

CTL/SAST/19-20/7315

January 30, 2020

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

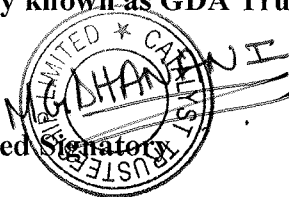
Dear Sir/Madam,

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

This is submitted as per BSE email dated January 29, 2020 and as per our previous disclosure made on January 14, 2020 whereby before acquisition details under point (b) is rectified and various transaction undertaken from our initial disclosure dated October 17, 2017 is detailed in Note 2, please find attached the revised 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)

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) | Gayatri Projects Limited | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Release of Equity shares of Gayatri Projects Limited 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 | | | |
| b) Shares in nature of encumbrance (pledge /lien/non-disposal undertaking/others) (Details in Note 2) | 2,98,94,397 | 15.97 % | |
| 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) | 2,98,94,397 | 15.97 % | |
| a) <u>Details of acquisition/sale:</u> | | | |
| b) Shares carrying voting rights acquired/ sold | | | |
| c) VRs acquired/sold 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) acquired/sold | | | |
| e) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/released) | - 77,71,000*** | - 4.15 % | |
| a) Total (a+b+c+d) # | 77,71,000 | 4.15 % | |
| <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. | - | | |



CATALYST TRUSTEESHIP LIMITED (FORMERLY GDA TRUSTEESHIP LIMITED)

An ISO:9001 Company

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 Pune | Mumbai | Bengaluru | Delhi | Chennai



Note 1 :

(*) 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.

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

Note 2:-

Post our disclosure pursuant to 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge on October 17, 2017 following were the further transaction done:-

| Date | Transaction | Quantity |
|------------------------------|-------------------|-------------|
| 17-10-2017 | Initial Reporting | 2,95,71,085 |
| 05-12-2017 | Pledge | 4,28,915 |
| 13-11-2019 | Invoke and Sale | (55,206) |
| 18-11-2019 | Invoke and Sale | (50,397) |
| Quantity before Trigger Date | | 2,98,94,397 |

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


Authorized Signatory

Place: Mumbai

Date: January 30, 2020

