

November 23, 2012

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Ltd.
Exchange Plaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

**Sub: Disclosure of encumbrance of shares under Regulation 31(3) of the SEBI
(Substantial Acquisition of Shares & Takeovers) Regulations, 2011**

With reference to the above, we wish to inform you as under:

- 25,00,000 equity shares of GMR Infrastructure Limited (GIL) held by the company (GMR Holdings Private Limited) was pledged in favour of STCI Finance Limited on November 19, 2012;
- 25,00,000 equity shares of GIL held by GMR Holdings Private Limited was pledged in favour of Kotak Mahindra Prime Limited on November 22, 2012.

The requisite details pursuant to Regulation 31(3) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in reportable format is enclosed for your information and records.

Thanking you,

Yours faithfully,

For **GMR Holdings Private Limited**



Hari Babu Thota
Company Secretary

Encl: As stated above

CC: The Company Secretary
GMR Infrastructure Limited
No.25/1, Skip House
Museum Road
Bangalore – 560025

