GMR Infrastructure Limited

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February 21, 2014

BSE Limited
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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

Dear Sir(s),

Sub: **Press Release**

This is to inform you that the Company is proposing to issue a Press Release titled **"GMR and Investors rework their Agreement"**, a copy of which is enclosed.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For GMR Infrastructure Limited

C. P. Sounderarajan
Company Secretary

Encl: Press Release [Two Pages]

Regd. Office:
25/1, Skip House,
Museum Road, Bangalore 560 025

PRESS RELEASE

GMR AND INVESTORS REWORK THEIR AGREEMENT

Bangalore – 21st Feb, 2014: GMR, Temasek and IDFC Alternatives led consortium of Investors ("IDFC Consortium") have agreed to restructure their existing investment in GMR Energy Limited ("GEL" or the "Company"). These Investors had invested INR 1,395 Crore in Compulsorily Convertible Preference Shares ("CCPS") in GEL in 2010. GMR Group and the Investors have now agreed to restructure the terms taking into account the interest of both the parties.

Subject to satisfaction of conditions precedent, GMR Infrastructure Limited ("GIL") will issue CCPS worth INR 788.8 Crore to Temasek and INR 347.8 Crore to the IDFC Consortium through a preferential allotment. The residual investment of the Investors in GEL will continue.

GMR Group Chairman, Mr. G. M Rao has said, *"We are extremely happy to have Temasek and the IDFC Consortium as shareholders of GIL. This is the culmination of the long term partnership with the Investors and demonstrates their confidence in the Group. We are confident that together with the support from the Investors, we will build a strong Energy portfolio. This will also pave way for value creation at GMR Energy and GIL as the Power portfolio has almost reached the peak of its capex cycle and is getting into the operational phase".*

Mr. Satish Mandhana, Managing Partner & Chief Investment Officer at IDFC Alternatives commented that *"GMR Energy has been our 4th investment with the GMR group in the past 10 years. This step is a clear demonstration of how the Investors and GMR worked together to forge a win-win solution by being considerate of partnership obligations, in a very difficult and challenging external environment for the power sector. We look forward to a successful IPO of GEL in near future"*

About GMR Infrastructure Limited

GMR Infrastructure Ltd is a Bangalore headquartered global infrastructure major with interests in Airports, Energy, Highways and Urban Infrastructure sectors. It has successfully employed the public-private partnership model to build a portfolio of high quality assets. The Company has 15 power generation assets of which 8 are operational and 7 are under various stages of development and 8 Road assets, of which 7 are operational and one is under construction. In the Airports sector, the Company operates India's busiest airport, the Indira Gandhi International Airport in New Delhi, where it has built a brand new integrated terminal T3. It has also developed and commissioned the Greenfield international airport at Hyderabad as a gateway to south and central India. It has been part of a consortium that has upgraded and is operating the Istanbul Sabiha Gökçen International Airport. GMR Group is also committed to social development initiatives and executes these through its Corporate Social Responsibility arm, the GMR Varalakshmi Foundation which is present in 24 locations.

For further information about GMR Group, visit **http://www.gmrgroup.in/index.html**

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