



Mentor Capital Limited

713, Raheja Centre,
Free Press Journal Road,
Nariman Point, Mumbai - 400 021.
CIN : U65900MH1996PLC099704

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Date: 6th July, 2017

The Surveillance Dept.

Bombay Stock Exchange

Bombay Stock Exchange Bldg.

Fort, Mumbai.

Dear Sir,

Sub: Information under Regulation 29[2] of SEBI [Substantial Acquisition of Shares and take over] Regulation, 2011.

Ref: Share Holding with Gayatri Projects Ltd.

Scrip Code: 532767

With reference to the above we are enclosing herewith Disclosure.

Thanking you,

Yours faithfully,

For Mentor Capital Ltd.

A circular blue stamp with the text 'MENTOR CAPITAL LTD. MUMBAI' around the perimeter. A handwritten signature in blue ink is written across the center of the stamp.

Authorized Signatory

Encl. : As above.

CC : **National Stock Exchange**
Plot No.C/1, G Block, Bandra Kurla Complex,
Bandra East, Mumbai-400 051

C.C. To: The Company Secretary,

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	8,880,880	5.01	
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)			
Total (a+b+c)	8,880,880	5.01	-
<u>Details of acquisition / Sale</u>			
a) Shares carrying voting rights acquired/ Sold	3,215,000	1.81	
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) acquired / Sold			
Total (a+b+c)	3,215,000	1.81	-
<u>After the acquisition/ sale, holding of:</u>			
a) Shares carrying voting rights	5,665,880	3.20	
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			
Total (a+b+c)	5,665,880	3.20	-
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Open Market		
7. Silent features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
8. 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.	06th July, 2017		
9. Equity share capital / total voting capital of the TC before the said acquisition	177251900 Shares		
10. Equity share capital/ total voting capital of the TC after the said acquisition	177251900 Shares		
11. 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 / Authorised Signatory

Place: Mumbai
Date: 06th July, 2017