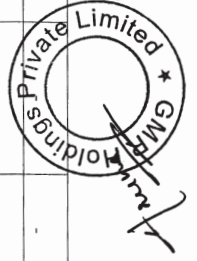


**Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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		October 21, 2015											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		GMR Holdings Private Limited											
Details of the creation of encumbrance:													
Name of the Promoter (s) or PACs with him(*)	Promoter holding in the target company(1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation (2)+(3)} / release [(2)-(3)] / invocation [(1)-(3)]	
	No. of shares	% of total share capital	No. of Shares	% of total share capital	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 **	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered ***	No. of shares	% of Total share capital
GMR Holdings Private Limited	2816722962	46.67	2299145949	38.09	Creation	13.10.2015	Pledge	Change in security arrangement with regard to NCDs	1,70,00,000	0.28	<b>Debenture holder:</b> Piramal Enterprises Limited <b>Trustee:</b> IDBI Trusteeship Services Limited	2316145949	38.37
GMR Infra Ventures LLP	31321815	0.52	0	0.00	-	-	-	-	-	-	-	0	0.00
GMR Enterprises Private Limited	23400000	0.39	23278000	0.39	-	-	-	-	-	-	-	23278000	0.39
Mr. Mallikarjuna Rao Grandhi	1731330	0.03	0	0.00	-	-	-	-	-	-	-	0	0.00



Mrs. Varalakshmi Grandhi	942660	0.02	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mrs. Grandhi Ragini	638700	0.01	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mrs. Grandhi Satyavathi Smitha	812500	0.01	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mr. Grandhi Kiran Kumar	872160	0.01	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mr. Srinivas Bommidala	451660	0.01	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mr. Buchi Sanyasi Raju Grandhi	544160	0.01	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Mrs. B. Ramadevi	250000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Grandhi Buchi Sanyasi Raju And Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee <sup>#</sup>	1000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Srinivas Bommidala And Ramadevi Trust - Mr. Srinivas Bommidala, Trustee <sup>#</sup>	1000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Grandhi Kiran Kumar And Ragini Trust - Mr. G. Kiran Kumar, Trustee <sup>#</sup>	1000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee <sup>#</sup>	1000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
Cadence Enterprises Private Limited	100000	0.00	0	0.00	-	-	-	-	-	-	-	-	-	-	-	-	0	0.00
GMR Business and Consultancy LLP	805635166	13.35	601310000	9.96	-	-	-	-	-	-	-	-	-	-	-	-	601310000	9.96

<sup>#</sup>shares are held in the name of Trustees.

Place: Bangalore  
Date: October 21, 2015

For GMR Holdings Private Limited  
for GMR Holdings Private Limited  
Srinivas Yelubandi  
Company Secretary

\*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 will include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.