

AFRIN DIA

*Registered Office: 3rd Floor, 355 NeXTeracom Tower I, Cybercity, Ebene, Mauritius
Tel: (230) 464 7275 Fax: (230) 464 3290*

19 December 2012

The Listing Department
The National Stock Exchange of India Ltd
Exchange Plaza
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051
India

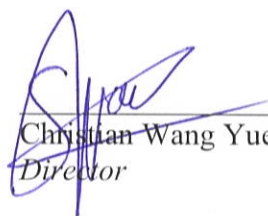
Dear Sir

Ref : Disclosure for acquisition and disposal of shares in Gayatri Projects Limited

Please find appended for your reference, a copy of the forms required under Regulation 29(1), 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and 13 (1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

Should you have any queries regarding this filing, please do not hesitate to contact on +230 464 7275 or Christian.Wang@orangefield.com

Yours sincerely



Christian Wang Yuen
Director

Enc

Format for Disclosures under Regulation 29(1) 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	N.S.E + B.S.E		
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 (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	0	—	—
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)	—	—	—
d) Total (a+b+c)	—	—	—
Details of acquisition			
a) Shares carrying voting rights acquired	2,820,000	9.33 %	9.33 %
b) VRs acquired 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	—	—	—
d) Total (a+b+c)	2,820,000	9.33 %	9.33 %
After the acquisition, holding of:			
a) Shares carrying voting rights	2,820,000	9.33 %	9.33 %
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	—	—	—
d) Total (a+b+c)	2,820,000	9.33 %	9.33 %
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	PRIVATE PLACEMENT / QIP		
Salient features of the securities acquired including time till			

redemption, ratio at which it can be converted into equity shares, etc.	
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.	18 DECEMBER 2012
Equity share capital / total voting capital of the TC before the said acquisition	23 918 2420.00
Equity share capital/ total voting capital of the TC after the said acquisition	30 226 9940.00
Total diluted share/voting capital of the TC after the said acquisition	30 226 9940.00

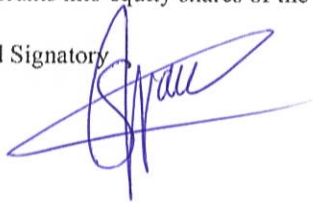
Note:

(*) 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: MAURITIUS

Date: 18/12/2012



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	N.S.E & B.S.E		
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 under consideration, holding of :			
a) Shares carrying voting rights	-	-	-
b) Voting rights (VR) otherwise than by shares	-	-	-
c) 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)	-	-	-
d) Total (a+b+c)	-	-	-
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	2820,000	9.33 %	9.33 %
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) Total (a+b+c)	2820,000	9.33 %	9.33 %
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	2820000	9.33 %	9.33 %
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) Total (a+b+c)	2820000	9.33 %	9.33 %
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	PRIVATE PLACEMENT / QIP		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18 DECEMBER 2012
Equity share capital / total voting capital of the TC before the said acquisition / sale	239682420.00
Equity share capital/ total voting capital of the TC after the said acquisition / sale	302269940.00
Total diluted share/voting capital of the TC after the said acquisition	302269940.00

(*) 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: 18 DECEMBER 2012



FORM A

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 [Regulation 13(1) and (6)]

Regulation 13(1) - Details of acquisition of 5% or more shares in a listed company

Name, PAN No. & address of shareholders with telephone number	Share-holding prior to acquisition	No. and percent-age of shares/ voting rights acquired	Date of receipt of allotment/ advice. Date of acquisition (specify)	Date of intimation-on to Company	Mode of acquisition (market purchase/ public/ rights/ preferential offer etc.)	Shareholding sub-sequent to acquisition	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Ex-change on which the trade was executed	Buy quantity	Buy value
AFRIN DIA PAN NO : AAKCA5505F Address: C/o- Orangefield Trust (Mauritius) Limited 3 rd Floor, 355 NeXTeracom Tower 1, Cybercity, Ebene, Mauritius Ph: (230) 464 7275	NIL	2,820,000 Equity Shares (9.33%)	December 18, 2012	December 19, 2012	Private Placement/QIP	2,820,0000 Equity Shares (9.33%)	N.A	N.A	2,820,000 Equity Shares	338,907,600.00

For Afrin Dia


(Authorised Signatory)