

February 20, 2019

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

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

Dear Sirs,

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

As required by Regulation 29(2) read with 29(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we send herewith the disclosure in the prescribed format w.r.t. acquisition of 30,00,000 and 20,00,000 equity shares of GMR Infrastructure Limited in the open market on February 18, 2019 and February 19, 2019 respectively.

Thanking you

**Yours faithfully**  
**For GMR Enterprises Private Limited**

  
**Yogindu Khajuria**  
**Company Secretary**



Encl: as above

Copy to:

The Company Secretary  
GMR Infrastructure Limited  
Regd. Office:  
Naman Centre, 7<sup>th</sup> Floor,  
Opp. Dena Bank, Plot No.C-31,  
G-Block, Bandra Kurla Complex,  
Bandra (East), Mumbai-400051

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

Name of the Target Company (TC)	GMR Infrastructure Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: GMR Enterprises Private Limited  <u>Persons Acting in Concert (PAC):</u> <ol style="list-style-type: none"> <li>1. GMR Infra Ventures LLP</li> <li>2. Mr. Mallikarjuna Rao Grandhi</li> <li>3. Mrs. Varalakshmi Grandhi</li> <li>4. Mr. Buchi Sanyasi Raju Grandhi</li> <li>5. Mrs. Grandhi Satyavathi Smitha</li> <li>6. Mr. Grandhi Kiran Kumar</li> <li>7. Mrs. Grandhi Ragini</li> <li>8. Mr. Srinivas Bommidala</li> <li>9. Mrs. B. Ramadevi</li> <li>10. Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee</li> <li>11. Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee</li> <li>12. Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee</li> <li>13. Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee</li> <li>14. GMR Business and Consultancy LLP</li> <li>15. Varalakshmi Enterprises LLP</li> </ol>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited; and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of:</b>  a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares	2,957,422,625	49.00	40.15

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)			
<b>e) Total (a+b+c+d)</b>	<b>2,957,422,625</b>	<b>49.00</b>	<b>40.15</b>
<b>Details of acquisition / sale</b>			
a) Shares carrying voting rights acquired / sold	30,00,000 20,00,000	0.05 0.03	0.04 0.03
b) VRs acquired / sold 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 / sold			
d) Shares encumbered / invoked / released by the acquirer			
<b>e) Total (a+b+c+d)</b>	<b>50,00,000</b>	<b>0.08</b>	<b>0.07</b>
<b>After the acquisition / sale, holding of:</b>			
a) Shares carrying voting rights	2,962,422,625	49.08	40.22
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			
<b>e) Total (a+b+c+d)</b>	<b>2,962,422,625</b>	<b>49.08</b>	<b>40.22</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 18, 2019 and February 19, 2019		

Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 603,59,45,275
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 603,59,45,275
Total diluted share/voting capital of the TC after the said acquisition / sale	Rs. 736,60,55,033

**Note:**

(\* ) 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.

**Yours faithfully**  
**For GMR Enterprises Private Limited**

  
**Yogindu Khajuria**  
**Company Secretary**



Place: New Delhi  
Date : February 20, 2019