

May 27, 2022

To,

Department of Corporate Services, BSE Limited General Manager, 14 th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Email : corp.relations@bseindia.com	Mr. Tangirala Venkat Ramana Company Secretary & Compliance Officer, GMR Infrastructure Limited Plot No.C-31, G Block, Naman Centre, 7th Floor, 701, Opp. Dena Bank, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 Email: gil.cosecy@gmrgroup.in
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	GMR 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 IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 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)	46,52,95,972	7.71%	6.51%
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)	46,52,95,972	7.71%	6.51%
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 by the acquirer	(2,00,00,000)	(0.33)	(0.28%)
	13,00,00,000	2.15	1.82 %
Total (a+b+c+d)	11,00,00,000	1.82	1.54
After the acquisition/ sale holding of:			
a) Shares carrying voting rights	----	----	----
b) Shares encumbered with the acquirer	57,52,95,972	9.53%	8.05%
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)	57,52,95,972	9.53%	8.05%

Registered office:

The IL&FS Financial Centre,
 Plot C- 22, G Block, 7th Floor
 Bandra Kurla Complex, Bandra (East),
 Mumbai 400051

Tel +91 22 2659 3535
 Fax: +912226533297
 Email: mumbai@vistra.com
www.vistraitcl.com

Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U66202MH1995PLC095507

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: May 02, 2022 Pledge Date: May 25, 2022
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 2022)
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 2022)
Total diluted share/voting capital of the TC after the said acquisition	7,14,82,86,886 Equity Shares having a face value of Rs. 1/- each, Capital Rs. 7,14,82,86,886 /- (As confirmed by the Company via it's email dated May 27, 2022.)

(*) 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. 2,00,00,000 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 of Security Trustee for Term Loan facility availed by GMR Enterprises Private Limited.
2. 13,00,00,000 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 Enterprises 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



Authorised Signatory
Place: Mumbai

Registered office:

The IL&FS Financial Centre,
Plot C- 22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (East),
Mumbai 400051

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Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U6620MH1995PLC095507