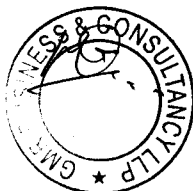


Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	GMR Infrastructure Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	GMR Business & Consultancy LLP Persons Acting in concert: <ol style="list-style-type: none"> 1. GMR Holdings Private Limited 2. GMR Infra Ventures LLP 3. GMR Enterprises Private Limited 4. Grandhi Mallikarjuna Rao 5. Srinivas Bommidala 6. Grandhi Buchi Sanyasi Raju 7. Grandhi Kiran kumar 8. Varalakshmi Grandhi 9. B. Ramadevi 10. Cadence Enterprises Private Limited 11. Grandhi Smitha Raju 12. Grandhi Ragini 13. Grandhi Varalakshmi Mallikarjuna Rao Trust 14. Srinivas Bommidala And Ramadevi Trust 15. Grandhi Buchi Sanyasi Raju And Satyavathi Smitha Trust 16. Grandhi Kiran Kumar And Ragini Trust 		
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)	As per Annexure 1		
e) Total (a+b+c+d)			



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 e) Total (a+b+c+d)	As per Annexure 2
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 e) Total (a+b+c+d)	As per Annexure 3
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Rights Issue
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	April 22, 2015
Equity share capital / total voting capital of the TC before the said acquisition / sale Rights Issue	Rs. 4,36,12,47,379
Equity share capital/ total voting capital of the TC after the said acquisition / sale Rights Issue	Rs. 5,29,58,00,389
Total diluted share/voting capital of the TC after the said acquisition / sale Rights Issue	Rs. 5,47,58,00,389***



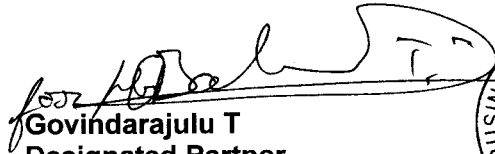
Note:

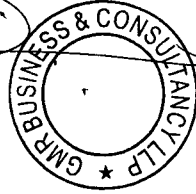
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

(***) The shareholders of Series A CCPS and Series B CCPS become entitled to apply for equity shares on August 26, 2015 and September 26, 2015 respectively, being 17 months and 18 months after the date of allotment of CCPS (March 26, 2014) and the equity shares shall be allotted at the minimum price determined under Regulation 76(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. The total number of shares of the Company on full conversion will be known only 30 days prior to the date when the investors become entitled to apply for conversion of CCPS, therefore not included in the total diluted capital.

For GMR Business & Consultancy LLP


Govindarajulu T
Designated Partner



Place: Bangalore
Date : April 24, 2015

Annexure 1

Sr.No	Name of the Shareholder	Total Shares held		
		Number of Shares	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
			([§])	([#])
Equity Shares				
1	GMR Business and Consultancy LLP	52973443	1.21	1.17
Person Acting in concert				
1	GMR Holdings Private Limited	2752091862	63.10	60.60
2	GMR Infra Ventures LLP	31321815	0.72	0.69
3	GMR Enterprises Private Limited	234000000	0.54	0.52
4	Mallikarjuna Rao Grandhi	1731330	0.04	0.04
5	G Varalakshmi	942660	0.02	0.02
6	Grandhi Ragini	638700	0.01	0.01
7	Grandhi Satyavathi Smitha	765500	0.02	0.02
8	Grandhi Kirankumar	872160	0.02	0.02
9	Srinivas Bommidala	451660	0.01	0.01
10	Buchi Sanyasi Raju Grandhi	544160	0.01	0.01
11	B Ramadevi	250000	0.01	0.01
12	Cadence Enterprises Private Limited	100000	0.00	0.00
13	Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust	1000	0.00	0.00
14	Srinivas Bommidala and Ramadevi Trust	1000	0.00	0.00
15	Grandhi Kiran Kumar and Ragini Trust	1000	0.00	0.00
16	Grandhi Varalakshmi Mallikarjuna Rao Trust	1000	0.00	0.00
Total		2866087290	65.72	63.12
Warrants				
1	GMR Infra Ventures LLP	1800000000	4.13	3.96
Total		1800000000	4.13	3.96

([§])The percentage of shareholding w.r.t. total share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total share/voting capital of the TC before the Rights Issue, i.e., Rs. 4,36,12,47,379

([#])The percentage of shareholding w.r.t. total diluted share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total diluted share/voting capital of the TC before the Rights Issue, i.e., Rs.4,54,12,47,379



Annexure 2

Sr.No	Name of the Shareholder	Total Shares held		
		Number of Shares	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Equity Shares				
1	GMR Business and Consultancy LLP	722312723	13.639 ^{\$}	13.190 [#]
Person Acting in concert				
1	GMR Holdings Private Limited	Not Applicable		
2	GMR Infra Ventures LLP			
3	GMR Enterprises Private Limited			
4	Mallikarjuna Rao Grandhi			
5	G Varalakshmi			
6	Grandhi Ragini			
7	Grandhi Satyavathi Smitha			
8	Grandhi Kirankumar			
9	Srinivas Bommidala			
10	Buchi Sanyasi Raju Grandhi			
11	B Ramadevi			
12	Cadence Enterprises Private Limited			
13	Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust			
14	Srinivas Bommidala and Ramadevi Trust			
15	Grandhi Kiran Kumar and Ragini Trust			
16	Grandhi Varalakshmi Mallikarjuna Rao Trust			
Total		722312723	13.639	13.190
Warrant				
1	GMR Infra Ventures LLP	Not Applicable		

(^{\$})The percentage of shareholding w.r.t. total share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total share/voting capital of the TC after the Rights Issue, i.e., Rs. 5,29,58,00,389

([#])The percentage of shareholding w.r.t. total diluted share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total diluted share/voting capital of the TC after the Rights Issue, i.e., Rs.5,47,58,00,389



Annexure 3

Sr.No	Name of the Shareholder	Total Shares held		
		Number of Shares	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
			(*)	(#)
Equity Shares				
1	GMR Business and Consultancy LLP	775286166	14.64	14.16
Person Acting in concert				
1	GMR Holdings Private Limited	2752091862	51.97	50.26
2	GMR Infra Ventures LLP	31321815	0.59	0.57
3	GMR Enterprises Private Limited	23400000	0.44	0.43
4	Mallikarjuna Rao Grandhi	1731330	0.03	0.03
5	G Varalakshmi	942660	0.02	0.02
6	Grandhi Ragini	638700	0.01	0.01
7	Grandhi Satyavathi Smitha	765500	0.01	0.01
8	Grandhi Kirankumar	872160	0.02	0.02
9	Srinivas Bommidala	451660	0.01	0.01
10	Buchi Sanyasi Raju Grandhi	544160	0.01	0.01
11	B Ramadevi	250000	0.00	0.00
12	Cadence Enterprises Private Limited	100000	0.00	0.00
13	Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust	1000	0.00	0.00
14	Srinivas Bommidala and Ramadevi Trust	1000	0.00	0.00
15	Grandhi Kiran Kumar and Ragini Trust	1000	0.00	0.00
16	Grandhi Varalakshmi Mallikarjuna Rao Trust	1000	0.00	0.00
Total		3588400013	67.76	65.53
Warrants				
1	GMR Infra Ventures LLP	180000000	3.40	3.29
Total		180000000	4.13	3.96

(*)The percentage of shareholding w.r.t. total share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total share/voting capital of the TC after the Rights Issue, i.e., Rs. 5,29,58,00,389

(#)The percentage of shareholding w.r.t. total diluted share capital of GMR Infrastructure Limited (TC) is calculated on the basis of total diluted share/voting capital of the TC after the Rights Issue, i.e., Rs.5,47,58,00,389

