

August 12, 2016

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No.C/1,
G- Block, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Dear Sirs,

Sub: Disclosure pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to the captioned subject and pursuant to the Scheme of Amalgamation and Arrangement between GMR Holdings Private Limited (Holding Company of GMR Infrastructure Limited, Transferor Company 1) and GMR Projects Private Limited (Transferor Company 2) with GMR Enterprises Private Limited (Transferee Company) approved by the Hon'ble High Court of Madras vide its Order No. 8471/16 dated July 06, 2016, effective from August 10, 2016, all the existing Shares held by GMR Holdings Private Limited stands transferred to and in the name of GMR Enterprises Private Limited.

Accordingly, we are enclosing herewith the disclosure under Regulation 10(6) read with Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the same on record.

Thanking you

Yours faithfully

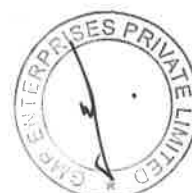
For GMR Enterprises Private Limited

Company Secretary

Encl: As above

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company	GMR Infrastructure Limited	
2.	Name of the acquirer(s)	GMR Enterprises Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited NSE Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Pursuant to the Scheme of Amalgamation and Arrangement between GMR Holdings Private Limited (Transferor Company 1) and GMR Projects Private Limited (Transferor Company 2) and GMR Enterprises Private Limited (Transferee Company) approved by the Hon'ble High Court of Madras vide Order No. 8471/16 dated July 06, 2016, all the existing Shares held by GMR Holdings Private Limited stands transferred to and in the name of GMR Enterprises Private Limited.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10 (1) (d) (iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Not Applicable	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	Not Applicable	Not Applicable
	b. Date of acquisition	Not Applicable	Not Applicable
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable	Not Applicable
	d. Total shares proposed to be acquired /actually acquired as a % of diluted share capital of TC	Not Applicable	Not Applicable
	e. Price at which shares are proposed to be acquired / actually acquired	Not Applicable	Not Applicable



8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(**)	23400000	0.39	2875472962	47.64
	b	Each Seller / Transferor (**)	2852072962	47.25	NIL	NIL

Date: August 12, 2016

Place: New Delhi

Note:

(*) Shareholding of each entity shall be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

(**) Pursuant to the Scheme of Amalgamation and Arrangement approved by the Hon'ble High Court of Madras vide Order No. 8471/16 dated July 06, 2016 between GMR Holdings Private Limited (Transferor Company 1) and GMR Projects Private Limited (Transferor Company 2) with GMR Enterprises Private Limited (Transferee Company), all the existing Shares held by GMR Holdings Private Limited stands transferred to and in the name of GMR Enterprises Private Limited. Consequently, GMR Holdings Private Limited (the holding company of GMR Infrastructure Limited) ceases to exist and GMR Enterprises Private Limited (the promoter group company) has become the Holding Company of GMR Infrastructure Limited.

