### **GMR Enterprises Private Limited**



Corporate Office: New Udaan Bhawan, Opp. Terminal 3 Indira Gandhi International Airport New Delhi 110 037 CIN U74900TN2007PTC102389

P +91 11 42532600 E contact@holdinggepl.in W www.holdinggepl.in

March 26, 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: Submission of disclosure of reasons for encumbrance by promoter of listed companies

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 09 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

GMRE

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



### 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):
	GMR Business & Consultancy LLP     Varalakshmi Enterprises LLP
Total promoter shareholding in the listed company	No. of shares – <b>Annexure I</b> % of total share capital – <b>Annexure I</b>
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:	
Type of encumbrance lien, non-disposal undother covenant, transa arrangement in the na	action, condition or		
No. and % of shares e		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	nexure 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	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	





Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	
	Amount involved (against which shares have been encumbered) (B)	
	Ratio of A / B	
End use of money	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)	

For GMR Enterprises Private Limited

PRISES

Yogindu Khajuria Company Secretary

Place: New Delhi Date: March 26, 2021



# Annexure I <u>Total promoter shareholding in the listed company</u>

Promoter/PAC	No. of shares	% of total share capital
GMR Enterprises Private Limited	2,942,043,150	48.74
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 Consultancy LLP	805,635,166	13.35
Varalakshmi Enterprises LLP	6,704,975	0.11
Cadence Enterprises Private Limited	0	0.00
Total	3,795,369,176	62.88





#### Annexure II

#### Encumbered shares as a % of promoter shareholding

Promoter/PAC	No. of shares encumbered	% of total share capital encumbered	% of total shareholding
GMR Enterprises Private Limited	2,315,136,963	38.36	78.69
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)	2,654,941,938	43.99	69.95



GMR Enterprises Private Limited

Details of all the existing events/ agreements pertaining to encumbrance as on March 25, 2021

		Encumbrance 1 (Date of creation of encumbrance: April 16, 2015)	Encumbrance 2 (Date of creation of encumbrance: August 2, 2027)	Encumbrance 3 (Date of creation of encumbrance: March 29, 2019)	Encumbrance 4 (Date of creation of encumbrance: October 5, 2009)	Encumbrance S (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 E (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)	Encumbrance 17 (Date of creation of encumbrance: March 18, 2021)	Encumbrance 28 (Date of creation of encumbrance: March 19, 2021)
	edge, lien, negative lien, non-disposal ther covenant, transaction, condition or w of encumbrance)	Piedge	Pledge	Pledge	Pledge	Pledge	Pledge	Piedge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Piedge	Pledge	Pledge
io. and % of shares encur	mbered	No. of shares: 778,770,043 % of total share capital: 12.90%		No. of shares: 37,500,000 % of total share capital: 0.62%	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: 3.72%	No. of shares: Nil % of total share capital: Nil	No. of shares: 500,000 % of total share capital: 0.01%	No. of shares: 56,211,607 % of total share capital: 0.93%	No. of shares: 100,500,000 % of total share capital: 1.67%	No. of shares: 74,500,000 % of total share capital: 1.23%	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: 16,000,000 % of total share capital: 0.60%	No. of Shares 110,000,000 % of total share capital: 1.825	
pecific details about he ercumbrance	Name of the entity in whose favour shares encurshared (IQ)	IGBI Transteeship Services Limited (Ser the benefit of Pizzanal Enterprises Limited & Exboon Investments Holding B.V.)	Catalyst Trusteenkip Limited (for the benefit of ECL Finance Lid. Sidelweiss Credit Opportunities Fund; Edelweis Finant Provate Limited)	Times Innovative Media Limited	Life Insurance Corporation of India (UC)	PTC India Financial Service	PCI Umited	Vates ITCL (India) United (for the breaft of ULT Infrastructure Reanne Company United)	Unite TCC ( India) Limited (fi the breefit of Housing Development Finance Corporation Limited)	or Vistor ITCL (India) Limited (For the benefit of KIXI India Fleancial Services Limited)	M Financial Products Limited	Nero PinCorp Limited	Visitor III Clipida) Limited (for the benefit of Nomura Singapore Limited)	Vintra TEC (India) Limited (por the baseful of Normara Singapore Limited)	Vistra ITC. (India) Limited  growthe bearinf & Avon Commercial Company Private Limited; Metrin pladings Private Limited; Citrine Fund Limited)	Shine Star Build-Cap Private Limited	Chartered Finance & Lessing Limited	Vates ZEC. (India) Limited (For the benefit of CB international (Asia) Limited )	Catalyst Trusteeship United (For the ) benefit of Edwiesis Special Opportunities Fund & ELAP Equities United ()
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the	Security Trustee	Security Trustee	Public limited company	Insurance Company	Financial Institution	Financial Institution	Security Trustee	Security Trustee	Security Trustee	NEFC	NEFC	Security Trustee	Security Trustee	Security Trustee	NEFC	NBFC	Security Trustee	Security Trustee
	business of the entity. 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 .	NA	NA NA
	Whether the animalities are in relating to a department of the control of the con	YES  John and the Issuer CMA Literature Private Limited Limited Private Limited Limited Limited Private Limited Limited point Private Limited Limited point Individual Private Limited point of Immergly citils Limited point of Immergly citils Limited Limit	and Linted, rated, redeemable, secured, non-convertible debentures - ISIN NECOSIONOS - ISIN NECOSIONOS - IN Mether the debt instrument is listed on stock exchanges? - Yes-ISIN INECOSIONOS - A. Credit Rating of the debt instrument - Yes-ISIN INECOSIONOS - ISIN INICIPATE - ISIN INICIPAT	NO	NO T	MO	80	NO TO	NO.	100	lso -	lso	NS	YES  Michael of the hours GMB  Cherginian Private Linited  2 Judicis of the delice incomment.  And the comment of the comment	YES  When and the Islands COME Enterprises Protect Entered  Touches and the Islands COME Enterprises Protect Entered  Touches Come of the Islands  Touches Come o	so	lec .	155  If yet,  I Name of the Issuer-GMI  I Name of the Issuer-GMI  I Name of the Issuer-GMI  Contemption Product Limited  instruments Statemed, related, listed  instruments Statemed, related, listed  instruments Statemed, related, listed  instruments Statemed, related  instruments Statemed, related  instruments Statemed, related  instruments Statemed, related  Statements Statements Statements  Statements Statements  Statements Statements  Statements Statements  Statements Statements  Statements Statements  Statements Statements  Statements Statements  S	YES  If yes,  If yes,  I Name of the Issuer  GMR Enderprises  Private Limited  & Z. Details of the delice  structures: Secured,  reduced to the delice  structures: Secured,  reduced to the control of the control  with the contro
ecurity Cover / Asset	Value of shares on the date of event / agreement (A)*	13784229761	8405783340	654375000	2315575566	433000000	130421700	223923327.	385280000	00 0	10650000	1124232140	2361750000		1482853350	894600000	894600000	278850000	100 69575000
	Amount involved (against which shares have been encumbered) (8)	9000000000	38130000000	500000000	7000000000	1950000000	1000000000	1500000000	325000000	10 0	120000000	1350000000	2000000000	1500000000	650000000	375000000	375000000	187500000	30000000
nd use of money	Batto of A.f. B Borrowed amount to be utilized for what purpose— (a) Personal use by promoters and PACs (b) For the benefit of fished company Provide details including amount, purpose or aiming money by lated company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	1.531363000  For lovestment in Target Company and Jor repayment of the existing loans.	0.220450653 General corporate purposes	2.35875 General corporate purposes	Q 310796509 Downstream Investment	0.22251382 General Corporate usage, Downstream investment by the Target Company	General Copporate usage, General Copporate usage, Downstream investment by the Target Company	Q.14928221 For extending loans and advances to the group companies and/or making investments in group entities	1.25-27502  For extending loans and advances to the group comparies and/or making investments in group entities	For extending loans and advances to the group companies and/or making investments in group entities	D. O.COREZT Spaysment of existing borrowings of the Company or Group companies and general corporate purposes	Repayment of existing borrowings	Repayment of existing borrowings of the Company and general corporate	Repayment of existing borrowings of		Repayment of existing borrowings of the Company or Group companies	2.3356 Repayment of exhiting borrowings of the Company or Group companies and general corporate purposes	Repayment of existing	,

#### GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on March 26, 2021

	ondition or arrangement in the nature of encumbrance)	Encumbrance 1 (Date of creation of encumbrance: April 16, 2015)  Pledge  No. of shares: 10,300,000 % of total share capital: 0.17%  IDBI Trusteeship Services Limited (for the benefit of Piramal Enterprises Limited & Baboon Investments Holding B.V.)  Security Trustee	Encumbrance 2 (Date of creation of encumbrance: September 30, 2019)  Pledge  No. of shares: 57,000,000 % of total share capital: 0.94%  Vistra ITCL ( India) Limited (for the benefit of L&T Infrastructure Finance Company Limited)  Security Trustee	Encumbrance 3 (Date of creation of encumbrance: October 10, 2019)  Pledge  No. of shares: 240,000,000 % of total share capital: 3.98%  Vistra ITCL ( India) Limited (for the benefit of Housing Development Finance Corporation Limited )  Security Trustee	Encumbrance 4 (Date of creation of encumbrance: February 28, 2020)  Pledge  No. of shares: 2,58,00,000 % of total share capital: 0.43%  Hero FinCorp Limited
	provide the nature of the business of the entity.  Names of all other entities in the agreement	NA	GMR Bannerghatta Properties Private	GMR Bannerghatta Properties Private	GMR Enterprises Private Limited (Borrower)
	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	YES If yes,  1. 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: INE908107073 INE908107081 INE908107107 INE908107123 INE908107115	Limited (Borrower) NO	Limited (Borrower) NO	NO
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	18,23,10,000	96,90,00,000	4,12,80,00,000	51,60,00,000
	Amount involved (against which shares have been encumbered) (B)	9,00,00,00,000	1,50,00,00,000	3,25,00,00,000	1,35,00,00,000
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)	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	0.3822 Repayment of existing borrowings of the Company or Group companies and general corporate purposes

 $<sup>\</sup>ensuremath{^{*}}\xspace$  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 March 26, 2021

		Encumbrance 1 (Date of creation of encumbrance: March 27, 2019)	Encumbrance 2 (Date of creation of encumbrance: July 29, 2020)	Encumbrance 3 (Date of creation of encumbrance: August 18, 2020)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares: 454975 % of total share capital: 0.008%	No. of shares: 1880000 % of total share capital: 0.03%	No. of shares: 4370000 % of total share capital: 0.07%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Aditya Birla Finance Limited	Deutsche Investment India Private Limited	Cholamandalam Investment & Finance Company Ltd.
	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.		NBFC	NBFC
	Names of all other entities in the agreement	Grandhi Mallikarjuna Rao and M/s Varalakshmi Enterprises LLP	Grandhi Mallikarjuna Rao and M/s Varalakshmi Enterprises LLP	Grandhi Mallikarjuna Rao and M/s Varalakshmi Enterprises LLP
	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	NO	NO	NO
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	7302349	42300000	9286250
	Amount involved (against which shares have been encumbered) (B)	50000000	250000000	10000000
	Ratio of A / B	0.15	0.17	0.9
End use of money	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)	For the purpose of investment and to meet promoter requirements	For the purpose of investment and to meet promoter requirements	For the purpose of investment and to meet promoter requirements