

CTL/SAST/19-20/7105

January 14, 2020

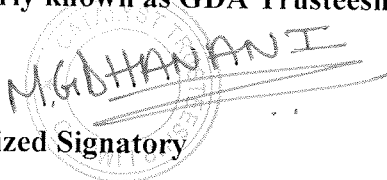
✓ <b>Bombay Stock Exchange</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	<b>National Stock Exchange of India Limited – Corporate Office</b> National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
	<b>Gayatri Projects Limited</b> B1, 6-3-1090, TSR Towers Rajbhavan Road, Somajiguda, Hyderabad - 500 082 <b>Kind Attn: Mr Sreedhar Babu</b>
<b>Pledgor Name 1</b>	<b>Indira Reddy Thikkavarapu</b> 8-2-331/2/A, Road No:3, Banjara Hills, Near Police Station, Khairatabad, Hyderabad – 500 034
<b>Pledgor Name 2</b>	<b>Sandeep Kumar Reddy Tikkavarapu</b> 8-2-331/2/A, Road No:3, Banjara Hills, Near Police Station, Khairatabad, Hyderabad – 500 034

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to release of shares of Sadbhav Engineering Limited**

Pursuant to the disclosure required to be made under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of release of shares of “**Gayatri Projects Limited**” by “**Catalyst Trusteeship Limited**” (Formerly known as **GDA Trusteeship Limited**) in the capacity of Debenture Trustee for the benefit Debenture Holder.

For and on behalf of  
**Catalyst Trusteeship Ltd.**  
(Formerly known as **GDA Trusteeship Limited**)

*M. G. BHANANI*  


Authorized Signatory



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

**Part- A – Details of Acquisition**

1. Name of the Target Company (TC)	<b>Gayatri Projects Limited</b>		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Release of Equity shares of <b>Gayatri Projects Limited</b> under pledge with Catalyst Trusteeship Ltd (Formerly GDA Trusteeship Limited) acting as Debenture Trustee on behalf of Debenture Holder		
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	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition 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 release under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	2,95,71,085	15.80 %	
b) Shares in 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)	2,95,71,085	15.80 %	



<u>Details of acquisition/sale:</u>			
a) Shares carrying voting rights acquired/ sold (Details given in note <sup>5</sup> )	3,23,312	0.17 %	
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 in nature of encumbrance (pledge/lien/non-disposal undertaking/released) #	- 77,71,000***	- 4.15 %	
e) Total (a+b+c+d) #	74,47,688	3.98 %	
<u>After the release, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights			
b) VRs 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) after acquisition.			
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	2,21,23,397	11.82 %	
e) Total (a+b+c+d)	2,21,23,397	11.82 %	
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	By way of Pledge of shares as security for the Non-Convertible Debentures issued by Gayatri Energy Ventures Private Limited and Gayatri Hotels and Theatres Pvt. Ltd.		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-		
8. Date of Pledge/ Release	10-01-2020		
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	18,71,98,685		



10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	18,71,98,685		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	-		

**Note:**

(\*) 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.

(\$)

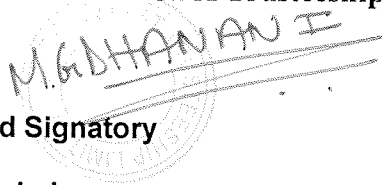
Date	Pledge/Sold	Quantity
05-12-2017	Pledge	4,28,915
13-11-2019	Invoke and Sale	55,206
18-11-2019	Invoke and Sale	50,397
<b>Net Quantity</b>		<b>3,23,312</b>

(\*\*\*) 77,71,000 shares pledged by Pledgor 1 has been released

(#) The percentage difference from the date of acquisition [Disclosure under 29(1)] and release is due to the increase of Equity share capital of Gayatri Projects Limited given as under:-

Equity Share Capital	As per Disclosures
17,72,51,900	17-10-2017
18,71,98,685	14-01-2020

For and on behalf of  
**Catalyst Trusteeship Ltd**  
 (Formerly known as GDA Trusteeship Limited)



**Authorized Signatory**

**Place: Mumbai**

**Date: January 14, 2020**

