



June 26, 2024

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| Department of Corporate Services, BSE Limited 4 th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 | The Listing Compliance Department, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex Bandra (E) Mumbai - 400 051 | Mr. Tangirala Venkat Ramana Company Secretary & Compliance Officer, GMR Airports Infrastructure Limited Unit no. 12, 18th Floor, Tower A, Building No. 5, DLF Cyber City, DLF Phase III, DLF QE, Gurgaon, Dlf Qe, Haryana, India, 122002 Email: gil.cosecy@gmrgroup.in |
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

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|--|--|--|---|
| 1. Name of the Target Company (TC) | GMR Airports Infrastructure Limited ('Company') | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Vistra ITCL (India) Limited ('Vistra') (In our capacity as Debenture Trustee and Security Trustee) The Capital Building, Unit No.505- A2, Bandra Kurla Complex Bandra East, Mumbai, Maharashtra, India, 400051 | | |
| 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 | BSE Limited (BSE) National Stock Exchange of India Limited (NSE) | | |
| 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 (**) |
| Before the acquisition under consideration, holding of : | | | |
| a) Shares carrying voting rights | ---- | ---- | ---- |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) | 76,47,50,000 | 12.67% | 7.83% |
| 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 TC (specify holding in each category) | ---- | ---- | ---- |
| Total (a+b+c+d) | 76,47,50,000 | 12.67% | 7.83% |

| | | | |
|--|---|------------------|-------------------|
| 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) | ---- | ---- | ---- |
| d) Shares encumbered/invoked/released/pledge by the acquirer | (8,43,21,245) 20,75,00,000 | (1.39%) 3.43% | (1.078%) 2.65% |
| Total (a+b+c+d) | 12,31,78,755 | 2.52% | 1.57% |
| After the acquisition/ sale holding of: | | | |
| a) Shares carrying voting rights | ---- | ---- | ---- |
| b) Shares encumbered with the acquirer | 88,79,29,755 | 14.71% | 11.35% |
| 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 | ---- | ---- | ---- |
| Total (a+b+c+d) | 88,79,29,755 | 14.71% | 11.35% |
| Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.) | Pledge and Release of equity shares | | |
| Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable | Release Date: March 18, 2024, April 05, 2024, April 30, 2024 Pledge Date: March 20, 2024, May 22, 2024 June 24, 2024 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale | 6,03,59,45,275 Equity Shares having a face value of Rs. 1/- each, Capital Rs. 6,03,59,45,275 /- (As per shareholding pattern available on BSE website for quarter ended March 2023) | | |
| Equity share capital/ total voting capital of the TC after the said acquisition/ sale | 6,03,59,45,275 Equity Shares having a face value of Rs. 1/- each, Capital Rs. 6,03,59,45,275 /- (As per shareholding pattern available on BSE website for quarter ended March 2023) | | |
| Total diluted share/voting capital of the TC after the said acquisition | 7,81,89,62,923 Equity Shares having a face value of Rs. 1/- each, Capital Rs. 7,81,89,62,923 /- | | |

(* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 (1) (b) of SEBI ((Listing Obligations and Disclosure Requirements) Regulations 2015.



(**) 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.

Note:

1. 8,43,21,245 Equity Shares of the Company have been released on the above-mentioned date, which were pledged by GMR Enterprises Private Limited with Vistra, in the capacity as Debenture Trustee to secure issue of NCDs.
2. 20,75,00,000 Equity Shares of the Company have been pledged with Vistra in the capacity as Debenture Trustee to secure issue of NCD's by the GMR Sports Ventures Private Limited.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For Vistra ITCL (India) Limited

Jatin
Khimji
Chonani

Digitally signed by: Jatin
Khimji Chonani
DN: CN = Jatin Khimji
Chonani C = IN O =
Personal
Date: 2024.06.26 18:39:
22 +05'30'

Authorised Signatory

Name : Jatin Chonani

Designation: Compliance Officer

Place: Mumbai