

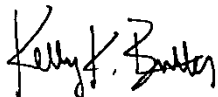
Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------------------|
| 1) Name of the Target Company (TC) | Gayatri Projects Ltd | | |
| 2) Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | <u>Acquirer:</u> Grantham, Mayo, Van Otterloo & Co. LLC <u>Persons Acting in Concert:</u> GMO Emerging Domestic Opportunities Fund GMO Emerging Markets Equity Fund GMO Emerging Markets Fund | | |
| 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 | National Stock Exchange of India Bombay Stock Exchange | | |
| 5) Details of the acquisition 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 (*) |
| <u>Before the acquisition under consideration, holding of:</u> | | | |
| a) Shares carrying voting rights | 2,039,278 | 6.7465% | |
| 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) | | | |
| Total (a+b+c) | 2,039,278 | 6.7465% | |
| <u>Details of acquisition</u> | | | |
| a) Shares carrying voting rights acquired/sold | 3,604,000 | 10.6530% | |
| 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 | | | |
| Total (a+b+c) | 3,604,000 | 10.6530% | |
| <u>After the acquisition, holding of:</u> | | | |
| a) Shares carrying voting rights | 5,643,278 | 16.6808% | |
| 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 Total (a+b+c) | 5,643,278 | 16.6808% | |
| 6) Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Preferential Allotment | | |
| 7) Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | August 7, 2015 | | |
| 8) Equity share capital / total voting capital of the TC before the said acquisition / sale | 30,226,993 | | |
| 9) Equity share capital/ total voting capital of the TC after the said acquisition / sale | 33,830,994 | | |
| 10) Total diluted share/voting capital of the TC after the said acquisition | N/A | | |

(*) 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



Kelly K. Butler
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Date: August 11, 2015