

ATSL/CO/19-20/6832
December 26, 2019

National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex Bandra (E), Mumbai 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001
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Dear Sir/Madam,

Re.: GMR Infrastructure Limited – Pledge / Release of Shares pledged in favour of Axis Trustee Services Limited (as Pledgee)

We write in our capacity as Pledgee for various facilities.

In this connection, pursuant to Regulation 29(2) of SEBI (SAST) Regulations 2011, we submit the enclosed disclosure in respect of the equity shares of GMR Infrastructure Limited pursuant to pledge and release of pledged of shares. We wish to clarify that we don't hold any beneficial interest in the shares and the shares have been pledged/released in our capacity of Security/Debenture Trustee pursuant to Regulation 29 of SEBI (SAST) Regulations 2011.

We request you to take the same on record and acknowledge the same.

Yours faithfully,
For Axis Trustee Services Limited


Authorised Signatory



HS
Encl.: As above

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

Corporate Identity Number: U74999MH2008PLC182264 | MSME Registered UAN: MH19E0033585

Registered Office:

Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025

Corporate Office:

The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg, Dadar West, Mumbai - 400 028

Tel No: 022-62300451 Fax No.: 022-6230 0700 Website: www.axistrustee.com



AXIS TRUSTEE

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

Part A

Name of the Target Company (TC)	GMR Infrastructure Limited		
Name(s) of the acquirer/pledgee and Persons Acting in Concert (PAC) with the acquirer/pledgee	Axis Trustee Services Limited (ATSL) acting as pledgee for various facilities.		
Whether the acquirer/pledgee belongs to Promoter / Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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 acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	320,703,204	5.31	5.31
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a + b + c + d)	320,703,204	5.31	5.31
Details of acquisition/disposal			
a) Shares carrying voting rights acquired	Nil	Nil	Nil
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil



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	Nil	Nil	Nil
d) Shares encumbered/invoked/released/pledge by the acquirer/pledgee : Pledge of shares (Release of shares pledge)	73,803,344 (79,540,163)	1.22 (1.32)	1.22 (1.32)
e) Total (a + b + c + d)	(5,736,819)	(0.10)	(0.10)
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights acquired	Nil	Nil	Nil
b) Shares encumbered with the acquirer/pledgee	314,966,385	5.22 Approx.	5.22 Approx.
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a + b + c + d)	314,966,385	5.22 Approx.	5.22 Approx.
Mode of acquisition / disposal (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pledge/Release of shares which were pledged in favour of Axis Trustee Services Limited (acting as Pledgee for various facilities).		
Date of acquisition / sale or disposal of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 01, 2017 - Pledge of 4,873,371 shares. December 18, 2017 - Pledge of 4,298,439 shares. May 03, 2018 - Pledge of 44,21,527 shares. June 18, 2018 - Pledge of 46,13,276 shares. October 04, 2018 - Pledge of 2,50,00,000 shares. November 01, 2018 - Pledge of 58,23,827 shares. December 17, 2018 - Pledge of 50,00,948 shares. May 03, 2019 - Pledge of 57,48,935 shares. June 19, 2019 - Pledge of 52,68,356 shares. November 26, 2019 - Pledge of 48,79,750 shares. December 23, 2019 - Pledge of 38,74,915 shares. December 23, 2019 - Release of 7,95,40,163 pledged shares.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs.6,035,945,275 as per shareholding pattern for quarter ended September 30, 2019 published on stock exchange.		



Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs.6,035,945,275 as per shareholding pattern for quarter ended September 30, 2019 published on stock exchange.
Total diluted share/voting capital of the TC after the said acquisition	Rs.6,035,945,275 as per shareholding pattern for quarter ended September 30, 2019 published on stock exchange.

Yours faithfully,
For Axis Trustee Services Limited


Authorised Signatory



Place: Mumbai

Date: December 26, 2019

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

Part B

Name of the Target Company: GMR Infrastructure Limited

Name(s) of the acquirer/pledgee and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer/pledgee belongs to Promoter/Promoter Group	PAN of the acquirer and/or PACs
Axis Trustee Services Limited (ATSL) acting as Security / Debenture Trustee.	No	AAHCA3172B

Yours faithfully,
For **Axis Trustee Services Limited**



Authorised Signatory



Place: Mumbai

Date: December 26, 2019