

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

Name of the Target Company (TC)	GMR Infrastructure Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	GMR Holdings Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited; and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	2,81,67,22,962	46.67	45.31
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
<b>e) Total (a+b+c+d)</b>	<b>2,81,67,22,962</b>	<b>46.67</b>	<b>45.31</b>
<b>Details of acquisition / sale</b>			
a) Shares carrying voting rights acquired / sold	3,53,50,000	0.58	0.57
b) VRs acquired / sold otherwise than by equity shares			
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			
d) Shares encumbered / invoked / released by the acquirer			
<b>e) Total (a+b+c+d)</b>	<b>3,53,50,000</b>	<b>0.58</b>	<b>0.57</b>



<b>After the acquisition / sale, holding of:</b>			
a) Shares carrying voting rights	2,852,072,962	47.25	45.88
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
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			
<b>e) Total (a+b+c+d)</b>	<b>2,852,072,962</b>	<b>47.25</b>	<b>45.88</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	October 27, 2015 October 28, 2015 October 29, 2015		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 603,59,45,275		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 603,59,45,275		
Total diluted share/voting capital of the TC after the said acquisition / sale	Rs. 621,59,45,275		

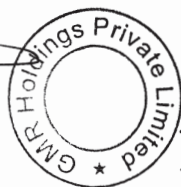
**Note:**

(\*) Total share capital/ voting 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/voting 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.

**Yours faithfully**  
**For GMR Holdings Private Limited**

  
**Sanjeevrao Yelubandi**  
**Company Secretary**



Place: Bangalore  
Date : October 29, 2015