

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

1. Name of the Target Company (TC)	GMR Infrastructure Limited
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Acquirers–</p> <p>(i) Grandhi Varalakshmi Mallikarjuna Rao Trust, acting through its trustees Mr. G. Mallikarjuna Rao and Mrs. G. Varalakshmi;</p> <p>(ii) GMR Family Fund Trust, acting through its trustees Mr. G. Mallikarjuna Rao, Mrs. G. Varalakshmi, Mr. Srinivas Bommidala, Mrs. B. Ramadevi, Mr. G.B.S. Raju, Mrs. G. Satyavathi Smitha, Mr. G. Kiran Kumar and Mrs. G. Ragini;</p> <p>(iii) Srinivas Bommidala and Ramadevi Trust, acting through its trustees Mr. G. Mallikarjuna Rao, Mr. Srinivas Bommidala and Mrs. B. Ramadevi;</p> <p>(iv) Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust, acting through its trustees Mr. G. Mallikarjuna Rao, Mr. G.B.S. Raju and Mrs. G. Satyavathi Smitha; and</p> <p>(v) Grandhi Kiran Kumar and Ragini Trust, acting through its trustees Mr. G. Mallikarjuna Rao, Mr. G. Kiran Kumar and Mrs. G. Ragini.</p> <p>Transferor – Mr. G. Mallikarjuna Rao (in his personal capacity) (“Transferor”)</p> <p>PACs – GMR Holdings Private Limited (“GHPL”), GMR Infra Ventures LLP, GMR Enterprises Private Limited, Mr. G. Mallikarjuna Rao (in his personal capacity), Mrs. G. Varalakshmi (in her personal capacity), Mr. Srinivas Bommidala (in his personal capacity), Mrs. B. Ramadevi (in her personal capacity), Mr. G.B.S. Raju (in his personal capacity), Mrs. G. Satyavathi Smitha (in her personal capacity), Mr. G. Kiran Kumar (in his personal capacity) and Mrs. G. Ragini (in her personal capacity).</p>
3. Whether the acquirer belongs to Promoter/Promoter group	Yes
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited

5. Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
<p>Before the acquisition under consideration, holding of :</p> <p>a) Shares carrying voting rights</p> <p>b) Voting rights (VR) otherwise than by shares</p> <p>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)</p>	<p>a) <u>Directly in TC</u> – 17,31,330 equity shares</p> <p><u>Indirectly through GHPL, in which Transferor holds 99.997% of the equity share capital</u> – 2,73,62,21,862 equity shares</p> <p><u>With PACs</u> – 279,08,43,847 equity shares</p> <p>b) Nil</p> <p>c) Nil</p>	<p>a) <u>Directly in TC</u> – 0.04%</p> <p><u>Indirectly through GHPL, in which Transferor holds 99.997% of the equity share capital</u> – 70.30%</p> <p><u>With PACs</u> – 71.70%</p> <p>b) Nil</p> <p>c) Nil</p>	<p>a) <u>Directly in TC</u> – 0.04%</p> <p><u>Indirectly through GHPL, in which Transferor holds 99.997% of the equity share capital</u> – 70.30%</p> <p><u>With PACs</u> – 71.70%</p> <p>b) Nil</p> <p>c) Nil</p>
Total (a+b+c)	<p><u>Directly in TC</u> – 17,31,330 equity shares</p> <p><u>Indirectly through GHPL</u> – 2,73,62,21,862 equity shares</p> <p><u>Directly in TC With PACs</u> – 279,08,43,847 equity shares</p>	<p><u>Directly in TC</u> – 0.04%</p> <p><u>Indirectly through GHPL</u> – 70.30%</p> <p><u>Directly in TC With PACs</u> – 71.70%</p>	<p><u>Directly in TC</u> – 0.04%</p> <p><u>Indirectly through GHPL</u> – 70.30%</p> <p><u>Directly in TC With PACs</u> – 71.70%</p>

Details of acquisition/sale 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	a) <u>Directly in TC – Nil</u> <u>Indirectly through GHPL in which Transferor holds 99.997% of the equity share capital – 2,73,62,21,862 equity shares</u> b) Nil c) Nil	a) <u>Directly in TC – Nil</u> <u>Indirectly through GHPL in which Transferor holds 99.997% of the equity share capital – 70.30%</u> b) Nil c) Nil	a) <u>Directly in TC – Nil</u> <u>Indirectly through GHPL in which Transferor holds 99.997% of the equity share capital – 70.30%</u> b) Nil c) Nil
Total (a+b+c)	30,20,147 equity shares of GHPL, which holds 273,61,31,266 equity shares in TC	99.997% of the equity share capital of GHPL which holds 70.30% of the equity share capital of TC	99.997% of the equity share capital of GHPL which holds 70.30% of the equity share capital of TC
After the acquisition/sale, holding 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	Mr. G Mallikarjuna Rao (in his personal capacity) a) <u>Directly in TC – 17,31,330 equity shares</u> <u>Indirectly through GHPL – Nil</u> b) Nil c) Nil	Mr. G Mallikarjuna Rao (in his personal capacity) a) <u>Directly in TC – 0.04% equity shares</u> <u>Indirectly through GHPL – Nil</u> b) Nil c) Nil	Mr. G Mallikarjuna Rao (in his personal capacity) a) <u>Directly in TC – 0.04% equity shares</u> <u>Indirectly through GHPL – Nil</u> b) Nil c) Nil

	Together with PACs	Together with PACs	Together with PACs
	a) 279,08,43,847 equity shares	a) 71.70%	a) 71.70%
	b) Nil	b) Nil	b) Nil
	c) Nil	c) Nil	c) Nil
Total (a+b+c)	<p>Mr. G. Mallikarjuna Rao (directly in TC in his personal capacity) – 17,31,330</p> <p>Mr. G. Mallikarjuna Rao (indirectly through GHPL in his personal capacity) – Nil</p> <p>Mr. G. Mallikarjuna Rao With PACs – 279,08,43,847</p>	<p>Mr. G. Mallikarjuna Rao (directly in TC in his personal capacity) – 0.04%</p> <p>Mr. G. Mallikarjuna Rao (indirectly through GHPL in his personal capacity) – Nil</p> <p>Mr. G. Mallikarjuna Rao With PACs – 71.70%</p>	<p>Mr. G. Mallikarjuna Rao (directly in TC in his personal capacity) – 0.04%</p> <p>Mr. G. Mallikarjuna Rao (indirectly through GHPL in his personal capacity) – Nil</p> <p>Mr. G. Mallikarjuna Rao With PACs – 71.70%</p>
6. Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Disposal by off market transfer of 30,20,147 equity shares constituting approximately 99.997% of the paid up equity share capital of GHPL by way of settlement in the Grandhi Varalakshmi Mallikarjuna Rao Trust, the GMR Family Fund Trust, the Srinivas Bommidala and Ramadevi Trust, the Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust and the Grandhi Kiran Kumar and Ragini Trust (as represented by its trustees), leading to a disposal of 70.30% of the voting rights of the Transferor in the TC indirectly through GHPL.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 12, 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	3,89,24,34,782 equity shares		

9. Equity share capital/ total voting capital of the TC after the said aquisition sale	3,89,24,34,782 equity shares
10. Total diluted share/voting capital of the TC after the said aquisition /sale.	3,89,24,34,782 equity shares

(*) 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.

Signature of the seller



G. Mallikarjuna Rao
Place: Bangalore
Date: August 14, 2013