0.5075% | |
| e) Total (a+b+c+/-d) | 1,216,309 | 0.5075% | |

| | | | |
|--|-----------------|---------|--|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | 23,553,137 | 9.8281% | |
| b) Shares encumbered with the acquirer | | | |
| c) VRs otherwise than by shares | | | |
| 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) after acquisition | | | |
| e) Total (a+b+c+d) | 23,553,137 | 9.8281% | |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Open Market | | |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | August 30, 2019 | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | 239,651,900 | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | 239,651,900 | | |
| Total diluted share/voting capital of the TC after the said acquisition | N/A | | |

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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 / seller / Authorised Signatory

Place: V. Ockler, Boston (USA)

Date: September 2, 2019
