

IDBI Trusteeship Services Ltd.

CIN : U65991MH2001GOI131154



Ref: 49808/ATSL/OPR/2022-23

Date: October 7, 2022

BSE Floor 20 th , 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
GMR POWER AND URBAN INFRA LIMITED Plot No.C-31, G Block, Naman Centre, 7th Floor, Opp. Dena Bank, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, 400051	

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of shares of GMR POWER AND URBAN INFRA LIMITED

Pursuant to the disclosure required to be made under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of pledge of shares of **GMR POWER AND URBAN INFRA LIMITED** in favor of IDBI Trusteeship Services Limited in the capacity of Debenture Trustee for the benefit of Debenture Holders.

For and on behalf of

IDBI Trusteeship Services Ltd**Authorised Signatory**

Part A (Revised)

Annexure

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

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	GMR POWER AND URBAN INFRA LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IDBI Trusteeship Services Ltd.		
3. Whether the acquirer belongs to Promoter/Promoter group	No. IDBI Trusteeship Services Limited is acting as Debenture Trustee for the benefit of debenture holder(s) for NCDs issued by GMR Enterprises Pvt. Ltd.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd & National Stock Exchange of India Limited		
5. Details of the acquisition /disposal of shares 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/Sale under consideration, holding of acquirer along with PAC of: a) Shares carrying voting rights b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others) 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 T C (specify holding in each category)	Nil	Nil	-
e) Total (a+b+c+d)	Nil	Nil	-



<p><u>Details of pledge/release of shares under consideration:</u></p> <p>a) Shares carrying voting rights acquired/ sold</p> <p>b) VRs acquired/sold otherwise than by shares</p> <p>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</p> <p>d) Shares in nature of encumbrance (Release/pledge/lien/non-disposal undertaking/others)</p>	7,89,07,003	13.07	-
<p>e) Total (a+b+c+d)</p>	7,89,07,003	13.07	-
<p><u>After the pledge/release of: shares under consideration</u></p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by shares</p> <p>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.</p> <p>d) Shares in nature of encumbrance (Release/pledge/lien/non-disposal undertaking/others)</p>	7,89,07,003	13.07	
<p>e) Total (a+b+c+d)</p>	7,89,07,003	13.07	
<p>6. Mode of Pledge (e.g. Open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>The GMR Power and Urban Infra Limited (GPUIL/Resulting Company) had allotted shares to the shareholders of GMR Infrastructure Limited (GIL/ Demerged Company) as per the Composite Scheme of Amalgamation and Arrangement amongst GMR Power Infra Limited ("Amalgamating Company") and GIL and GPUIL, sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench - IV on</p>		



	<p>December 22, 2021. The Said Demerger Scheme was effective from December 31, 2021. The shares allotted against the shares pledge in GIL were autopledged by the Depositors as per their SOPs.</p>		
<p>7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>	<p>The GMR Power and Urban Infra Limited (GPUIL/Resulting Company) had allotted shares to the shareholders of GMR Infrastructure Limited (GIL/ Demerged Company) as per the Composite Scheme of Amalgamation and Arrangement amongst GMR Power Infra Limited ("Amalgamating Company") and GIL and GPUIL, sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench - IV on December 22, 2021. The Said Demerger Scheme was effective from December 31, 2021. The shares allotted against the shares pledge in GIL were autopledged by the Depositors as per their SOPs.</p>		
<p>8. Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>The GMR Power and Urban Infra Limited (GPUIL/Resulting Company) had allotted shares to the shareholders of GMR Infrastructure Limited (GIL/ Demerged Company) as per the Composite Scheme of Amalgamation and Arrangement amongst GMR Power Infra</p>		



	<p>Limited ("Amalgamating Company") and GIL and GPUL sanctioned by the Hon ble National Company Law Tribunal, Mumbai Bench - IV on December 22, 2021. The Said Demerger Scheme was effective from December 31, 2021. The shares allotted against the shares pledge in GIL were autopledged by the Depositors as per their SOPs. February 9, 2022</p>		
9. Equity share capital/total voting capital of the TC before the said acquisition/ sale	60,35,94,528 equity shares of Face Value of Rs. 5 each as disclosed in the shareholding pattern dated June 30, 2022 disclosed on the website of BSE Limited.		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	60,35,94,528 equity shares of Face Value of Rs. 5 each as disclosed in the shareholding pattern dated June 30, 2022 disclosed on the website of BSE Limited.		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	60,35,94,528 equity shares of Face Value of Rs. 5 each as disclosed in the shareholding pattern dated June 30, 2022 disclosed on the website of BSE Limited.		



Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
IDBI Trusteeship Services Limited	No	

Signature of the acquirer:

IDBI Trusteeship Services Ltd



Authorized Signatory

Place: Mumbai

Date: October 7, 2022

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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

(****)ITSL is the Debenture Trustee and is holding the pledged shares. ITSL do not have any intention of making investment in shares or acquisition of shares for trading. It is not the business or activity of ITSL to deal in any shares. ITSL does not operate and acquire any shares by purchasing or buying from the Securities Market. ITSL need to sell the Pledged shares only when the Borrower has committed default in Payment of interest or repayment of Principal and in no other case. The sole purpose of the sale is to recover the defaulted dues of the Lenders and not for making any gain.