



November 20, 2020

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

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

Dear Sir,

Sub: Submission of disclosure of reasons for encumbrance by promoter of listed companies

Pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019, please find attached prescribed disclosure as required under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, in reportable format for your information and records.

Kindly take note that the changes have been made in Encumbrance 13 on page no. 7 of this disclosure.

Further, the attached disclosures include consolidated encumbrance details of the Company (Promoter) and its PACs (promoter group) whose names are given as below:

1. GMR Business & Consultancy LLP;
2. Varalakshmi Enterprises LLP.

As such this disclosure be treated as compliance of the referred Regulation by all the above referred three entities.

Thanking you

Yours faithfully

For GMR Enterprises Private Limited

Yogindu Khajuria
Company Secretary

Encl: as above

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

Format for disclosure of reasons for encumbrance

| | |
|---|---|
| Name of listed company | GMR Infrastructure Limited |
| Name of the recognised stock exchanges where the shares of the company are listed | BSE Limited National Stock Exchange of India Limited |
| Name of the promoter(s) / PACs whose shares have been encumbered | GMR Enterprises Private Limited <u>Persons Acting in Concert (PAC):</u> 1. GMR Business & Consultancy LLP 2. Varalakshmi Enterprises LLP |
| Total promoter shareholding in the listed company | No. of shares – Annexure I % of total share capital – Annexure I |
| Encumbered shares as a % of promoter shareholding | Annexure II |
| Whether encumbered share is 50% or more of promoter shareholding | YES / NO |
| Whether encumbered share is 20% or more of total share capital | YES / NO |

Details of all the existing events/ agreements pertaining to encumbrance

| | | | |
|--|--|---|----------------------------------|
| | | Encumbrance 1 (Date of creation of encumbrance: _____) | Please refer Annexure III |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | | | |
| No. and % of shares encumbered | | No. of shares: % of total share capital: | |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | | |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | YES / NO | |
| | Names of all other entities in the agreement | Listed company and its group companies (if any) - 1. 2. ... Other entities (if any) - 1. 2. ... | |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | YES / NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument | |

| | | | |
|---------------------------------|---|--|--|
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | | |
| | Amount involved (against which shares have been encumbered) (B) | | |
| | Ratio of A / B | | |
| End use of money | <p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs (b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)</p> | | |

For GMR Enterprises Private Limited

Yogindu Khajuria
Company Secretary

Place: New Delhi

Date: November 20, 2020

Annexure I**Total promoter shareholding in the listed company**

| Promoter/PAC | No. of shares | % of total share capital |
|---|----------------------|---------------------------------|
| GMR Enterprises Private Limited | 3,101,143,150 | 51.38 |
| GMR Infra Ventures LLP | 31,321,815 | 0.52 |
| Mr. Mallikarjuna Rao Grandhi | 1,731,330 | 0.03 |
| Mrs. Varalakshmi Grandhi | 942,660 | 0.02 |
| Mr. Buchi Sanyasi Raju Grandhi | 544,160 | 0.01 |
| Mrs. Grandhi Satyavathi Smitha | 2,348,500 | 0.04 |
| Mr. Grandhi Kiran Kumar | 872,160 | 0.01 |
| Mrs. Grandhi Ragini | 2,513,700 | 0.04 |
| Mr. Srinivas Bommidala | 451,660 | 0.01 |
| Mrs. B. Ramadevi | 255,900 | 0.00 |
| Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee | 1,000 | 0.00 |
| Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee | 1,000 | 0.00 |
| Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee | 1,000 | 0.00 |
| Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee | 1,000 | 0.00 |
| GMR Business and Consultancy LLP | 805,635,166 | 13.35 |
| Varalakshmi Enterprises LLP | 6,704,975 | 0.11 |
| Cadence Enterprises Private Limited | 0 | 0.00 |
| Total | 3,954,469,176 | 65.52 |

Annexure II**Encumbered shares as a % of promoter shareholding**

| Promoter/PAC | No. of shares encumbered | % of total share capital encumbered | % of total shareholding |
|---|---------------------------------|--|--------------------------------|
| GMR Enterprises Private Limited | 2,272,569,465 | 37.65 | 73.28 |
| GMR Infra Ventures LLP | 0 | 0.00 | 0.00 |
| Mr. Mallikarjuna Rao Grandhi | 0 | 0.00 | 0.00 |
| Mrs. Varalakshmi Grandhi | 0 | 0.00 | 0.00 |
| Mr. Buchi Sanyasi Raju Grandhi | 0 | 0.00 | 0.00 |
| Mrs. Grandhi Satyavathi Smitha | 0 | 0.00 | 0.00 |
| Mr. Grandhi Kiran Kumar | 0 | 0.00 | 0.00 |
| Mrs. Grandhi Ragini | 0 | 0.00 | 0.00 |
| Mr. Srinivas Bommidala | 0 | 0.00 | 0.00 |
| Mrs. B. Ramadevi | 0 | 0.00 | 0.00 |
| Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee | 0 | 0.00 | 0.00 |
| Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee | 0 | 0.00 | 0.00 |
| Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee | 0 | 0.00 | 0.00 |
| Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee | 0 | 0.00 | 0.00 |
| GMR Business and Consultancy LLP | 34,66,10,000 | 5.74 | 43.02 |
| Varalakshmi Enterprises LLP | 6,704,975 | 0.11 | 100 |
| Cadence Enterprises Private Limited | 0 | 0.00 | 0.00 |
| Total (PAC) | 2,625,884,440 | 43.50 | 66.40 |

GMR Enterprises Private Limited
Details of all the existing events/ agreements pertaining to encumbrance as on November 20, 2020

| | Encumbrance 1 (Date of creation of encumbrance: April 16, 2015) | Encumbrance 2 (Date of creation of encumbrance: August 2, 2017) | Encumbrance 3 (Date of creation of encumbrance: March 19, 2019) | Encumbrance 4 (Date of creation of encumbrance: October 5, 2009) | Encumbrance 5 (Date of creation of encumbrance: March 14, 2014) | Encumbrance 6 (Date of creation of encumbrance: March 14, 2014) | Encumbrance 7 (Date of creation of encumbrance: September 26, 2019) | Encumbrance 8 (Date of creation of encumbrance: October 10, 2019) | Encumbrance 9 (Date of creation of encumbrance: October 29, 2019) | Encumbrance 10 (Date of creation of encumbrance: November 27, 2019) | Encumbrance 11 (Date of creation of encumbrance: February 28, 2020) | Encumbrance 12 (Date of creation of encumbrance: October 09, 2020) | Encumbrance 13 (Date of creation of encumbrance: November 19, 2020) | |
|--|--|--|--|---|--|--|--|---|---|---|---|---|--|--|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | |
| No. and % of shares encumbered | No. of shares: 839,840,000 % of total share capital: 13.91% | No. of shares: 454,366,667 % of total share capital: 7.53% | No. of shares: 37,500,000 % of total share capital: 0.62% | No. of shares: 33,198,216 % of total share capital: 0.55% | No. of shares: 20,000,000 % of total share capital: 0.33% | No. of shares: 6,024,097 % of total share capital: 0.10% | No. of shares: 83,266,667 % of total share capital: 1.38% | No. of shares: 22,400,000 % of total share capital: 3.71% | No. of shares: 190,278,000 % of total share capital: 3.15% | No. of shares: 500,000 % of total share capital: 0.01% | No. of shares: 90,595,818 % of total share capital: 1.50% | No. of shares: 173,000,000 % of total share capital: 2.87% | No. of shares: 120,000,000 % of total share capital: 1.99% | |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | IDBI Trusteeship Services Limited (for the benefit of Piramal Enterprises Limited & Baboon Investments Holding B.V.) | Catalyst Trusteeship Limited (for the benefit of ECL Finance Ltd; Edelweiss Credit Opportunities Fund; Edelweiss Finvest Private Limited) | Times Innovative Media Limited | Life Insurance Corporation of India (LIC) | PTC India Financial Service Limited | IFCI Limited | Vistra ITCL (India) Limited (for the benefit of L&T Infrastructure Finance Company Limited) | Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited) | Vistra ITCL (India) Limited (For the benefit of KKR India Financial Services Limited) | JM Financial Products Limited | Hero FinCorp Limited | Vistra ITCL (India) Limited (For the benefit of Nomura Singapore Limited) | Vistra ITCL (India) Limited (For the benefit of Nomura Singapore Limited) |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | Security Trustee | Security Trustee | Public limited company | Insurance Company | Financial Institution | Financial Institution | Security Trustee | Security Trustee | Security Trustee | NBFC | NBFC | Security Trustee | Security Trustee |
| | Names of all other entities in the agreement | NA | NA | NA | GMR Energy Limited (Borrower) | GMR Infrastructure Limited (Borrower) | GMR Infrastructure Limited (Borrower) | GMR Bannerghatta Properties Private Limited (Borrower) | GMR Bannerghatta Properties Private Limited (Borrower) | GMR Bannerghatta Properties Private Limited (Borrower) | NA | NA | NA | NA |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited (formerly GMR Holdings Private Limited prior to merger) with IDBI Trusteeship Services Limited 2. Details of the debt instrument: Rated, listed, redeemable, secured, non-convertible market linked principal protected debentures 3. Whether the debt instrument is listed on stock exchanges? - YES 4. Credit Rating of the debt instrument - BWR PP-MLD BB (CE) (Stable) 5. ISIN of the instrument: INE908107073 INE908107081 INE908107099 INE908107107 INE908107123 INE908107115 | YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrument: Secured, unlisted, redeemable, non-convertible debentures- ISIN INE908107032; INE908107040; INE908107057, and Listed, rated, redeemable, secured, non-convertible debentures - ISIN INE908107065 3. Whether the debt instrument is listed on stock exchanges? - Yes- ISIN INE908107065 4. Credit Rating of the debt instrument - Yes- ISIN INE908107065; BWR BB (CE) (Stable) 5. ISIN of the instrument: | NO | NO | NO | NO | NO | NO | NO | NO | NO | YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrument: Secured, unlisted, redeemable, non-convertible debentures 3. Whether the debt instrument is listed on stock exchanges? - NO 4. Credit Rating of the debt instrument - N.A. 5. ISIN of the instrument: INE908107180 | YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrument: Secured, unlisted, redeemable, non-convertible debentures 3. Whether the debt instrument is listed on stock exchanges? - NO 4. Credit Rating of the debt instrument - N.A. 5. ISIN of the instrument: INE908107198 |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A)* | 14865168000 | 8405783340 | 654375000 | 2315575566 | 433000000 | 130421700 | 1419696672 | 3852800000 | 3957782400 | 10650000 | 1811916360 | 4065500000 | 3012000000 |
| | Amount involved (against which shares have been encumbered) (B) | 9000000000 | 38130000000 | 5000000000 | 7000000000 | 1950000000 | 1000000000 | 1500000000 | 3250000000 | 2200000000 | 1200000000 | 1350000000 | 2000000000 | 1500000000 |
| | Ratio of A / B | 1.651685333 | 0.220450651 | 1.30875 | 0.330796509 | 0.222051282 | 0.1304217 | 0.946464448 | 1.185476923 | 1.798992 | 0.008875 | 1.342160 | 2.032750 | 2.008000 |
| End use of money | Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify) | For Investment in Target Company and / or repayment of the existing loans. | General corporate purposes | General corporate purposes | Downstream investment | General Corporate usage, Downstream investment by the Target Company | General Corporate usage, Downstream investment by the Target Company | For extending loans and advances to the group companies and/or making investments in group entities | For extending loans and advances to the group companies and/or making investments in group entities | For extending loans and advances to the group companies and/or making investments in group entities | Repayment of existing borrowings of the Company or Group companies and general corporate purposes | Repayment of existing borrowings of the Company or Group companies and general corporate purposes | Repayment of existing borrowings of the Company and general corporate purposes | Repayment of existing borrowings of the Company and general corporate purposes |

*Value of shares is calculated on the basis of share price on the date of agreement

GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on November 20, 2020

| | Encumbrance 1 (Date of creation of encumbrance: April 16, 2015) | Encumbrance 2 (Date of creation of encumbrance: September 30, 2019) | Encumbrance 3 (Date of creation of encumbrance: October 10, 2019) | Encumbrance 4 (Date of creation of encumbrance: October 25, 2019) | Encumbrance 5 (Date of creation of encumbrance: February 28, 2020) | |
|--|--|--|---|---|---|---|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | Pledge | Pledge | Pledge | Pledge | Pledge | |
| No. and % of shares encumbered | No. of shares: 10,300,000 % of total share capital: 0.17% | No. of shares: 57,000,000 % of total share capital: 0.94% | No. of shares: 240,000,000 % of total share capital: 3.98% | No. of shares: 135,10,000 % of total share capital: 0.22% | No. of shares: 2,58,00,000 % of total share capital: 0.43% | |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | IDBI Trusteeship Services Limited (for the benefit of Piramal Enterprises Limited & Baboon Investments Holding B.V.) | Vistra ITCL (India) Limited (for the benefit of L&T Infrastructure Finance Company Limited) | Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited) | Vistra ITCL (India) Limited (for the benefit of KKR India Financial Services Limited) | Hero FinCorp Limited |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | Security Trustee | Security Trustee | Security Trustee | Security Trustee | NBFC |
| | Names of all other entities in the agreement | NA | GMR Bannerghatta Properties Private Limited (Borrower) | GMR Bannerghatta Properties Private Limited (Borrower) | GMR Bannerghatta Properties Private Limited (Borrower) | GMR Enterprises Private Limited (Borrower) |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited (formerly GMR Holdings Private Limited prior to merger) with IDBI Trusteeship Services Limited 2. Details of the debt instrument: Rated, listed, redeemable, secured, non-convertible market linked principal protected debentures 3. Whether the debt instrument is listed on stock exchanges? - YES 4. Credit Rating of the debt instrument - BWR PP-MLD BB (CE) (Stable) 5. ISIN of the instrument: INE908107073 INE908107081 INE908107099 INE908107107 INE908107123 INE908107115 | NO | NO | NO | NO |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | 18,23,10,000 | 96,90,00,000 | 4,12,80,00,000 | 26,81,73,500 | 51,60,00,000 |
| | Amount involved (against which shares have been encumbered) (B) | 9,00,00,00,000 | 1,50,00,00,000 | 3,25,00,00,000 | 2,20,00,00,000 | 1,35,00,00,000 |
| | Ratio of A / B | 0.02026 | 0.6460 | 1.2702 | 0.1219 | 0.3822 |
| End use of money | Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify) | For Investment in Target Company and / or repayment of the existing loans. | For extending loans and advances to the group companies and/or making investments in group entities | For extending loans and advances to the group companies and/or making investments in group entities | For extending loans and advances to the group companies and/or making investments in group entities | Repayment of existing borrowings of the Company or Group companies and general corporate purposes |

* Value of shares is calculated on the basis of share price on the date of agreement

Varalakshmi Enterprises LLP

Details of all the existing events/ agreements pertaining to encumbrance as on November 20, 2020

| | Encumbrance 1 (Date of creation of encumbrance: March 27, 2019) | Encumbrance 2 (Date of creation of encumbrance: July 29, 2020) | Encumbrance 3 (Date of creation of encumbrance: August 18, 2020) |
|--|--|---|---|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | Pledge | Pledge | Pledge |
| No. and % of shares encumbered | No. of shares: 454975 % of total share capital: 0.008% | No. of shares: 1880000 % of total share capital: 0.03% | No. of shares: 4370000 % of total share capital: 0.07% |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | Aditya Birla Finance Limited | Deutsche Investment India Private Limited |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | NBFC | NBFC |
| | Names of all other entities in the agreement | Grandhi Mallikarjuna Rao and M/s Varalakshmi Enterprises LLP | Grandhi Mallikarjuna Rao and M/s Varalakshmi Enterprises LLP |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | NO | NO |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | 7302349 | 42300000 |
| | Amount involved (against which shares have been encumbered) (B) | 50000000 | 250000000 |
| | Ratio of A / B | 0.15 | 0.17 |
| End use of money | Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify) | For the purpose of investment and to meet promoter requirements | For the purpose of investment and to meet promoter requirements |

* Value of shares is calculated on the basis of share price on the date of agreement