

## AFRIN DIA

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Date: 12<sup>th</sup> January 2018

The General Manager DCS  
Bombay Stock Exchange Ltd  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
India

Fax: 91 22 22 723121

Dear Sir

**Disclosure for disposal of shares in GAYATRI PROJECTS LIMITED**

Please find appended for your reference, a copy of the form required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Should you have any queries regarding this filing, please do not hesitate to contact us on this number +230 464 7275 or our custodian ICICI Bank at +91 22 666 72085.

Yours truly,



Mr Ramesh Awatarsingh  
Director

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

Name of the Target Company (TC)	GAYATRI PROJECTS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	AFRIN DIA		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE		
Details of the acquisition / <u>(disposal)</u> as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	10,000,000-	5.6417%	5.6417%
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)	10,000,000-	5.6417%	5.6417%
<b>Details of acquisition / <u>(sale)</u></b>			
a) Shares carrying voting rights acquired/sold	7,000,000-	3.9492%	3.9492%
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	—	—	—
e) Total (a+b+c+/-d)	7,000,000--	3.9492%	3.9492%
<b>After the acquisition, <u>sale</u> holding of:</b>			
a) Shares carrying voting rights	3,000,000 --	1.6925%	1.6925%
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)	3,000,000 --	1.6925%	1.6925%
Mode of acquisition / <u>sale</u> (e.g. <u>open market</u> / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition / <u>sale of shares</u> / VR or date of receipt of intimation of allotment of shares, whichever is applicable	12 Jan 2018		
<b>Equity share capital / total voting capital of the TC before the said acquisition / sale.</b>	<b>354,503,800.00</b>		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	354,503,800.00		
Total diluted share/voting capital of the TC after the said acquisition	354,503,800.00		

(\*) 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: Mauritius

Date: 12 January 2018

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