IDBI Trusteeship Services Ltd.

Regd. Office :
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai - 400 001.

Ref: ITSL/OPR/2013-14

Date:February 20 , 2014.

Bombay Stock Exchange Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	**National Stock Exchange of India Ltd.** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051
GMR Infrastructure Limited **Skip House 25/1,** **1st Floor,** **Museum Road** **Bangalore,** **Karnataka -560025**	

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29(1) /29 (2) (whichever is applicable) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of shares of GMR Infrastructure Limited

Pursuant to the disclosure required to be made under Regulation 29(1) /29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the pledge of shares GMR Infrastructure in favor of IDBI Trusteeship Services Limited in the capacity of Debenture Trustee for the benefit of Debenture Holder.

For and on behalf of

IDBI Trusteeship Services Ltd

Agarwal

Authorized Signatory

Part A

Annexure

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	GMR Infrastucture Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pledge of Equity shares of GMR Infrastructure pledged with IDBI Trusteeship Services Limited as security for GMR Infrastucture Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited , National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
Before the pledge under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/ any other instrument that entities the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	25,00,00,000	6.42	
e) Total (a+b+c+d)	25,00,00,000	6.42	
Details of Pledge: a) Shares carrying voting rights acquired/ sold b) VRs acquired/sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	8,25,00,000	2.11	

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e) Total (a+b+c+d)	8,25,00,000	2.11	
After the acquisition, holding of acquirer along with PACs of : a) Shares carrying voting rights b) VRs otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition. d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	33,25,00,000	8.53	
e) Total (a+b+c+d)	33,25,00,000	8.53	
6. Mode of acquisition (e.g.open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Pledge shares as security.		
7.Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Pledge of shares provided as security		
8. Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 20, 2014		
9.Equity share capital /total voting capital of the TC before the said acquisition/ sale	3,89,24,34,782		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	3,89,24,34,782		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	3,89,24,34,782		

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Authorized Signatory

Place: Mumbai

Date: February 20, 2014.

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.