

Disclosures of Reason for Encumbrance as per SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A:

General Details

1.	Name of Listed Company (LC)	GMR Airports Infrastructure Limited		
2.	Stock exchanges where the target company is listed	NSE	BSE	MSEI
		Yes	Yes	NA
3.	Name of the promoter(s) / PACs whose shares have been encumbered	GMR ENTERPRISES PRIVATE LIMITED		
4.	Total promoter shareholding in the listed company	Number of Shares	3565669176	
		% of total share capital	59.07%	
5.	Encumbered shares as a % of promoter shareholding	58.01%		
6.	Whether encumbered share is 50% or more of promoter shareholding	Yes		
7.	Whether encumbered share is 20% or more of total share capital	Yes		

Remarks (Optional)

8.	Additional Information (For Public dissemination)	<p>a. Encumbered shares as a percentage of total promoter shareholding is 58.01% which is net of release of shares of listed company on March 16, 2024, held by the Company and PAC.</p> <p>b. The Encumbrance is towards pledge for an existing facility, hence cumulative numbers have been shown against Value of Shares & Amount Involved.</p>	
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Details of all the events/ agreements pertaining to encumbrance

Specific details about the encumbrance		Encumbrance 1	
1.	* Date of Creation of encumbrance	19-Mar-2024	
2.	* Type of encumbrance	Pledge	
3.	* No. of shares encumbered	15000000	
4.	* Shares encumbered as a percentage of total share capital	0.25%	
5.	* Name of the entity in whose favour shares encumbered (X)	Vistra ITCL (India) Limited (in favour of AEG-IND PTE. LTD, JM Financial Credit Solutions Limited, JM Financial Credit Opportunities Fund -I & JM Financial Properties and Holdings Limited for the benefit of GMR Sports Venture Private Limited)	
6.	* 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)	No	Debenture Trustee
7.	* Names of all other entities in the agreement (Please fill NA in case there is no other entity)	* Listed company and its group companies (if any)	GMR Sports Venture Private Limited, Varalakshmi Sports Private Limited & Kothavalsa Infraventures Private Limited
		* Other entities (if any) –	Vistra ITCL (India) Limited
8.	* 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	
		Name of the issuer	GMR Sports Venture Private Limited
		Details of the debt instrument	Unrated, unlisted, dematerialized, secured, redeemable, non-convertible debentures
		Whether the debt instrument is listed on stock exchanges?	No
		Credit Rating of the debt instrument	Not Applicable
		ISIN of the instrument	INEONRM07035 & INEONRM07027
9.	* Security Cover / Asset Cover	* Value of shares on the date of event / agreement (A)	₹ 17,65,59,00,000
		* Amount involved (against which shares have been encumbered) (B)	₹ 10,00,00,00,000
		* Ratio of A / B	1.77
10.	Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	Yes
		(b) For the benefit of listed company	No
		(c) Any other reason (please specify)	Yes Payment of existing debt & lending to Group Companies

Name

Signature