

GMR Holdings Pvt. Ltd.

Corporate Office:
IBC Knowledge Park, Phase 2,
"D" Block, 9th Floor, 4/L,
Bannerghatta Road, Bangalore 560 029
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April 2, 2012

The Bombay Stock Exchange 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**

This is to inform you that 2,00,00,000 equity shares of GMR Infrastructure Limited pledged by GMR Holdings Private Limited (the company) in favour of IFCI Limited was released on March 29, 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

Regd. Office:
Naman Centre, 7th Floor,
Opp. Dena Bank, Plot No.C-31, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai - 400051, Maharashtra, India

Format for disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target company		GMR Infrastructure Limited			
Name of the Promoter(s) on whose shares encumbrance was created/ invoked/-released (tick the relevant one)		GMR Holdings Private Limited			
Date of reporting		April 2, 2012			
Names of the stock exchanges where the shares of the target company are listed		The Bombay Stock Exchange Limited National Stock Exchange of India Ltd.			
Details of the promoters' holding: (The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be)					
Promoter(s) or PACs with him	Pre-event holding	Details of events pertaining to encumbrance	Post event holding (encumbered shares to be excluded)	(*)Details of encumbrance (pledge/flien or other- give details)	
Names	Number	% of total Share capital	Type – creation/ invocation/ release	Date (s)	Number
GMR Holdings Private Limited	2,73,62,21,862 (Includes 87,10,30,809 equity shares already under pledge)	70.30% (includes 22.38% already under pledge)	2,00,00,000 Release	29.3.2012	1,88,51,91,053
					% of Total share capital
					48.43
					Equity shares released by IFCI Limited
					87,10,30,809 shares pledged prior to 29.3.2012
					2,00,00,000 shares released on 29.3.2012
					85,10,30,809 total shares pledged as on date
(*) Details shall include the details regarding the person(s) on whose favour the encumbrance has been created and other important features of such encumbrance					

For GMR Holdings Private Limited



Hari Babu Thota
Company Secretary

Place: Bangalore
Date: April 2, 2012