

February 28, 2015

To,
The General Manager
Department of Corporate Services -
Listing Department, BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai - 400 001

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

Dear Sirs,

Subject: Outcome of the meeting of the Board of Directors of GMR Infrastructure Limited (the "Company") held on February 28, 2015

In accordance with the requirements of the equity listing agreement entered into by the Company with the BSE Limited and The National Stock Exchange of India Limited (the "**Listing Agreement(s)**"), we would like to intimate that the Board of Directors of the Company in its meeting held today has finalised the terms and conditions of the issue of equity shares having face value of Re. 1 each (the "**Equity Shares**") by the Company on a rights basis to its existing shareholders (as on the record date), as set out below:

Sl. No.	Particulars	Details
1.	Size of the Issue	Rs. 1,401.83 crore consisting of 93,45,53,010 fully paid up Equity Shares of face value of Re. 1 each.
2.	Rights Entitlement Ratio	The Equity Shares are being offered on a rights basis to the Eligible Equity Shareholders in the ratio of 3 Equity Share(s) for every 14 Equity Share(s) held on the Record Date.
3.	Issue Price	Rs. 15 per Equity Share (including a premium of Rs. 14 per Equity Share).
4.	Record Date	March 12, 2015
5.	Treatment of fractional entitlements	For Equity Shares being offered on a rights basis under this Issue, if the shareholding of any of the eligible equity shareholders is less than 14 Equity Shares or not in the multiple of 14, then the fractional entitlement of such eligible equity shareholders shall be ignored in the computation of the rights entitlement. However, eligible equity shareholders whose fractional entitlements are being ignored as above would be given preferential consideration for the allotment of one additional Equity Share each if they apply for additional Equity Shares over and above their Rights Entitlement, if any. Those eligible equity shareholders holding less than 5 Equity Shares and therefore entitled to 'zero' Equity Shares under the rights issue shall be despatched a composite allocation form (CAF) with 'zero' entitlement. Such eligible equity shareholders are entitled to apply for additional Equity Shares and would be given preference in the allotment of one additional Equity Share each if they have applied for additional Equity Shares. However, they cannot renounce the same in favour of third parties. Composite allocation forms with zero entitlement will be non-negotiable / non-renounceable.

We request you to please take note of the above and the same may be taken as compliance of the applicable provisions of the Listing Agreements.

Thanking you,

Yours sincerely,

For **GMR Infrastructure Limited**



C.P. Sounderarajan
Company Secretary & Compliance Officer