GMR Holdings Pvt. Ltd.

CIN: U67120MH1993PTC207451

Corporate Office:
IBC Knowledge Park, Phase 2,
"D" Block, 10th Floor, 4/1,
Bannerghatta Road, Bangalore 560 029
T +91 80 40432000
F +91 80 40432147
W www.gmrgroup.in

March 20, 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 1,15,00,000 shares on March 20, 2015 of GMR Infrastructure Limited in the open market.

Thanking you,

Yours faithfully,
For GMR Holdings Private Limited

Hari Babu Thota
Company Secretary

Encl: as above

Copy to:

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

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

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 Holdings 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 National Stock Exchange of India Limited		
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 (**)**
Before the acquisition under consideration, holding of: a) Shares carrying voting rights 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)	273,62,21,862	62.739	60.253
e) Total (a+b+c+d)	**273,62,21,862**	**62.739**	**60.253**
Details of acquisition / ~~sale~~ a) Shares carrying voting rights acquired / sold 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	1,15,00,000	0.264	0.253
e) Total (a+b+c+d)	**1,15,00,000**	**0.264**	**0.253**

GMR Holdings Private Limited

After the acquisition / sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares 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	274,77,21,862	63.003	60.506
e) Total (a+b+c+d)	274,77,21,862	63.003	60.506
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 20, 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 Holdings Private Limited

GMR Holdings Private Limited

Hari Babu Thota
Company Secretary

Place: Bangalore
Date : March 20, 2015