

# GMR Enterprises Private Limited

CIN: U74900KA2007PTC043015

Regd Off:

25/1, Skip House  
Museum Road  
Bangalore – 560 025  
T +91 80 40534223  
F +91 80 22279353  
www.gmrgroup.in

March 17, 2015

BSE Limited  
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

Dear Sirs,

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

As required by Regulation 29(2) read with 29(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we send herewith the disclosure in the prescribed format w.r.t. acquisition of 13,00,000 shares on March 16, 2015 of GMR Infrastructure Limited in the open market.

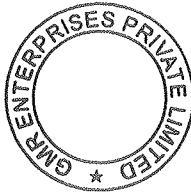
Thanking you,

Yours faithfully,

**For GMR Enterprises Private Limited**

*Ch. Srinivasa Rao*

**Chakka Srinivasa Rao**  
**Director**



Encl: as above

Copy to:

The Company Secretary  
GMR Infrastructure Limited  
Skip House, 25/1, Museum Road  
Bangalore – 560 025

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                                             |                                                              |                                                                   |                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                             | GMR Infrastructure Limited                                   |                                                                   |                                                                   |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                               | GMR Enterprises Private Limited                              |                                                                   |                                                                   |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                     | Yes                                                          |                                                                   |                                                                   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                          | BSE Limited; and<br>National Stock Exchange of India Limited |                                                                   |                                                                   |
| Details of the acquisition / disposal as follows                                                                                                                                            | <b>Number</b>                                                | <b>% w.r.t. total share/voting capital wherever applicable(*)</b> | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the acquisition under consideration, holding of:</b>                                                                                                                              |                                                              |                                                                   |                                                                   |
| a) Shares carrying voting rights                                                                                                                                                            | 2,21,00,000                                                  | 0.507                                                             | 0.487                                                             |
| b) Shares in the 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 entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)                   |                                                              |                                                                   |                                                                   |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                   | <b>2,21,00,000</b>                                           | <b>0.507</b>                                                      | <b>0.487</b>                                                      |
| <b>Details of acquisition / sale</b>                                                                                                                                                        |                                                              |                                                                   |                                                                   |
| a) Shares carrying voting rights acquired / sold                                                                                                                                            | 13,00,000                                                    | 0.030                                                             | 0.029                                                             |
| b) VRs acquired / sold otherwise than by equity 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 encumbered / invoked / released by the acquirer                                                                                                                                   |                                                              |                                                                   |                                                                   |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                   | <b>13,00,000</b>                                             | <b>0.030</b>                                                      | <b>0.029</b>                                                      |

|                                                                                                                                                                                                                                                                                                                                                                 |                    |              |              |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------|--------------|
| <b>After the acquisition / sale, holding of:</b><br>a) Shares carrying voting rights<br>b) Shares encumbered with the acquirer<br>c) VRs otherwise than by shares<br>d) 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 | 2,34,00,000        | 0.537        | 0.515        |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                                                                                                                                                                                       | <b>2,34,00,000</b> | <b>0.537</b> | <b>0.515</b> |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)                                                                                                                                                                                                                                          | Open market        |              |              |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                                                                                                                                                                                                      | March 16, 2015     |              |              |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                                                                                                                                                                                        | Rs. 4,36,12,47,379 |              |              |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                                                                                                                                                                                          | Rs. 4,36,12,47,379 |              |              |
| Total diluted share/voting capital of the TC after the said acquisition                                                                                                                                                                                                                                                                                         | Rs. 4,54,12,47,379 |              |              |

**Note:**

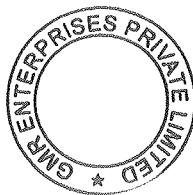
(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) 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.

**For GMR Enterprises Private Limited**

*Ch. Srinivasa Rao*

**Chakka Srinivasa Rao**  
Director



Place: Bangalore  
Date: March 17, 2015