

October 06, 2015

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sirs,

Sub: Compliance as per Clause 35c of the Listing Agreement

Please find enclosed herewith the shareholding pattern of GMR Infrastructure Limited, post allotment of 38,06,66,645 Equity shares of Re. 1/- each at Rs. 14.93 per Equity Share (including a premium of Rs. 13.93 per Equity Share), upon conversion of 56,83,353 Series B-Compulsorily Convertible Preference Shares of face value Rs.1000/- each to allottees.

Please take the same on record.

Thanking you,

Yours faithfully,
for GMR Infrastructure Limited



A. S. Cherukupalli
Company Secretary & Compliance Officer



Encl: as above

(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35			
NAME OF THE COMPANY: GMR INFRASTRUCTURE LIMITED			
SCRIP CODE: 532754	Name of the Scrip: GMRINFRA	Class of Security: EQUITY	
EFFECTIVE DATE:	26.09.2015		
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Outstanding convertible securities:	No. of outstanding securities	As a % of total no. of outstanding convertible securities.	As a % of total no. of shares of the Company assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Warrants:	No. of warrants @	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full conversion of warrants
Held by promoter/promoter group	180000000	100	2.90
Held by Public	0	0	0.00
Total:	180000000	100	2.90
Total paid-up capital of the Company assuming full conversion of warrants and convertible securities	No. of Equity shares (603,59,45,275) + No. of Warrants (18,00,00,000) = 621,59,45,275		

Note:

@The Company had allotted 18,00,00,000 number of Warrants on August 26, 2014, having an option to apply for and be allotted equivalent number of equity shares of face value of Re.1/- each of an aggregate nominal amount of Rs. 18,00,00,000 to M/s. GMR Infra Ventures LLP (forming part of promoter group) at an issue price of Rs. 31.50 per equity share (including premium of Rs. 30.50 per equity share) as determined in terms of Regulation 76 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.



(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35								
NAME OF THE COMPANY: GMR INFRASTRUCTURE LIMITED								
SCRIP CODE: 532754			NAME OF THE SCRIP: GMRINFRA			CLASS OF SECURITY: EQUITY SHARES		
EFFECTIVE DATE: 26.09.2015								
CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENTAGE of (A+B)	As a PERCENTAGE of (A+B+C)	NUMBER OF SHARES	AS a PERCENTAGE
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	PROMOTER AND PROMOTER GROUP							
(1)	INDIAN							
(a)	Individual /HUF	8	6243170	6243170	0.10	0.10	0	0.00
(b)	Central Government/State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	5	3677179943	3677179943	60.92	60.92	3023733949	82.23
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Others	4	4000	4000	0.00	0.00	0	0.00
	Sub-Total A(1) :	17	3683427113	3683427113	61.02	61.02	3023733949	82.09
(2)	FOREIGN							
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	Sub-Total A(2) :	0	0	0	0.00	0.00	0	0.00
	Total A=A(1)+A(2)	17	3683427113	3683427113	61.02	61.02	3023733949	82.09
(B)	PUBLIC SHAREHOLDING							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	11	129968986	129968986	2.15	2.15		
(b)	Financial Institutions /Banks	52	344487470	344487470	5.71	5.71		
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	4	549116247	549116247	9.10	9.10		
(e)	Insurance Companies	0	0	0	0.00	0.00		
(f)	Foreign Institutional Investors	102	516234870	516234870	8.55	8.55		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Others	0	0	0	0.00	0.00		
	Sub-Total B(1) :	169	1539807573	1539807573	25.51	25.51		
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	2699	359655354	359655354	5.96	5.96		
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	441460	362835902	361862111	6.01	6.01		
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	187	68094499	68094499	1.13	1.13		
(c)	Others							
	TRUSTS	12	22150	22150	0.00	0.00		
	NON RESIDENT INDIANS	4320	18328764	18328764	0.30	0.30		
	CLEARING MEMBERS	366	3773920	3773920	0.06	0.06		
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00		
	Sub-Total B(2) :	449044	812710589	811736798	13.46	13.46		
	Total B=B(1)+B(2) :	449213	2352518162	2351544371	38.98	38.98		
	Total (A+B) :	449230	6035945275	6034971484	100.00	100.00		
(C)	Shares held by custodians, against which Depository Receipts have been issued							
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00		
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A+B+C) :	449230	6035945275	6034971484	100.00	100.00	3023733949	50.10



(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"											
Sr.No	Name of the Shareholder	Details of Shares held		Encumbered shares			Details of Warrants \$		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	AS a percentage	AS a % of grand total (A) + (B) + (C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	GMR HOLDINGS PRIVATE LIMITED	2816722962	46.67	2399145949	85.18	39.75	0	0.00	0	0.00	45.31
2	GMR BUSINESS AND CONSULTANCY LLP	805635166	13.35	601310000	74.64	9.96	0	0.00	0	0.00	12.96
3	GMR INFRA VENTURES LLP	31321815	0.52	0	0.00	0.00	180000000	100.00	0	0.00	3.40
4	GMR ENTERPRISES PRIVATE LIMITED	234000000	0.39	232780000	99.48	0.39	0	0.00	0	0.00	0.38
5	CADENCE RETAIL PRIVATE LIMITED	100000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
6	MALLIKARJUNA RAO GRANDHI	1731330	0.03	0	0.00	0.00	0	0.00	0	0.00	0.03
7	G VARALAKSHMI	942660	0.02	0	0.00	0.00	0	0.00	0	0.00	0.02
8	GRANDHI SATYAVATHI SMITHA	812500	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
9	GRANDHI RAGINI	638700	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
10	KIRANKUMAR GRANDHI	872160	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
11	SRINIVAS BOMMIDALA	451660	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
12	BUTCHI SANYASI RAJU GRANDHI	544160	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
13	B RAMADEVI	250000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
14	GRANDHI BUCHI SANYASI RAJU AND SATYAVATHI SMITHA TRUST - Mr. G.B.S. Raju, Trustee ^	1000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
15	SRINIVAS BOMMIDALA AND RAMADEVI TRUST - Mr. Srinivas Bommidala, Trustee ^	1000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
16	GRANDHI KIRAN KUMAR AND RAGINI TRUST - Mr. G. Kiran Kumar, Trustee ^	1000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
17	GRANDHI VARALAKSHMI MALLIKARJUNA RAO TRUST - Mr. G. Mallikarjuna Rao, Trustee ^	1000	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
	TOTAL :	3683427113	61.02	3023733949	82.09	50.10	180000000	100.00	0	0.00	62.15

^Shares held in the name of trustee

@Erstwhile CADENCE RETAIL PRIVATE LIMITED

§ The Company allotted 18,00,00,000 number of Warrants on August 26, 2014, having an option to apply for and be allotted equivalent number of equity shares of face value of Re.1/- each of an aggregate nominal amount of Rs. 18,00,00,000 to M/s. GMR Infra Ventures LLP (forming part of promoter group) at an issue price of Rs. 31.50 per equity share (including premium of Rs. 30.50 per equity share) as determined in terms of Regulation 76 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares								
Sr.No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital)
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Dunearn Investments (Mauritius) Pte Ltd	513639481	8.51	0	0.00	0	0.00	8.26
2	Skyron Eco Ventures Private Limited	136449103	2.26	0	0.00	0	0.00	2.20
3	LIFE INSURANCE CORPORATION OF INDIA	103023136	1.71	0	0.00	0	0.00	1.66
4	CREDIT SUISSE (SINGAPORE) LIMITED	91263214	1.51	0	0.00	0	0.00	1.47
5	ICICI PRUDENTIAL VALUE DISCOVERY FUND	74809147	1.24	0	0.00	0	0.00	1.20
	TOTAL :	919184081	15.23	0	0.00	0	0.00	14.79



(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company								
Sr.No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares held	Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital)
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Dunearn Investments (Mauritius) Pte Ltd	513639481	8.51	0	0	0	0	8.26
TOTAL :		513639481	8.51	0	0	0	0	8.26

(I)(d) STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES"				
Sr.No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a (%) percentage of total number of shares {i.e, Grand Total (A)+(B)+(C) Indicated in Statement at para (I)(a) above}	Promoter/Promoter Group/Public
1	GMR INFRA VENTURES LLP	31321815	0.52	PROMOTER GROUP
TOTAL :		31321815	0.52	

(II)(a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)				
Sr.No.	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at Para(I)(a) above}
TOTAL :		0	0	0

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares.				
Sr.No.	Name of the DR Holder	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para(I)(a) above}
TOTAL :			0	0

