

December 24, 2019

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

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

Sub: Disclosure of encumbrance of shares under Regulation 31(3) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

With reference to the above, we wish to inform that:

- 38,74,915 equity shares of GMR Infrastructure Limited have been pledged by the Company in favour of Axis Trustee Services Limited on December 20, 2019;
- 7,95,40,163 equity shares of GMR Infrastructure Limited pledged by the Company in favour of Axis Trustee Services Limited were released on December 23, 2019.

The requisite details pursuant to Regulation 31(3) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, in reportable format is enclosed for your information and records.

Thanking you

Yours faithfully

For GMR Enterprises Private Limited


Yogindu Khajuria
Company Secretary



Encl: As above

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

Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance. in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target company (TC)		GMR Infrastructure Limited											
Names of the Stock Exchanges where the shares of the target company are listed		BSE Limited National Stock Exchange of India Limited											
Date of reporting		December 24, 2019											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		GMR Enterprises Private Limited											
Details of the creation of encumbrance:													
Name of the Promoter (s) or PACs with whom(*)	Promoter holding in the target company(1)		Promoter holding already encumbered (2)		Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumbrance (pledge/lien/ non disposal undertaking /others)	Reasons for encumbrance **	Number	% of total share capital	Name of the entity in whose favor shares encumbered ***	Post event holding of encumbered shares {creation (2)+(3)} / release [(2)-(3)] / invocation [(1)-(3)]	
	No. of Shares	% of total share capital	Number	% of total share capital									% of Total share capital
GMR Enterprises Private Limited	2985372625	49.46	2435158329	40.34	Creation	20.12.2019	Pledge	Towards residual coupon (VTB Tranche II NCDs)	38,74,915	0.06	Debenture holder: VTB Capital PLC Debenture Trustee: Axis Trustee Services Limited	2439033244	40.41
			2439033244	40.41	Release	23.12.2019	Pledge	Towards top down (VTB Tranche I NCDs)	4,29,98,848	0.71	Debenture holder: VTB Capital PLC Debenture Trustee: Axis Trustee Services Limited	2396034396	39.70
			2396034396	39.70	Release	23.12.2019	Pledge	Towards top down (VTB)	3,65,41,315	0.61	Debenture holder: VTB Capital PLC	2359493081	39.09



Varalakshmi Enterprises LLP	6704975	0.11	6704975	0.11	-	-	-	-	-	-	-	6704975	0.11
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shares are held in the name of Trustees
 ^ shares includes the shares held as Karta of HUF

Place: New Delhi
 Date: December 24, 2019

Yours faithfully
 For GMR Enterprises Private Limited

 Yogindu Khajuria
 Company Secretary



Encl: As above

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.
 ** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.
 ***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.