GMR Enterprises Private Limited



Corporate Office: New Udaan Bhawan, Ground Floor, Opp. Terminal 3, IGI Airport, New Delhi, India 110037 CIN: U74900TN2007PTC102389 T +91 11 42532600 E contact@holdinggepl.com W www.holdinggepl.com

January 14, 2022

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 26 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

Airports | Energy | Transportation | Urban Infrastructure | Foundation

Regd. 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):
	 GMR Business & Consultancy LLP Varalakshmi Enterprises LLP
Total promoter shareholding in the	No. of shares – Annexure I
listed company	% 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, transa		Encumbrance 1 (Date of creation of encumbrance:)	
arrangement in the na 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. 2	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

Yogindu Khajuria Company Secretary

Place: New Delhi Date: January 14, 2022

<u>Annexure I</u>

Total promoter shareholding in the listed company

Promoter/PAC	No. of shares	% of total share capital
GMR Enterprises Private Limited	2,740,843,150	45.41
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	765,135,166	12.68
Varalakshmi Enterprises LLP	6,704,975	0.11
Hyderabad Jabilli Properties Private Limited	57,500,000	0.95
Cadence Enterprises Private Limited	0	0.00
Total	3,611,169,176	59.83

<u>Annexure II</u>

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	2,241,925,520	37.15	81.80
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	125,781,639	2.08	15.61
Varalakshmi Enterprises LLP	6,704,975	0.11	100.00
Hyderabad Jabilli Properties Private Limited	0	0.00	0.00
Cadence Enterprises Private Limited	0	0.00	0.00
Total (PAC)	2,374,412,134	39.34	65.75

(incumbrance 1 Date of creation of encumbrance: April 16, 202	Encumbrance 2 (Date of creation of 15) encumbrance: August 2017)	Encumbrance 3 (Date of creation of encumbrance: Mare 2019)	Encumbrance 4 (Date of creation h 19, encumbrance: O 2009)	Encumbrance 5 (Date of creation of ober 5, encumbrance: Septem 26, 2019)	Encumbrance 6 (Date of creation of er encumbrance: October 10	Encumbrance 7 (Date of creation of 0, 2019) encumbrance: Nove 2019)	Encumbrance 8 (Date of creation of nber 27, encumbrance: February 28,	Encumbrance 9 (Date of creation of encumbra 2020) December 22 2020)	Encumbrance 10 ance: (Date of creation of encumb February 01, 2021)	Encumbrance 11 (Date of creation of encumbrance: February 01, 2021)	Encumbrance 12 (Date of creation of encumbrance: March 18, 2021)	Encumbrance 13 (Date of creation of encumbrance: March 19, 202:		cumbrance 15 ate of creation of cumbrance: April 23, 2021	Encumbrance 16 (Date of creation of l) encumbrance: May 24	Encumbrance 17 (Date of creation of , 2021) encumbrance: May 25, 3	Encumbrance 18 (Date of creation of 2021) encumbrance: May 28, 20	Encumbrance 19 (Date of creation of 21) encumbrance: June 21, 2021)	Encumbrance 20 (Date of creation of encumbrance: June 24, 2021)	Encumbrance 21 (Date of creation of encumbrance: June 29, 202	Encumbrance 22 (Date of creation of 21) encumbrance: July 02, 2021)	Encumbrance 23 (Date of creation of encumbrance: October 0 2021)	Encumbrance 24 (Date of creation of encumbrance: November 0 2021)	Encumbrance 25 (Date of creation of 2, encumbrance: December 23, 2021)	Encumbrance 26 (Date of creation of encumbr January 05, 2022)
of encumbrance (pledge, lien, negative lien, non-disposal P rtaking etc. or any other covenant, transaction, condition angement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge Ple	dge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
	No. of shares: 778,770,043 6 of total share capital: .2.90%	No. of shares: 367,450,000 % of total share capita	No. of shares: 37,50 % of total share cap 0.62%		98,216 No. of shares: 7,60,000 pital: % of total share capital 0.02%	No. of shares: 13,000,000 % of total share capital: C			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: 0.6			No. of Shares 10,00,00,000 No % of total share capital: 1.65% % c					No. of Shares 1,65,00,000 % of total share capital: 0.27%	No. of Shares 2,50,00,000 % of total share capital: 0.41%	No. of Shares 1,70,00,000 % of total share capital: 0.2		No. of Shares 3,50,00,000 % % of total share capital: (No. of shares: 32,500,000 % of total share capital: 0.54%	No. of shares: 180,000,000 % of total share capital: 2.989
E		Catalyst Trusteeship Limited (for the benefit of ECL oon Finance Ltd; Edelweiss Credit Opportunities Fund; Edelweiss Asset Management Limited)	Times Innovative M Limited		Vistra ITCL (India) Limi lia (LIC) (for the benefit of L&T Infrastructure Finance Company Limited)			Limited Hero FinCorp Limited	Vistra ITCL (India) Limited (For the benefit of Avro Commercial Company Private Limited; Merlin Holdings Priva Limited; Citrine Fund Limited	Limited ate	e Chartered Finance & Leasir Limited	vistra ITCL (India) Limited (For the benefit of DB International (Asia) Limited	Catalyst Trusteeship Limited (For the benefit of Edelweiss) Special Opportunities Fund 8 ECAP Equities Limited)	i (fo Bio Yac Pui NV Lim Lim	tra ITCL (India) Limited r the benefit of Kemwell pharma Private Limited, du Hari Dalmia-HUF, Mr. neet Yadu Dalmia, Radico Distilleries Maharashtra nited, Raghav Commercial nited and Avro Commercia mpany Private Limited)		d Anand Rathi Global Fina Limited	nce Shine Star Build- Cap Priv Limited	ate KLJ Plasticizers Limited	Shine Star Build- Cap Private Limited	Cuprum Bagrodia Limited	SKS Fincap Private Limited	Virtue Financial Services Private Limited	N M Finance and Investmen Consultancy Limited		I (for the benefit of ESOF III Investment Fund and Edelweiss Alternative As
Whether the entity X is a scheduled S commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of	ecurity Trustee	Security Trustee	Public limited comp	any Insurance Compa	ny Security Trustee	Security Trustee	NBFC	NBFC	Security Trustee	NBFC	NBFC	Security Trustee	Security Trustee	NBFC Sec	curity Trustee	Manufacturing Compa	ny NBFC	NBFC	Manufacturing Company	NBFC	Mining and Construction equipment	NBFC	NBFC	NBFC	Security Trustee	Security Trustee
the business of the entity. Names of all other entities in the agreement	A	NA	NA	GMR Energy Limi (Borrower)	ed GMR Bannerghatta Properties Private Lim	GMR Bannerghatta Prope ed Private Limited (Borrowe		NA	NA	NA	NA	NA	NA	NA NA		NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Whether the encumbrance is relating to any debt instruments viz.If to any debt instruments viz.debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit ratingIf yes, PnS2If including credit ratingIf yes, S1If yes, sIf yes, P1If yes, sIf yes, yes, provide details about the instrument, s1If yes, yes, provide details about the instrument, sIf yes, yes	interprises Private Limited formerly GMR Holdings Private Limited prior to	Limited 2. Details of the debt instrument: Secured, Rated, redeemable, marketable, non- convertible debenture ISIN INE908107032 (redeemed); INE908107040; INE908107057, and ck Listed, rated, redeemable, secured, t non-convertible	5-	NO	(Borrower) NO		NO	NO	YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrum Secured, unlisted, rated, redeemable, non-convertible debentures 3. Whether the debt instrume listed on stock exchanges? - N 4. Credit Rating of the debt instrument - N.A.; however, t rating will be done as a condit subsequent 5. ISIN of the instrument: INE908107206	ent is NO he	NO	Enterprises Private Limited 2. Details of the debt instrument: Secured, rated listed, redeemable, non- convertible Bonds 3. Whether the debt instrument is listed on stoc exchanges? - Yes 4. Credit Rating of the debt instrument - Series 1 Bond:	 2. Details of the debt instrument: Secured, rated, listed, redeemable, non- convertible Debentures 3. Whether the debt instrument is listed on stock exchanges? - Yes 4. Credit Rating of the debt 	1. N Ent 2. C ins rate cor 3. V ins exc 4. C ins (CE 5. I	s es, Name of the issuer: GMR erprises Private Limited Details of the debt trument: secured, listed, ed, redeemable, non- nvertible debentures Whether the debt trument is listed on stock changes -Yes. Credit Rating of the debt trument - IVR BB+ E)/Stable Outlook SIN of the instrument: E908107255	< NO	NO	NO	NO	NO	NO	NO	NO	NO	Unrated, unlisted, secured, redeemable, non-convertible debentures	YES If yes, 1. Name of the issuer: GMR Enterprises Private Limited 2. Details of the debt instrum Secured, Rated, listed, redenon-convertible debenture 3. Whether the debt instrum I listed on stock exchanges? - Proposed to be listed 4. Credit Rating of the debt instrument - Provisional IVF (CE) 5. ISIN of the instrument: IS INE908107289, INE908107297, and INE908107305
ity Cover / Asset Value of shares on the date of event / agreement (A)* Amount involved (against which shares have been encumbered) (B)	NE908107123 NE908107115 13784229 900000	debt instrument - Yes- ISIN INE908107065; 9761 67978250 0000 381300000	5000	00000 70	5575566 12 0000000 1500	00000 325	3600000	10650000 3524 200000000 13500	39060 148285 00000 65000	00000 375		00000 30468750 00000 18750000			3450000 12500000			2475000 653750 0000000 250000	000 5098500 000 250000			000000 57050 000000 25000			500000 138450 000000 50000	
what purpose – C	1.53158 For Investment in Target Company and / or repayme of the existing loans.	-	26 1. General corporate purposes		0.008 5tment For extending loans an advances to the group companies and/or mak investments in group entities	For extending loans and advances to the group	borrowings of the C g Group companies ar	0.008875 0.3 g Repayment of existing borrowings of the Compan d general Group companies and gene corporate purposes	or of the Company; general	wings Repayment of existing borro of the Company or Group rds companies and general corp purposes	borrowings of the Compan		existing	borrowings of the Company or of t Group companies and towards inv payment of transaction in g	the Company and make	760 bt General corporate pur	1.7721 poses General corporate purp	2.7624 2.6 oses General corporate purpos	150 2.03 es General corporate purposes	394 3.17 General corporate purposes	50 2 General corporate purpose	2.0876 2 es General corporate purposes	2820 General corporate purpo	2.7440 oses General corporate purposes		769 refinancing existing debt of Issuer, other than existing fa availed from Edelweiss

GMR Business & Consultancy LLP Details of all the existing events/ agreements pertaining to encumbrance as on January 14, 2022

		Encumbrance 1 (Date of creation of encumbrance: April 16, 2015)	Encumbrance 2 (Date of creation of encumbrance: February 28, 2020)	Encumbrance 3 (Date of creation of encumbrance: April 01, 2021)
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 enc	umbered	No. of shares: 10,300,000 % of total share capital: 0.17%	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%
Specific details about th encumbrance	e 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.)	Hero FinCorp Limited	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, 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	NBFC	Security Trustee
	Names of all other entities in the agreement	NA	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 INE908I07115		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
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	18,23,10,000	14,96,32,780	27000000
	Amount involved (against which shares have been encumbered) (B)	9,00,00,00,000	1,35,00,00,000	125000000
	Ratio of A / B	0.02026		
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.	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 January 14, 2022

		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 (ple	edge, lien, negative lien, non-disposal undertaking		Pledge	Pledge
etc. or any other covenant, 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 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	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	92862500
	Amount involved (against which shares have been encumbered) (B)	5000000	25000000	10000000
	Ratio of A / B	0.15	0.17	0.93
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

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