

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

1. Name of the Target Company (TC)	GTL Infrastructure Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	GTL Limited (Promoter)		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
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 / 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/disposal under consideration, holding of:			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	170,226,673	7.38%	6.57%
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)	170,226,673	7.38%	6.57%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	175,536,793	7.61%	6.77%
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	97,160,781	4.21%	3.75%
e) Total (a+b+c+/-d)	272,697,574	11.82%	10.52%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	272,697,574	11.82%	10.52%
b) Shares encumbered with the acquirer	73,065,892	3.17%	2.82%
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)	345,763,466	14.99%	13.34%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-market : Shares of GTL Infrastructure Limited held by promoter GTL Limited (acquirer) were appropriated by IFCI Limited (pledgee) on July 20, 2011 and the aforesaid 175,536,793 shares are restored and also 97,160,781 shares pledged are released by IFCI, both in compliance with the order of Hon'ble High Court of Delhi dated August 29, 2011 for restoration of the shares to the acquirer and pursuant to settlement entered into between IFCI & the acquirer. The acquirer had also made an exemption application to Securities & Exchange Board of India (SEBI) pursuant to Regulation 11(1) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 on January 21, 2013 which has since been disposed off vide their letter dated April 25, 2013. With the above the Promoter & Promoter group shareholding has been restored to 628,826,075 shares comprising 27.26% of the equity share capital of GTL Infrastructure Limited.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 21, 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	2,306,799,754	Shares	
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,306,799,754	Shares	
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	2,591,259,266	Shares	

(*) 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.

For GTL Limited


Vidyadhar A. Apte
Company Secretary

Place: Mumbai

Date: November 25, 2013

