GMR Enterprises Private Limited



Corporate Office:
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New Delhi, India 110037
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August 05, 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 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 9 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, 7th 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 – 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 / NO
Whether encumbered share is 20% or more of total share capital	YES / NO

Details of all the existing events/ agreements pertaining to encumbrance

Type of encumbrance lien, non-disposal und other covenant, transaarrangement in the na No. and % of shares e	action, condition or ture of encumbrance)	Encumbrance 1 (Date of creation of encumbrance:) 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) -	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	1. 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	

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

Yogindu Khajuria Company Secretary

Place: New Delhi

Date: August 05, 2021

Annexure I

Total promoter shareholding in the listed company

Promoter/PAC	No. of shares	% of total share capital
GMR Enterprises Private Limited	2,858,243,150	47.35
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	3,711,569,176	61.49

Annexure II

Encumbered shares as a % of promoter shareholding

Promoter/PAC	No. of shares encumbered	% of total share capital	% of total shareholding
CMD 5 1 1 1 1 1 1 1	2 400 024 044	encumbered	07.05
GMR Enterprises Private Limited	2,488,031,841	41.22	87.05
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	199,781,639	3.31	24.80
Varalakshmi Enterprises LLP	6,704,975	0.11	100.00
Cadence Enterprises Private Limited	0	0.00	0.00
Total (PAC)	2,694,518,455	44.64	72.60

	try/ agreements pertaining to encumbe	Encumbrance 1	Encumbrance 2 (Date of creation of encumbrance: August 2, 2017)	Ensumbrance II (Date of creation of ensumbrance: March 18, 2019)	Encumbrance 6 (Date of oreation of encumbrance: October 1, 2009)	Encumbrance 1 (Data of creation of encumbrance: September 25, 2021)	Encumbrance 6 (State of creation of encumbrance: Outsider 15, 2009)	Ensembrance 7 (Date of creation of encumbrance: Numerober 27, 2009)	Encumbrance X (Date of creation of encumbrance: Pelmusry 28, 2020)	Encumbrance 9 (Sale of anation of encumbrance October 39, 2000)	Encumbrance 10 (Date of creation of encumbrance: November 28, 2000)	Encumbrance 11 (Date of an about of encumbrance: December 23 2000)	Encumbrance 12 (Date of creation of encumbrance: Pelansky EQ, 2001)	Encumbrance 11 (Date of creation of encumbran Pelessary EL, 2021)	Entendrance 26 (Date of creation of encumbrance Manh 18, 2021)	Ensumbrance 25 (Date of creation of encumbrance March 28, 2021)	Encumbrance 28 (Date of greation of encumbrance March 25, 2021)	Ensembrance 17 (Date of creation of ensembrance: April 25, 2001)	Encumbrance 18 (Date of counties of encumbrance: May 24, 2021)	Encumbrance 18 (Date of constinu of encumbrance: May 26, 2021)	Encumbrance 20 (Date of creation of encumbrance: May 26, 3000	Encumbrance 21 (Date of creation of encumbrance: June EL, 2021)	Encumbrance 22 (Sate of creation of encumbrance June 21, 2021)	Encumbrance 23 (Clate of ceration of encumbrance: June 26, 2021)	Encumbrance 28 (Eatle of credition of encumbrance June 28, 2003)	Ensumbrance 25 (Date of creation of ensumbrance: July CE, 2001)
	les reptie les sor-dipod																									
undertaking etc. or any other of arrangement in the nature of o	coverant, transaction, condition or encumbrance)	Fiedge	Pladge	Findge	Pledge	Parage	Findge	Pinage	Reage	Reage	Findge	Peage	Piedge	Pleage	Piedge	Pleage	Feege	Pleage	Piedge	Piedge	Progr	Piedge	Pinage	Piedge	Parage	Pleage
Na. and N of sharecensumber		No. of share: 778,770,003 N of total share capital: 32.80%	N. of total share capital: 7.50%	E7,500,000 N of total share capitals E.62%	% of total share capital. 0.30%			% of total share capital, 0.00%	N. of total share capital EXEN.	No. of charec No! No of turni chare capital: IDS.	No. of drawn: 75,500,000 N. of total chare capital: 1,285	No. of claims 18,650,000 No of total chairs capital, 0.98%	No. of share: 18,000,000 % of total share capital 0.60%	No. of chares 18,000,000 No of total chare capital: 0.60%	N. of total share capital. 1 MIN.	4.56%	N of total share capital: 1.65N	No. of share: 1,50,00,000 No. of total share capital 0.295					% of tastel share capital: 0.60%	No. of Shares 2,50,00,000 No. of Satol share capital: 0.42%	No. of Shares 2,20,00,000 No. of Social share capital: 0.38%	
	ne of the entity or wholes florour sec encumbered (10)	CRE Youtbresky benous: Limited for the level of Promoi the theyers: Limited & Balance towestiments Holding B.V.	CAZANJA TAKATERSHIP LIMITED (Sor the benefit of EC. PINANIA SEE REPAIRED CIPERT OSPIPATION CIPERT OSPIPATION PROVIDED PROVIDE PROVIDE LIMITED POVIDE LIMITED (ST. PROVIDE LIMITED)	Times transitive Media lamited	of neurone coperation of tests (UC)	in Vision (PCCL) initially lawrind of five the benefit of little lawring	Visida TCCL (India) Listmod (fift the Sweet Garbouring Development France Corporation Similary)	and revenied readures switten	Hence managing Earnite of	InstaltEt (Male Lewised (four the Bearlet) of Maleura Talegapare (Lewised)	Visita Pitt, Joseph Landed (Fried the Secretif Manusca Singlipide Linited)	Vision TCC (Initial) sented (Initial beard of ano Commercial Company Provide Limited, Media existing EXTENSES conded (Limited and Commercial (Limited)	Shine State Build- Cap Private control of	Channel Finance & seasing trended	vista PCL (Halla) suntre (For the Senel of Ott International (Nasi United)	Catalyst Thutbeechips Limited (In Vite be seen sick special Barleweck Special Opportunities Fund & ECAM Squattees Constead)	Canited	Vision TEX (Initial) Initial files the beneficial featured insightane invated beneficial featured insightane invated beneficial files (Initial Feature Initial files), Robins (Initial Feature Initial	ELI Pladicio es Limited	Anand State Chickel French Lessond	Shine Stat Build- Cap Private Smithed	**STANDATE PARADOSE TRANSPORT **NORME SURRIGHE	B2 Platitions Limited	Shine State Swild - Cap Private switched	Caprum Regnolia control	SCLTrinciag Private Lamited
com inci com	other the entity X is a scheduled innertial bank, public financial llution, NSPC or housing finance spany? If No, provide the rature of business of the entities.	SecurityTrustee	Security Trustee	Public limited company	Incurance Company	Security Trustee	Security Truckee	Narc	NAFC	Security Trudee	Security Studies	Security Trustee	Nanc	NIFC	Security Studies	Security Touter	Marc	SecurityTrustee	Manufacturing Company	NIPC	MINC	Marc	Manufacturing Company	Name	Mining and Construction equipment	NIFC
Stan	nec of all other entities in the rement.	NA.	NA	NA .	GMK Energy Limited (Borlower)	GMR Bannerghatta Propertier Private Limited (Borrower)	NAM Same glotta Properties Private Limited (Borrawe)	NA.	NA.	No.	NA.	NA.	NA.	NA.	NA.	NA.	NA.	A.A.	NA.	NA.	NA.	NA.	NA.	NA.	NA.	NA.
any control	where the membranes is missing and in the control of the control o	(CII) (Stable) S. ISRN of the Indowners: NOREGISCOCKE NOR	COM Biologistics (Visited Committed	NO SMALLOO	220000	NO COMMITTEE OF THE PROPERTY O	NO DESCRIPTION OF THE PROPERTY	50	MACCOST	THE CONTROL OF THE CO	THE STATE OF THE S	SEE THE SECRET OF THE SECRET O		NO PRODUCTION	Sold-grown or Provide Gooded 2. Declarish of the dead of 2. Declarish of the dead of 2. Declarish of the dead of 2. Declarish of the dead 2. Declarish of 2. Declarish of 2. Declarish of 2. Declarish of 3. Declarish 3. Declarish 4. Declarish 4. Declarish 4. Declarish 5. Declarish 6. Declar	(CI) 3. DIN of the instrument. 3. DIN of the instrument. 3. DIN OF THE INSTRUMENT SHAPE SH	1 1 1 1	193 In Standard Standard Code In Code In Code In Code	NO SALES	NO SALAMON	NO SECTION AND ADDRESS OF THE PROPERTY OF THE	NO STANSON	100	10	100	NO NO
And And	out inched (against which shares	90000000	90,9000000	10000000	20000000	0 11000000	121000000	12000000	10000000	20000000	1100000	00 6000000	150000	17000	20 1676020	1000000	00 2000000	129800000	2100000	200000	200000	00 8000000	21000000	2000000	2100000	00 2000
him Kali	e been encumbered) (B) u of A / B	1.1038208	0.22009361	1.3007	-	-		0.00001	0.798690	0.00000	1.386	2.2818280	2.80	2.5	E4 14760000	2.091666		0.2%	287	76 2.76	240	2.680	2.966	1179	2.10	C4
pury (a) n (b) n (b) n (con con	tioned amount to be utilized for what plate — reconcil use by promoters and PACs her the hereoff of financi company rate details, reducing amount, pose of corresponses by bitted goaper, cateduler for utilization of built, repayment otherable est. hay other mason (pirace specify)	Pur Suverbiners in Target Company and for repayment of the existing score.	Dene of corporate purpose (Serenti corporate purposes	Downstream investment	For extending loans and advances to the group companies and/or making me-stiments in group existing	For extending loans and advances to the group companies and/or making investments is group-extitled.	of the Company or troup companies and general corporate	of the Company or Group	the Company and general corporate	Rejoryment of existing biomiseings. The Company and general surjoids purposes.	of the payment of existing binnowings of the Company general simplicity purposes and plausals the payment of fees, costs, charges and expense personning to the issue of the Debensives.	Repayment of existing biomowings of the Company or Gloup companies, and general corporate purposes.	Replayment of existing borrowings of the company or droup companies and general oxigorate jurganes.	Grave companies and general	Refinancing existing debts the Company, other than existing facilities asseted from Edelwett		To refrance the existing debt of the Company and make investment in group as accounte companies.	General corporate purposes:	Dene Gil carporate purposes	Serveral corporate purpose-	- Beneral corporate purposes	Serveral conjunctor gruposes.	Desertal corporate purposes	Ceneral six parabe purposes	General corporate purpose

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GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on August 05, 2021

	Encumbrance 1	Encumbrance 2	Encumbrance 3	Encumbrance 4
	(Date of creation of encumbrance: April	(Date of creation of encumbrance: October	(Date of creation of encumbrance: February	(Date of creation of encumbrance: April 01,
	16, 2015)	10, 2019)	28, 2020)	2021)
ales the analysis the analysis to a second s	Diades	Diadas	Distant	Distant
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Piedge	Pledge	Pledge
imbered	No. of shares: 10,300,000 % of total share capital: 0.17%	No. of shares: 740,00,000 % of total share capital: 1.23%	No. of shares: 74,81,639 % of total share capital: 0.12%	No. of shares: 10,80,00,000 % of total share capital: 1.79%
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.)	Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited)	Hero FinCorp Limited	Vistra ITCL (India) Limited (for the benefit of Kemwell Biopharma Private Limited, Yadu Hari Dalmia-HUF, Mr. Puncet Yadu Dalmia, Radico NV Distilleries Maharashtra Limited, Raghav Commercial Limited and Avro Commercial Company Private Limited)
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.	Security Trustee	Security Trustee	NBFC	Security Trustee
Names of all other entities in the agreement	NA	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Enterprises Private Limited (Borrower)	GMR Enterprises Private Limited (Borrower)
debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	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: INE908I07073 INE908I07099 INE908I07107 INE908I07123 INE908I07123 INE908I07123 INE908I07125			YES If yes, 1. Name of the Issuer: GMR Enterprises Private Limited 2. Details of the debt instrument: secured, listed, rated, redeemable, non-convertible debentures 3. Whether the debt instrument is listed on stock exchanges -Yes. 4. Credit Rating of the debt instrument - IVR BB+ (CE)/Stable Outlook 5. ISIN of the instrument: INE908I07255
Value of shares on the date of event / agreement (A)	18,23,10,000	1,27,28,00,000	14,96,32,780	2700000000
(B)				1250000000
				2.1600
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 investment in larget company and / or repayment of the existing loans.	For extending loans and advances to the group companies and/or making investments in group entities	Repayment of existing borrowings of the Company or Group companies and general corporate purposes	To refinance the existing debt of the Company and make investment in group or associate companies
	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. Names of all other entities in the agreement 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 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.	edge, lien, negative lien, non-disposal undertaking etc. or any other nordition or arrangement in the nature of encumbrance) Mame of the entity in whose favour shares encumbered (X) Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public financial institution, NBEC or housing finance company? If No, provide the nature of the business of the entity. Names of all other entities in the agreement Whether the encumbrance is relating to any debt instruments viz. Whether the encumbrance is relating to any debt instruments viz. Whether the encumbrance is relating to any debt instruments viz. Undebenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating Whether the encumbrance is relating to any debt instruments viz. Lotalis of the debt instrument Rated, listed, redeemable, secured, non-convertible market linked principal protected debentures 3. Whether the debt instrument sitisted on stock exchanges? - YES 4. Credit Rating of the debt instrument sitisted on stock exchanges? - YES 4. Credit Rating of the debt instrument BIRCPORTORS INESOBRO703 INESOBRO7031 INESOBRO7031 INESOBRO7032 INESOBRO7033 INESOBRO7033 INESOBRO7033 INESOBRO7033 INESOBRO7033 INESOBRO7033 INESOBRO7033 INESOBRO7115 Value of shares on the date of event / agreement (A) Amount involved (against which shares have been encumbered) (B) Ratio (A / B D. O.20206 Por Investment in Target Company and / or repayment of the existing loans.	Date of creation of encumbrance: April 16, 2015) Date of creation of encumbrance: October 16, 2019) 16, 2015) Piedge	ledge, lier, negative lier, non-disposal undertaking etc. or any other profition or arrangement in the nature of escumbrance) No. of shares: 10,300,000 No. of shares: 74,81,639 No. of shares: 74,81,639

^{*} 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 August 05, 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 (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 encu	imbered	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 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)	7302345	42300000	928625
	Amount involved (against which shares have been encumbered) (B)	50000000	250000000	1000000
	Ratio of A / B	0.15	0.17	0.0
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, persyment 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