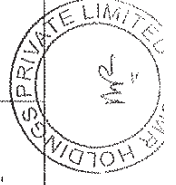


**Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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		July 03, 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 [(2)-(3)]	
	No. of shares	% of total share capital	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation / release of encumbrance	Type of Encumbrance (pledge/lien/ non disposal undertaking / others)	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered		
GMR Holdings Private Limited	2785046862	52.59	50.86	2096221211	39.58	Creation	25.06.2015	Pledge	34,46,00,000	6.51	IDBI Trusteeship Services Limited	2429624211	45.88
						Release	26.06.2015	Pledge	3,85,000	0.01	L & T Finance Limited		
						Release	30.06.2015	Pledge	21,00,000	0.04	IL&FS Trust Company Limited		
						Release	01.07.2015	Pledge	87,12,000	0.16	IL&FS Trust Company Limited		
GMR Infra Ventures LLP	31321815	0.59	0.57	0	0.00	-	-	-	-	-	-	0	0.00
GMR Enterprises Private Limited	23400000	0.44	0.43	2,33,08,000	0.44	-	-	-	-	-	-	2,33,08,000	0.44
Mr. Mallikarjuna Rao Grandhi	1731330	0.03	0.03	0	0.00	-	-	-	-	-	-	0	0.00



Mrs. Varalakshmi Grandhi	942660	0.02	0.02	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mrs. Grandhi Ragini	638700	0.01	0.01	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mrs. Grandhi Satyavathi Smitha	765500	0.01	0.01	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mr. Grandhi Kiran Kumar	872160	0.02	0.02	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mr. Srinivas Bommidaia	451660	0.01	0.01	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mr. Buchi Sanyasi Raju Grandhi	544160	0.01	0.01	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Mrs. B. Ramadevi	250000	0.00	0.00	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	0.00	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Srinivas Bommidaia And Ramadevi Trust - Mr. Srinivas Bommidaia, Trustee <sup>#</sup>	1000	0.00	0.00	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Grandhi Kiran Kumar And Ragini Trust - Mr. G. Kiran Kumar, Trustee <sup>#</sup>	1000	0.00	0.00	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee <sup>#</sup>	1000	0.00	0.00	0.00	-	-	-	-	-	-	0	0.00	0	0.00
Cadence Enterprises Private Limited	100000	0.00	0.00	0.00	-	-	-	-	-	-	0	0.00	0	0.00
GMR Business and Consultancy LLP	805635166	15.21	14.71	13.72	-	-	-	-	-	-	72.65,10,000	13.72	72.65,10,000	13.72

<sup>#</sup> shares are held in the name of Trustees. Note: The percentage of shareholding is calculated on the basis of post Rights Issue total equity share capital.

For GMR Holdings Private Limited



Ravi Majeti  
Authorized Signatory

Place: Bangalore  
Date: July 3, 2015

(\*\*) 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.

(\*) Total share 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/writing 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.