Reliance Mutual Fund
11th &12th Floor, One Indiabulls Centre,
Tower -1, Jupiter Mills Compound,
841, Senapati Bapat Marg,
Elphinstone Road,
Mumbai - 400 013

Tel: +91 22 3099 4600
Fax: +91 22 3099 4699
www.reliancemutual.com

RCAM/95/03/2012

March 30, 2012

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

Tel No: 91-22-26598100/ 8114
Fax No: 91-22- 26598120

Bombay Stock Exchange Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Tel No: 91-22-22721233/4
Fax: 91-22- 22723121/2037

Dear Sir / Madam,

Sub: Notice of change in shareholding of Gayatri Projects Limited

This is to inform you that the paid up capital of Gayatri Projects Limited has increased on account of right issue which has resulted in proportionate change in shareholding in the target company.

The requisite disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is attached herewith.

Kindly acknowledge the receipt hereof.

Yours truly,

For Reliance Capital Asset Management Limited

Muneesh Sud
Head – Legal, Secretarial & Compliance

C.C.
The Company Secretary/Compliance Officer
Gayatri Projects Limited,
B-1, T.S.R. Towers, 6-3-1090,
Raj Bhavan Road, Somajiguda,
Hyderabad – 500 082
Andhra Pradesh, India.
Tel: +91 40 23310330, 233314284, 23314296
Fax: +91 40 23398435

Note: The requisite disclosure in terms of Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992 is also attached

Annexure-B

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	**Reliance Capital Trustee Co. Ltd** A/c through the scheme of Reliance Mutual Fund **Contact Address:** **Reliance Mutual Fund** One India Bulls Centre- Tower One 11th & 12th Floor, Jupiter Mills Compound, Elphinstone Road, Mumbai – 400013, Tel:022-30994600/4614/4771 Fax: 022-30994699		
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	The National Stock Exchange of India ltd The Bombay Stock Exchange		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w. r. t. total share/ voting capital wherever applicable	% w. r. t. total diluted share/ voting capital of the TC (*)
Before the acquisition/sale under consideration, holding of : a) Shares carrying voting rights 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 T C (specify holding in each category)	994068	8.2915	8.2915
Total (a+b+c)	994068	8.2915	8.2915
Details of acquisition/sale a) Shares carrying voting rights acquired/sold 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	-	-	-
Total (a+b+c)	-	-	-

Reliance Capital Asset Management Limited Mumbai

After the acquisition/sale, holding of: 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.	994068	4.1474	4.1474
Total (a+b+c)	994068	4.1474	4.1474
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Rights Issue		
7. Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 28, 2012		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs.119,890,000.00		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs.239,682,420.00		
10.Total diluted share/voting capital of the TC after the said acquisition/sale	Rs.239,682,420.00		

Note:

1. The paid up capital of Gayatri Projects Limited has increased on account of right issue which has resulted in proportionate change in shareholding in the target company.
2. (*) 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 Authorized Signatory

Muneesh Sud
Head- Legal, Secretarial & Compliance

Reliance Capital Asset Management Limited Mumbai

Place: Mumbai
Date: March 30, 2012

FORM C (GAYATRI PROJECTS LIMITED)

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(3) and (6)]

Regulation 13(3) — Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name, PAN No. & address Of shareholders	*Shareholding prior to acquisition/sale*	*No. & % Of shares/ voting rights acquired/ sold*	*Receipt of allotment advice/ acquisition of shares/ sale of shares specify*	*Date Of intimation To company*	*Mode of acquisition /sale (market purchase/ public/ rights/ Preferential offer etc.)*	*No. & % of Shares /voting rights post acquisition/sale*	*Trading member through whom the trade was executed with SEBI Registration No. of the TM*	*Exchange On which The trade was executed*	*Buy quantity*	*Buy value*	*Sell quantity*	*Sell Value (Rs.)*
Reliance Capital Trustee Co. Limited A/c PAN No of Reliance Mutual Fund: AAATR0090B **Corporate Office:** One India bulls Centre, Tower One, 12th Fioor, Jupiter Mills Compound, Elphistone Road, Mumbai – 400013. Tel: 022-30994600 / 4614/ 4771, Fax: 022-30994699	994068 (8.2915%)	*Kindly refer the note as mentioned below.	change in shareholding March 28, 2012	March 30, 2012	-	994068 (4.1474%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

***The paid up capital of Gayatri Projects Limited has increased on account of right issue which has resulted in proportionate change in shareholding in the target company.**

For Reliance Capital Asset Management Limited,

Muneesh Sud
Head – Legal, Secretarial & Compliance
Mumbai
March 30, 2012

Reliance Capital Asset Management Limited Mumbai