

IDBI Trusteeship Services Ltd.

CIN : U65991MH2001GOI131154



Ref: 49402/ITSL/OPR/2022-23

Date: September 27, 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 INFRASTRUCTURE LTD. 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 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of shares of GMR INFRASTRUCTURE LTD.

Pursuant to the disclosure required to be made under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of pledge of shares of **GMR INFRASTRUCTURE LTD** which were pledged 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(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	GMR INFRASTRUCTURE LTD		
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: 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)	80,46,51,329	13.33	-
e) Total (a+b+c+d)	80,46,51,329	13.33	-



<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>	26,00,00,000#	4.31	-
<p>e) Total (a+b+c+d)</p>	26,00,00,000#	4.31	-
<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>	106,46,51,329	17.64	
<p>e) Total (a+b+c+d)</p>	106,46,51,329	17.64	
<p>6. Mode of release (e.g. Open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>#On the instructions of the NCD Holder(s), GMR Business And Consultancy LLP, Pledgor, has pledged 15,00,00,000 equity shares of GMR Infrastructure Limited in favor of IDBI Trusteeship Services Limited on September 23, 2022 for NCDs issued by GMR Enterprises Private Limited(earlier GMR Holdings Private Limited)</p> <p>#On the instructions of the NCD Holder(s), GMR Enterprises Pvt. Ltd., Pledgor, has</p>		



	pledged 11,00,00,000 equity shares of GMR Infrastructure Limited in favor of IDBI Trusteeship Services Limited on September 23, 2022 for NCDs issued by GMR Enterprises Private Limited (earlier GMR Holdings Private Limited)		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-		
8. Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 23, 2022##		
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	6,03,59,45,275 equity shares 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	6,03,59,45,275 equity shares 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.	6,03,59,45,275 equity shares as disclosed in the shareholding pattern dated June 30, 2022 disclosed on the website of BSE Limited.		

Note: Shareholding as on June 30, 2022 disclosed on the website of BSE Limited.

Date of confirmation of pledge by DP.



Part-B

Name of the Target Company: GMR INFRASTRUCTURE LTD

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	AAACI8912J

Signature of the acquirer:

IDBI Trusteeship Services Ltd

Marali M

Authorized Signatory



Place: Mumbai

Date: September 27, 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.

