### **GMR Enterprises Private Limited**



Corporate Office: New Udaan Bhawan, Opp. Terminal-3 Indira Gandhi International Airport New Delhi - 110 037 CIN 1174900TN2007PTC102389 T +91 11 42532600 E contact@holdinggepl.in W www.holdinggepl.in

February 03, 2021

BSE 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

Dear Sir,

#### Sub: <u>Submission of disclosure of reasons for encumbrance by promoter of listed</u> <u>companies</u>

Pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019, please find attached prescribed disclosure as required under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, in reportable format for your information and records.

Kindly take note that the changes have been made in Encumbrance 15 and Encumbrance 16 on page no. 7 of this disclosure.

Further, the attached disclosures include consolidated encumbrance details of the Company (Promoter) and its PACs (promoter group) whose names are given as below:

- 1. GMR Business & Consultancy LLP;
- 2. Varalakshmi Enterprises LLP.

As such this disclosure be treated as compliance of the referred Regulation by all the above referred three entities.

Thanking you

Yours faithfully For GMR Enterprises Private Limited

Yogindu Khajuria Company Secretary

Encl: as above

**CC**: The Company Secretary GMR Infrastructure Limited Naman Centre, 7<sup>th</sup> Floor, Opp. Dena Bank, Plot No.C-31, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai-400051



Registered Office: Third Floor, Old No. 248/ New No. 114 Royapettah High Road, Royapettah Chennai - 600 014

### Format for disclosure of reasons for encumbrance

Name of listed company	GMR Infrastructure Limited
Name of the recognised stock exchanges where the shares of the	BSE Limited
company are listed	National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	GMR Enterprises Private Limited
	Persons Acting in Concert (PAC):
	<ol> <li>GMR Business &amp; Consultancy LLP</li> <li>Varalakshmi Enterprises LLP</li> </ol>
Total promoter shareholding in the listed company	No. of shares – Annexure I % of total share capital – Annexure I
Encumbered shares as a % of promoter shareholding	Annexure II
Whether encumbered share is 50% or more of promoter shareholding	YES <del>/ NO</del>
Whether encumbered share is 20% or more of total share capital	YES <del>/ NO</del>



# Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance:	
lien, non-disposal und other covenant, transa arrangement in the na	action, condition or ture of encumbrance)		
No. and % of shares e	ncumbered	No. of shares: % of total share capital:	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)		
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES / NO	nnexure III
	Names of all other entities in the agreement	Listed company and its group companies (if any) - 1. 2 Other entities (if any) – 1.	Please refer Annexure
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	2 YES / NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	



Value of shares on the date of event / agreement (A)		
Amount involved (against which shares have been encumbered) (B) Ratio of A / B		
Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company		
Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)		
	<ul> <li>the date of event / agreement (A)</li> <li>Amount involved (against which shares have been encumbered) (B)</li> <li>Ratio of A / B</li> <li>Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company</li> <li>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason</li> </ul>	the date of event / agreement (A) Amount involved (against which shares have been encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason

### For GMR Enterprises Private Limited

Yogindu Khajuria Company Secretary

Place: New Delhi Date: February 03, 2021



#### Annexure I

## Total promoter shareholding in the listed company

Promoter/PAC	No. of shares	% of total share capital
GMR Enterprises Private Limited	2,986,143,150	49.47
GMR Infra Ventures LLP	31,321,815	0.52
Mr. Mallikarjuna Rao Grandhi	1,731,330	0.03
Mrs. Varalakshmi Grandhi	942,660	0.02
Mr. Buchi Sanyasi Raju Grandhi	544,160	0.01
Mrs. Grandhi Satyavathi Smitha	2,348,500	0.04
Mr. Grandhi Kiran Kumar	872,160	0.01
Mrs. Grandhi Ragini	2,513,700	0.04
Mr. Srinivas Bommidala	451,660	0.01
Mrs. B. Ramadevi	255,900	0.00
Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee	1,000	0.00
Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee	1,000	0.00
Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee	1,000	0.00
Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee	1,000	0.00
GMR Business and	805,635,166	13.35
Consultancy LLP	6 704 075	0.11
Varalakshmi Enterprises LLP Cadence Enterprises Private Limited	6,704,975 0	0.00
Total	3,839,469,176	63.61



#### Annexure II

Promoter/PAC	No. of shares encumbered	% of total share capital encumbered	% of total shareholding
GMR Enterprises Private Limited	2,244,520,155	37.19	75.16
GMR Infra Ventures LLP	0	0.00	0.00
Mr. Mallikarjuna Rao Grandhi	0	0.00	0.00
Mrs. Varalakshmi Grandhi	0	0.00	0.00
Mr. Buchi Sanyasi Raju Grandhi	0	0.00	0.00
Mrs. Grandhi Satyavathi Smitha	0	0.00	0.00
Mr. Grandhi Kiran Kumar	0	0.00	0.00
Mrs. Grandhi Ragini	0	0.00	0.00
Mr. Srinivas Bommidala	0	0.00	0.00
Mrs. B. Ramadevi	0	0.00	0.00
Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee	0	0.00	0.00
Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee	0	0.00	0.00
Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee	0	0.00	0.00
Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee	0	0.00	0.00
GMR Business and Consultancy LLP	333,100,000	5.52	41.35
Varalakshmi Enterprises LLP	6,704,975	0.11	100
Cadence Enterprises Private Limited	0	0.00	0.00
Total (PAC)	2,58,43,25,130	42.82	67.31

### Encumbered shares as a % of promoter shareholding



#### GMR Enterprises Private Limited Details of all the existing events/ agreements pertaining to encumbrance as on February 03, 2021

		Encumbrance 1 (Date of creation of encumbrance: April 16, 2015)	Encumbrance 2 (Date of creation of encumbrance: August 2, 2017)	Encumbrance 3 (Date of creation of encumbrance: March 15 2019)	Encumbrance 4 (Date of creation of , encumbrance: October 5, 2009)	Encumbrance 5 (Date of creation of encumbrance: March 14, 2014)	Encumbrance 6 (Date of creation of encumbrance: March 14, 2014)	Encumbrance 7 (Date of creation of encumbrance: September 26, 2019)	Encumbrance 8 (Date of creation of encumbrance: October 10, 2019)	Encumbrance 9 (Date of creation of encumbrance: October 29, 2019)	Encumbrance 10 (Date of creation of encumbrance: November 27, 2019)	Encumbrance 11 (Date of creation of encumbrance: February 28, 2020)	Encumbrance 12 (Date of creation of encumbrance: October 09, 2020)	Encumbrance 13 (Date of creation of encumbrance: November 19, 2020)	Encumbrance 14 (Date of creation of encumbrance: December 22 2020)	Encumbrance 15 (Date of creation of encumbrance: February 01, 2021)	Encumbrance 16 (Date of creation of encumbrance: February 01, 2021)
	edge, lien, negative lien, non-disposal ther covenant, transaction, condition or re of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Piedge	Pledge
No. and % of shares enc	mbered	No. of shares: 823,381,024 % of total share capital: 13.64%	No. of shares: 454,366,66 % of total share capital: 7.53%		0 No. of shares: 33,198,216 % of total share capital: 0.55%	No. of shares: 20,000,000 % of total share capital: 0.33%	No. of shares: 6,024,097 % of total share capital: 0.10%	No. of shares: 13,133,333 % of total share capital: 0.22%	No. of shares: 224,000,000 % of total share capital: 3.71%	No. of shares: 117,388,000 % of total share capital: 1.94%	No. of shares: 500,000 % of total share capital: 0.01%	No. of shares: 90,595,818 % of total share capital: 1.50%	No. of shares: 173,000,000 % of total share capital: 2.87%	No. of shares: 120,000,000 % of total share capital: 1.99%	No. of shares: 59,433,000 % of total share capital: 0.98%	No. of shares: 36,000,000 % of total share capital: 0.60%	No. of shares: 36,000,000 % of total share capital: 0.60%
Specific details about th encumbrance	Name of the entity in whose favour shares encumbered (X)	IDBI Trusteeship Services Limited (for the benefit of Piramal Enterprises Limited & Baboon Investments Holding B.V.)	Catalyst Trusteeship Limited (for the benefit of ECL Finance Ltd;Edelweiss Credit Opportunities Fund Edelweiss Finvest Private Limited)	Limited	Life Insurance Corporation of India (LIC)	PTC India Financial Service Limited	IFCI Limited	Vistra ITCL (India) Limited (for the benefit of L&T Infrastructure Finance Company Limited)	Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited)	Vistra ITCL (India) Limited (For the benefit of KKR India Financial Services Limited)	JM Financial Products Limited	Hero FinCorp Limited	Vistra ITCL (India) Limited (For the benefit of Nomura Singapore Limited)	Vistra ITCL (India) Limited (For the benefit of Nomura Singapore Limited)	Vistra ITCL (India) Limited (For the benefit of Avro Commercial Company Private Limited; Merlin Holding: Private Limited; Citrine Fund Limited)		Chartered Finance & Leasing Limited
	Whether the entity X is a scheduled	Security Trustee	Security Trustee	Public limited company	Insurance Company	Financial Institution	Financial Institution	Security Trustee	Security Trustee	Security Trustee	NBFC	NBFC	Security Trustee	Security Trustee	Security Trustee	NBFC	NBFC
	commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		Security Hustee	r unic inniced company	insurance company			Security Hustee	Security mustee	Secondy Hustee	NOI C	NDI C	Secondy Hustee	Security Hustee	Security Hustee	NDIC .	
	Names of all other entities in the agreement	NA	NA	NA	GMR Energy Limited (Borrower)	GMR Infrastruture Limited (Borrower)	GMR Infrastruture Limited (Borrower)	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Bannerghatta Properties Private Limited (Borrower)	NA	NA	NA	NA	NA	NA	NA
	any debt instruments viz. debenture, commercial paper, certificate of deposit etc: ?! ves, provide details about the instrument, including credit rating	IDB1 Trusteeship Services Limited 2. Details of the debt instrument: Rated, listed, redeemable, secured, non-convertible market linked principal protected debentures 3. Whether the debt instrument is listed on stock exchanges? - YES 4. Credit Rating of the debt instrument - BWR PP-MLD B8 (CCE) (Stable) 5. ISIN of the instrument: INFS08107081 INFS08107089 INFS081070799 INFS08107123 INFS08107123 INFS08107115	Rated, redeemable, marketable, non- convertible debentures- ISIN INE9308/07032; INE9308/07057, and Listed, rated, redeemable, secured, non-convertible debentures - ISIN INE9308/07065 3. Whether the debt instrument is listed on stock exchanges? - Yes- ISIN INE9308/07065 4. Credit Rating of the deb instrument - Yes-ISIN INE9308/07065 BWR 8B (CE) (Stable)		NO	NO	NO	NO	NO	NO	NO	NO	- N.A. S.ISIN of the instrument: INE908007180	- N.A. S. ISIN of the instrument: INE908107198	YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrument: Secured unlisted, rated, redemable, non- convertible debentures 3. Whether the debt instrument is listed on stock exchanges? - NO 4. Credit Rating of the debt instrument - N.A.; however, the rating will be done as condition subsequent 5. ISIN of the instrument: INE908107206		NO
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)*	14573844125	840578334	65437500	0 2315575566	5 433000000	13042170	223923327.7	3852800000	2441670400	0 10650000		4065500000	301200000	0 148285335		0 894600000
	Amount involved (against which shares have been encumbered) (B)	900000000	381300000				10000000	150000000	325000000				200000000	15000000	0 65000000		375000000
End use of money	Ratio of A / B Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	1.61931601 For Investment in Target Company and / or repayment of the existing loans.	0.22045065 General corporate purposes	1 1.3087 General corporate purposes	5 0.330796505 Downstream investment	General Corporate usage,	0.130421 General Corport usage, Downstream investment by the Target Company	0.149282218 For extending leans and advances to the group companies and/or making investments in group entities	1.185476922 For extending leans and advances to the group companies and/or making investments in group entities	For extending loans and	Repayment of existing borrowings of	Repayment of existing borrowings	Repayment of existing borrowings of	Repayment of existing borrowings of	0 2.28131284 Repayment of existing borrowings of the Company; general corporate purposes an towards the payment of fees, costs, charges and expenses pertaining to the issue of the Debentures	Repayment of existing borrowings of	Repayment of existing borrowings of

\*Value of shares is calculated on the basis of share price on the date of agreement

#### GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on February 03, 2021

	Encumbrance 1 (Date of creation of encumbrance: April 16, 2015)	Encumbrance 2 (Date of creation of encumbrance: September 30, 2019)	Encumbrance 3 (Date of creation of encumbrance: October 10, 2019)	Encumbrance 4 (Date of creation of encumbrance: February 28, 2020)
ative lien, non-disposal undertaking etc. or any other angement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge
	No. of shares: 10,300,000 % of total share capital: 0.17%	No. of shares: 57,000,000 % of total share capital: 0.94%	No. of shares: 240,000,000 % of total share capital: 3.98%	No. of shares: 2,58,00,000 % of total share capital: 0.43%
entity in whose favour shares encumbered (X)	IDBI Trusteeship Services Limited (for the benefit of Piramal Enterprises Limited & Baboon Investments Holding B.V.)	Vistra ITCL (India) Limited (for the benefit of L&T Infrastructure Finance Company Limited)	Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited )	Hero FinCorp Limited
entity X is a scheduled commercial bank, public itution, NBFC or housing finance company? If No, ature of the business of the entity.	Security Trustee	Security Trustee	Security Trustee	NBFC
other entities in the agreement	NA	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Enterprises Private Limited (Borrower)
encumbrance is relating to any debt instruments viz. ommercial paper, certificate of deposit etc.? If yes, ils about the instrument, including credit rating	YES If yes, I. Name of the issuer: GMR Enterprises Private Limited (formerly GMR Holdings Private Limited prior to merger) with IDBI Trusteeship Services Limited 2. Details of the debt instrument: Rated, listed, redeemable, secured, non- convertible market linked principal protected debentures 3. Whether the debt instrument is listed on stock exchanges? -YES 4. Credit Rating of the debt instrument - BWR PP-MLD BB (CE) (Stable) 5. ISIN of the instrument: INE908I07073 INE908I07099 INE908I07123 INE908I07115	NO	NO	NO
res on the date of event / agreement (A)	18,23,10,000	96,90,00,000	4,12,80,00,000	51,60,00,00
lved (against which shares have been encumbered)	9,00,00,00,000	1,50,00,00,000	3,25,00,00,000	1,35,00,00,000
nount to be utilized for what purpose – use by promoters and PACs enefit of listed company ils including amount, purpose of raising money by ny, schedule for utilization of amount, repayment reason (please specify)	0.02026 For Investment in Target Company and / or repayment of the existing loans.	0.6460 For extending loans and advances to the group companies and/or making investments in group entities	1.2702 For extending loans and advances to the group companies and/or making investments in group entities	0.382 Repayment of existing borrowings of the Company or Group companies and general corporate purposes
ils including amoun ny, schedule for uti	t, purpose of raising money by lization of amount, repayment	t, purpose of raising money by lization of amount, repayment	t, purpose of raising money by lization of amount, repayment	t, purpose of raising money by lization of amount, repayment

\* Value of shares is calculated on the basis of share price on the date of agreement

Varalakshmi Enterprises LLP Details of all the existing events/ agreements pertaining to encumbrance as on February 03, 2021

		Encumbrance 1	Encumbrance 2	Encumbrance 3
		(Date of creation of encumbrance: March 27, 2019)	(Date of creation of encumbrance: July 29, 2020)	(Date of creation of encumbrance: August 18, 2020)
Type of encumbrance (pl	edge, lien, negative lien, non-disposal undertaking	Pledge	Pledge	Pledge
etc. or any other covenan	t, transaction, condition or arrangement in the	-		-
nature of encumbrance)				
No. and % of shares encumbered		No. of shares: 454975	No. of shares: 1880000	No. of shares: 4370000
		% of total share capital: 0.008%	% of total share capital: 0.03%	% of total share capital: 0.07%
Specific details about the	Name of the entity in whose favour shares	Aditya Birla Finance Limited	Deutsche Investment India Private Limited	Cholamandalam Investment & Finance Company Ltd.
encumbrance	encumbered (X)			
	Whether the entity X is a scheduled commercial	NBFC	NBFC	NBFC
	bank, public financial institution, NBFC or housing			
	finance company? If No, provide the nature of the			
	business of the entity.			
	Names of all other entities in the agreement	Grandhi Mallikarjuna Rao	Grandhi Mallikarjuna Rao	Grandhi Mallikarjuna Rao
		and M/s Varalakshmi Enterprises LLP	and M/s Varalakshmi Enterprises LLP	and M/s Varalakshmi Enterprises LLP
	Whether the encumbrance is relating to any debt	NO	NO	NO
	instruments viz. debenture, commercial paper,			
	certificate of deposit etc.? If yes, provide details			
	about the instrument, including credit rating			
Security Cover / Asset	Value of shares on the date of event / agreement	7302349	4230000	92862500
Cover	(A)			
	Amount involved (against which shares have been	5000000	25000000	10000000
	encumbered) (B)			
	Ratio of A / B	0.15	0.17	0.93
End use of money	Borrowed amount to be utilized for what purpose	For the purpose of Investment and to meet promoter	For the purpose of Investment and to meet promoter	For the purpose of Investment and to meet promoter
	-	requirements	requirements	requirements
	(a) Personal use by promoters and PACs			
	(b) For the benefit of listed company			
	Provide details including amount, purpose of			
	raising money by listed company, schedule for			
	utilization of amount, repayment schedule etc.			
	(a) Any other reason (please specify)			
	., ,			
1				
* Value of shares is calculate	d on the basis of share price on the date of agreement	•	1	•