



ATSL/CO/17-18/1370

June 21, 2017

National Stock Exchange of India Limited
Exchange Plaza, 5th 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

Dear Sir,


Re.: GMR Infrastructure Limited (the Company) - Pledge and Release of shares by Axis Trustee Services Limited (Debenture Trustee)

We write in our capacity as Debenture Trustee for debentures issued by GMR Enterprises Private Limited.

In this connection, we refer to pledge and release of shares of GMR Infrastructure Limited, pursuant to which, we make the enclosed disclosure (Part A and Part B) under Regulation 29(2) of SEBI (SAST) Regulations 2011 in respect of the equity shares of GMR Infrastructure Limited pursuant to pledge and release of shares pledged in our favour. We wish to clarify that we don't hold any beneficial interest in the shares and the shares have been pledged in our capacity as 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


Ankit Singhvi
Senior Manager



Encl.: As above

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

AXIS TRUSTEE SERVICES LTD.

(A wholly owned subsidiary of Axis Bank)

Corporate Identity Number (CIN): U74999MH2008PLC182264

CORPORATE & REGISTERED OFFICE: Axis House, Ground Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

TEL : 022-6226 0054 / 6226 0050 Website: www.axistrustee.com

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

Part A – Details of Acquisition

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 Debenture Trustee.		
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 / disposal under consideration, holding of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	44,41,85,000	7.36	7.36
c) Voting rights (VR) 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)	Nil	Nil	Nil
Total (a + b + c + d)	44,41,85,000	7.36	7.36
Details of acquisition/disposal			
a) Shares carrying voting rights acquired/sold	48,47,367	0.08	0.08
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	Nil	Nil	Nil



TC (specify holding in each category) acquired/sold			
d) Shares released by the acquirer/pledgee	(12,83,29,163)	(2.13)	(2.13)
Total (a + b + c +/- d)	(12,34,81,796)	(2.05)	(2.05)
After the acquisition/disposal, holding of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares encumbered with the acquirer / pledgee	32,07,03,204	5.31	5.31
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
Total (a + b + c + d)	32,07,03,204	5.31	5.31
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pledge and Release of shares		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Release of 1,08,30,807 shares on January 13, 2017 Release of 6,55,53,965 shares on March 21, 2017 Pledge of 48,47,367 shares on May 4, 2017 Release of 5,19,44,391 shares on June 19, 2017		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	6,03,59,45,275 as on March 31, 2017		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	6,03,59,45,275 as on March 31, 2017		
Total diluted share/voting capital of the TC after the said acquisition	6,03,59,45,275 as on March 31, 2017		

Yours faithfully,
For Axis Trustee Services Limited

Ankit Singhvi
Ankit Singhvi
Senior Manager



Place: Mumbai
Date: June 21, 2017