

GMR INFRA ENTERPRISES PRIVATE LIMITED

CIN: U43299KA2023PTC175130

Email: Ravi.Majeti@gmrgroup.in, Tel: 011-4921 6771

Regd. Address: 25/1, Ground Floor, Skip House, Museum Road, Bangalore, Karnataka- 560025

Date: December 05, 2024

To,

BSE Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra East Mumbai 400051
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CC:

GMR Airports Limited (formerly GMR Airports Infrastructure Limited)

Registered Office:

Unit no. 12, 18th Floor, Tower A, Building No. 5,
DLF Cyber City, DLF Phase III,
Haryana, India, 122002

Dear Sir/ Madam,

Re: Advanced Intimation for proposed acquisition of equity shares of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) (“Target Company”) under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

In compliance with the provisions of Regulation 10(1)(a)(iii) read with Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, we wish to submit the disclosure (as attached under **ANNEXURE I**) with regard to the proposed acquisition of up to 125,00,00,000 equity shares of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) through off-market transactions.

This is for your information and records.

Thanking you,

Yours faithfully,

For GMR Infra Enterprises Private Limited


Authorised signatory

Place: New Delhi



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Annexure I

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of Target Company ("TC")	GMR Airports Limited (<i>formerly GMR Airports Infrastructure Limited</i>)
2.	Name of acquirer(s)	GMR Infra Enterprises Private Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	GMR Infra Enterprises Private Limited is not currently a promoter of the TC. GMR Infra Enterprises Private Limited is a wholly owned subsidiary of GMR Enterprises Private Limited, which is the promoter of the TC, and as such is currently part of the corresponding promoter group.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	GMR Enterprises Private Limited, being the promoter of the TC.
	b. Proposed date of acquisition	Any time after 4 working days from the date of this intimation.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Up to 125,00,00,000 equity shares.
	d. Total shares to be acquired as % of share capital of TC	Up to 11.84 % of the total share capital of the TC and up to 9.04% on a fully diluted basis.
	e. Price at which shares are proposed to be acquired	The shares of the TC will be acquired at a price not exceeding the limits provided in proviso (i) to Regulation 10(1)(a) of the SEBI SAST Regulations.
	f. Rationale, if any, for the proposed transfer	As a part of Internal restructuring.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii) of the SEBI SAST Regulations.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The shares of the TC are frequently traded in terms of Regulation 2(1)(j) of the SEBI SAST Regulations. The volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period, is Rs 86.21 per share.



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7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not Applicable			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Format Attached as Annexure II			
9.	Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.				
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC #	No. of shares /voting rights	% w.r.t total share capital of TC#
a.	Acquirer(s) and PACs (other than sellers)(*) Acquirer 1. GMR Infra Enterprises Private Limited PACs (other than sellers) 2. GMR Infra Ventures LLP 3. Mr. Grandhi Mallikarjuna Rao* 4. Mrs. Grandhi Varalakshmi 5. Mr. Grandhi Buchi Sanyasi Raju *	Nil	Nil	Up to 125,00,00,000^	11.84%
		3,13,21,815	0.30	3,13,21,815	0.30
		17,31,330	0.02	17,31,330	0.02
		9,42,660	0.01	9,42,660	0.01
		5,44,160	0.01	5,44,160	0.01



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	6. Mrs. Grandhi Satyavathi Smitha	23,48,500	0.02	23,48,500	0.02
	7. Mr. Grandhi Kiran Kumar*	8,72,160	0.01	8,72,160	0.01
	8. Mrs. Grandhi Ragini	25,13,700	0.02	25,13,700	0.02
	9. Mr. Srinivas Bommidala*	4,51,660	0.00	4,51,660	0.00
	10. Mrs. B. Ramadevi	2,55,900	0.00	2,55,900	0.00
	11. Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee	1000	0.00	1000	0.00
	12. Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee	1,000	0.00	1,000	0.00
	13. Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee	1,000	0.00	1,000	0.00
	14. Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee	1,000	0.00	1,000	0.00
	15. GMR Business and Consultancy LLP	76,51,35,166	7.25	76,51,35,166	7.25
	16. Varalakshmi Enterprises LLP	1,72,04,975	0.16	1,72,04,975	0.16
	17. Hyderabad Jabilli Properties Private Limited	5,75,00,000	0.54	5,75,00,000	0.54
	18. Cadence Enterprises Private Limited	0	0.00	0	0.00
	19. Sri Varalakshmi Jute Twine Mills Private Limited	70,000	0.00	70,000	0.00
b.	Seller (s)				
	1. GMR ENTERPRISES PRIVATE LIMITED	2,68,48,43,150	25.43	1,43,48,43,150	13.59

^upon Completion of all tranches

*including held through HUF

#percentage is represented on a Non-Diluted Basis total share capital of TC

Note:

- (*) Shareholding of each entity may 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.



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Annexure-II

TO WHOMSOEVER IT MAY CONCERN

We hereby confirm the following with respect to the Proposed Transaction:

- (1) That the acquisition price per share of GMR Airports Limited (formerly GMR Airports Infrastructure Limited) ("TC") for the Proposed Transaction would not be higher by more than 25% of the price per share of TC computed in accordance with Regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- (2) That we have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements under Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).
- (3) That all the conditions specified under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions have been duly complied with.

For **GMR Infra Enterprises Private Limited**

Samarjit

Authorised signatory

Place: New Delhi

Date: December 05, 2024

