GMR Enterprises Private Limited



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August 06, 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 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

		En eu ma h we ra ea 1	
		Encumbrance 1 (Date of creation	
		of encumbrance:	
)	
Type of encumbrance	(pledge, lien, negative	/	
lien, non-disposal und			
other covenant, transa			
arrangement in the na			
No. and % of shares e	encumbered	No. of shares:	
		% of total share	
		capital:	
Specific details about	Name of the entity in		
the encumbrance	whose favour shares		
	encumbered (X)		
	MI II II II X	\/FC / NO	
	Whether the entity X is a scheduled	YES / NO	
	commercial bank,		
	public financial		
	institution, NBFC or		-
	housing finance		H
	company? If No,		Ģ
	provide the nature of		5
	the business of the) X
	entity.		ב
	Names of all other	Listed company	Please refer Annexure
	entities in the	and its group	e
	agreement	companies (if any)	ef
		1.	o L
		2	as.
		21	<u>ë</u>
		Other entities (if	•
		any) –	
		1.	
		2	
	Whether the	YES / NO	
	encumbrance is	If yes,	
	relating to any debt	1. Name of the	
	instruments viz. debenture,	issuer 2. Details of the	
	commercial paper,	debt instrument	
	certificate of deposit	3. Whether the	
	etc.? If yes, provide	debt instrument is	
	details about the	listed on stock	
	instrument, including	exchanges?	
	credit rating	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 06, 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	2 442 524 044	encumbered	04.44
GMR Enterprises Private Limited	2,413,531,841	39.99	84.44
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)	2,620,018,455	43.41	70.59

		Encombrance 1 (Date of creation of encombrance: April 16, 2001)	Encumbrance 2 (Date of coursion of encumbrance: August 2, 2027)	Encondrance S (Date of creation of encondrance March 1 2019)	Emburelinance 6 (Date of creation of 6, encumbrance: October 5, 2009)	Encumbrance 5 (Date of creation of encumbrance Saytember 26 2009)	Encumbrance 6 (State of creation of encombrance: Chilaker 20, 2009)	Enaminate 7 (Date of oreation of enumbrance: Numerates 27, 2005)	Brownikanie 8 (Este of orazios of equimbranci: Pelensey 28, 2005)	Encumbrane 9 (Zulle of orestion of encumbrance November 28, 2330)	Enzambrance 13 (Date of creation of enzembrance: Desember 22 2000)	Incumbrance 11 (Date of courties of eccumbrance: February 21, 2021)	Incumbrance 12 (Date of creation of encumbrance- Pelancary 00, 3022)	Becambrance 13 (Sate of unation of encumbrance March 15, 2011)	tocomboace 16 (24th of credion of encomboace, March 15, 2021)	trouvelence 15 (Date of creation of examination: March 25, 2020)	Tecumbianos 18 (Date of creation of encumbianos: April 26, 3021)	Encumbrance 37 (Date of onestion of encumbrance May 26, 2021)	Encombination IE (Date of creation of encombination: May 25, 2021)	trouveleance 28 (Eate of creation of encurellarance May 28, 2021)	Encombination 22 (Date of creation of e-auxiliarance: June 05, 2023)	Bocambiane 21 (Date of creation of encumbrance June 25, 2005)	Encumbrance 32 (Table of creation of encumbrance: June 36, 2003)	Encombrance 23 (Date of creation of ecombrance June 29, 2021)	Becombined 24 (Eate of creation of encombined July 33, 233
	pledge, bes, negative bes, non-disposal urber coverant, transaction, condition or use of encumbrance)	Findge	Fledge	Findge	Pledge	Pledge	Piedge	Pindge	Piedge	Kedge	Pindge	Pindge	Pindge	Hedge	Fledge	Pledge	Pedge	Yirdge	Hedge	Fiedge	Piedge	Piedge	Findge	Piedge	Hedge
and % of charges	umbered	No. of charec 278,770,068 N of total share capital 32 80%	No. of charec dist, bis, in N. of total chare capital: 7.50%	No. of charec 87,000,000 % of total share-capital 0.62%	No. of charec 18, 198, 216 % of total share capital. 0.30%	No. of chares 7,80,000 No. of total chare capital: 0,021	No. of charec 236,000,000 N of total share capital 3.75%	No. of chares 100,000 to of total draw capital 0.00%	No. of charec \$1,211,607 No. of Schil chare capital: GRIN	No. of charec No. N of terminal way capital dis.	No. of charse: 50,000,000 N of total chare capital: 0.98N	No. of charact 36,000,000 No. of social charact capital indice.	No. of charse: 36,000,000 N. of total chars capital: E40%	No. of Shares 130,160,808 No of turns share capital: 1,995	No. of Shares 27,50,00,000 N. of Social Chare copitals 6,56%	No. of Share: 10,00,00,000 N. of Sotal chare capital 1.40%	No. of shares: 1,92,00,000 N. of social share capital: 0.25%	No. of Shares 2,40,00,000 N of Sutal share capital -0.40%	No. of Shares 2,05,00,000 N of tastal chare capital 0.38%	No. of Shaws 2,50,00,000 No. of Social chaire capital: 0.00%	No. of Shares 2,90,00,000 No. of Social chare-capital ID-BING	No. of Shares 2,80,00,000 No. of Social chaire copitals ID-80%	No. of Maries 2,92,00,000 N of total share capital: 2,42N	No. of Shares 2,30,00,000 N of total chare capital 0.38%	No. of Shares 2,25,00,000 N of Social Share cognition C.S
ecificáriais about e ecountració	Name of the westy we share flower classes executive of ID.	CBT Youtbeekly Service: Contribed (for the Service of Pricaral Service) and Carrier of Service Service on the Service of Service Service on the Service of Service of Service Service on the Service of Service of Service on Service on Service of Service on Service o	Catalys Trictmeship Lambed (for the benefit of ECL Proposit Clip (France CA) Coeff Chippin Lambes Fund, Editmesk Private Private Limited)	Trans-I modulitive Medi landed	a life treasure Cognisation of meta (IIC)	Valida (ECCL) (midig) (ameted) (in the bewelf of city) for facebrucher Primaries Company Limited)	Visita In TCL) while Limited (first the Sweet Garhacing Development Trianics Corporation Limited)	adrinoral rodust sinted	New Michael Emitted	Visita PETS, (mikila) Limitod (prior the benefit of Snowura Singapore Consteal)	VISION INC. (Incided Jumented) Film The bear foll of Americanimensory Company Provide Limited, (Merica Limited) Americanimensory Limited (Mericanimensory) Limited (Mericanimensory) Limited (Mericanimensory) Limited (Mericanimensory) Limited (Mericanimensory) Limited (Mericanimensory)	Nove transmitted Cap Private Limited	Channel Finance & Leading Limited	Vestor ETC (Sedat Limited for the Bearing OSI for the Careful (Sedat) (sentred)	CATAIN THURST-BIRS LIMITED Part The Baseline St. Special Biblimen Special Opportunities Fund & ECAP Input Best Limited ()	AMPRIANCIAL PROBLESS CONSTRAINT	Visital Intits (Instite) (Instite)	NJ Placebolives Summed	Annal Mahridishal finance similard	Show Kozi Build-Cap Private Limited	Volue transital terrores Private Limited	nia Pladiciaesi Limited	Show Your Build - Cap Private Landerd	Caprum Bagnodia Limited	StS Hincigo Private Sanited
	Whether the entity X is a scheduled commercial bank, public financial institution, NEFC or housing finance company? If 100, provide the nature of the business of the entity.	Security Trudee	Security Trustee	Public limited company	Incurance Company	Security Trustee	Security Truckee	Narc	NAPC	Security Truckee	Security Truckee	NIFC	Narc	Security Trudee	tecurity trudes	Narc	Security Trustee	Manufacturing Campany	Marc	Narc	Narc	Manufacturing Company	Narc	Mining and Construction equipment	NAFC
	Names of all other entities withe agreement	NA .	NA	NA.	GMK Energy Limited (Borrower)	GMK Bannerghatta Propertie Private Circled (Borrower)	GAM Bannerghatta Properties Private Limited [Borrawer]	NA.	NA.	NA.	NA.	NA .	NA.	NA.	NA.	NA	NA.	NA.	NA.	NA	NA .	NA.	NA.	NA.	NA.
	referred to a executable town in milestage of a position of the control of the co	TES A CHARGE MARING OF THE	2 Decisio of the once of moderate and moderate Theorem (Andrea, indemnation, Market, indemnation, indemnation, indemnation, indemnation, indemnation, indemnation, indemnation, indemnation, indemnation, index (Index, index, ind	80	NO	NO.	NO.	80	100	THE STATE OF THE S	See "Symbol of the board (DMF biology) that Finds and the board (DMF biology) that Finds are should a product of the board of the board production of the board of the board production of the board of the board production of the board of the board and the board of the board of the board to confirm the board to	100	40	VES STANISH OF THE WARREST COMMUNICATION OF	ISS Office of the black of the	No	SE FORM OF THE STATE OF THE STA	50	so	NO.	NO.	100	60	60	NO.
nourity Cover / Asset	Value of charec on the date of event./	18796229760	80217888	_	2335756	129980			10101010	4	10028185		#H460000	3066875008		280000000	809000000	664800000	51007000			741400000	791750000	675.0000	
	Amount involved (against which shares have been encontiered) (b)	90000000	395300000		0 70200230	110000000	2 8250000000	1300000000	190000000	1100000000	61000000	2752200E	879088000	187500000	800000000	80000000	1290000000	26000000	2000000	25000000	800000000	290000000	210000000	25000000	0 250
iduse of money	Nation of A, Te. Bannoued Januaritis be attituded for what purpose — [14] rescand use by promotives and PACS, [15] har the herefit of intrade dampany Proceder details, including amount, purpose of reason including amount, purpose of reason including amount, purpose of reason collection for critications of amount, expangent of desidate lets. [15] Any other making (inhabite specify)	NEISHEEDS TO SHEET THE SERVICE OF THE SHEET OF THE S	C.20053K Deneral carpurate purposes	E I. 1000 General corporate purposes	Soundheam Investment	 G. CORRESSON For extremiting board and advances to the group companies and/or making sweetmeets in group entitle 	T 1.3845900 For extending loans and advances to the group samplanes and/or making swestments is group-estities	DISSETS Replayment of existing biomonings of the Company or though company or though companies and general corporate purposes.	Teppopment of existing borrowings of the Company or Group companies and general corporate purposes	the Company and general corporate	The payment of exicting binarium ignored the Company, general displacing properties purposes and towards the payment of feet, custs, charge and expenses personning to the towards the payment of the Debendures.	2.5554 Replayment of existing borrowings of the Company or droup companies and general surplicate purposes.	2.3856 Bornowing of the Campanyor Crosp componer and general carporate purposes	1.421000001 Repayment of energing Senousings of the Company or Group companies and general compactor purposes	2.13tcaeax refinancing existing debt of the Company, other than existing facilities availed from tidelwess.	ZARTS Trapayment of except Surpaining of the Company or draway companies and Savards payment of Savards payment of expenses pertaining to the Pacifity	0.2760 to refund years of the Company and make several met. It is going or account campanies.	2.57% Servical corporate purposes	2.502 Deveral corporate purposes	2.43% Dene of corporate purposes	2.660 Dane CE Corporate purposes	2. Read General augustate purgusas	8.176 Seneral corporate guigoses	2.70 General corporate purposes	a Ceneral corporate purposs

GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on August 06, 2021

	edge, lien, negative lien, non-disposal undertaking etc. or any other indition or arrangement in the nature of encumbrance) Imbered Name of the entity in whose favour shares encumbered (X)	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.)	Encumbrance 2 (Date of creation of encumbrance: October 10, 2019) Pledge No. of shares: 740,00,000 % of total share capital: 1.23% Vistra ITCL (India) Limited (for the benefit of Housing Development Finance Corporation Limited)	Encumbrance 3 (Date of creation of encumbrance: February 28, 2020) Pledge No. of shares: 74,81,639 % of total share capital: 0.12% Hero FinCorp Limited	Encumbrance 4 (Date of creation of encumbrance: April 01, 2021) Pledge No. of shares: 10,80,00,000 % of total share capital: 1.79% Vistra ITCL (India) Limited (for the benefit of Kemwell Biopharma Private Limited, Yadu Hari Dalmia-HUF, Mr. Puneet Yadu Dalmia, Radico NV Distilleries Maharashtra Limited, Radico NV Distilleries Maharashtra 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	Raghav Commercial Limited and Avro Commercial Company Private Limited) 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)
	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: INE908I07073 INE908I07081 INE908I07107 INE908I07123 INE908I07123 INE908I07123 INE908I07115	NO	NO	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: INE908107255
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	18,23,10,000		14,96,32,780	2700000000
	Amount involved (against which shares have been encumbered) (B)	9,00,00,00,000	3,25,00,00,000	1,35,00,00,000	1250000000
Ford one of more	Ratio of A / B	0.02026	0.3916	0.1108	2.1600
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 Investment in Target 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

^{*} 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 06, 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	mbered	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 commerci bank, public financial institution, NBFC or hous finance company? If No, provide the nature of business of the entity.		NBFC	NBFC	NBFC
		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	928625
	Amount involved (against which shares have been encumbered) (B)	50000000	250000000	1000000
	Ratio of A / B	0.15	0.17	0.
End use of money			For the purpose of investment and to meet promoter requirements	For the purpose of Investment and to meet promoter requirements