#### **GMR Enterprises Private Limited**



Corporate Office:

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

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March 03, 2020

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 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

### 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 and Consultancy     LLP
	2. Varalakshmi Enterprises LLP
Total promoter shareholding in the	No. of shares - Annexure I
listed company	% 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 / NO

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

Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)  No. and % of shares encumbered  Specific details about the encumbrance  Name of the entity in whose favour shares encumbered (X)	Encumbrance 1 (Date of creation of encumbrance:)  No. of shares: % of total share capital:	
lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)  No. and % of shares encumbered  Specific details about the encumbrance whose favour shares	% of total share	
No. and % of shares encumbered  Specific details about Name of the entity in the encumbrance whose favour shares	% of total share	
the encumbrance whose favour shares		
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	Please refer Annexure
	Other entities (if any) – 1. 2	ቘ
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

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Yogindu Khajuria Company Secretary

Place: New Delhi Date: March 03, 2020

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

Promoter/PAC	No. of shares	% of total share capital
GMR Enterprises Private Limited	2,985,372,625	49.46
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	250,000	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	3,838,692,751	63.60



#### **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	2,531,393,081	41.94	84.79
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	435,110,000	7.21	54.01
Varalakshmi Enterprises LLP	6,704,975	0.11	100.00
Cadence Enterprises Private Limited	0	0.00	0.00
Total (PAC)	2,973,208,056	49.26	77.45



GMR Enterprises Private Limited
Details of all the existing events/ agreements pertaining to encumbrance as on March 03, 2020

		Encumbrance 1		Encumbrance 3	Encumbrance 4	Encumbrance 5	Encumbrance 6	Encumbrance 7	nce 7 Encumbrance 8	Encumbrance 9	Encumbrance 10	Encumbrance 11	Encumbrance 12	Encumbrance 13						
		(Date of creation of		(Date of creation of	(Date of creation of			Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of	(Date of creation of encumbrance:	(Date of creation of encumbrance
		encumbrance: March 13, 2015)	encumbrance: April 16,	encumbrance: October	encumbrance: August 2,	encumbrance: March 19,	encumbrance: October 5,	encumbrance: March 14,	encumbrance: March 14, 2014)		encumbrance: October 10,	encumbrance: October 29,	November 27, 2019)	February 28, 2020)						
			2015)	20, 2016)	2017)	2019)	2009)	2014)		2019)	2019)	2019)								
of encumbrance (n	ledge, lien, negative lien, non-disposal	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge						
	other covenant, transaction, condition or					1.000	1.000					1		1.0000						
	re of encumbrance)																			
and % of shares encu	ımbered	No. of shares: 20,00,000	No. of shares: 839,840,000	No. of shares:			No. of shares: 33,198,216	No. of shares: 20,000,000	No. of shares: 6,024,097	No. of shares: 151,400,000	No. of shares: 22,4000,000	No. of shares: 190,278,000	No. of shares: 133,900,000	No. of shares: 124,200,000						
		% of total share capital: 0.033%	% of total share capital:	314,966,385		% of total share capital:	% of total share capital:	% of total share capital:	% of total share capital: 0.10%	% of total share capital: 2.51%	% of total share capital: 3.71%	% of total share capital: 3.15%	% of total share capital: 2.22%	% of total share capital: 2.0						
			13.91%	% of total share capital:	% of total share capital:	0.62%	0.55%	0.33%												
:f: :	Name of the entity in whose favour shares	Minter ITCL / In din \ Limite d	IDBI Trusteeship Services	5.21%	7.53% Catalyst Trusteeship	Times Innovative Media	Life Income Commention	PTC India Financial Service	IFCI Limited	Minter ITCL / Ladia \ Lineite d /fee	Minter ITCL ( India) Limited (for	Vistra ITCL (India) Limited (For	JM Financial Products Limited	Hara Fin Carra Lineitand						
nbrance	encumbered (X)	(formerly IL&FS Trust Company	Limited	Axis Trustee Services Limited (for the benefit of	Limited	Limited	of India (LIC)	Limited	IFCI LIIIIted	Vistra ITCL ( India) Limited (for the benefit of L&T	Vistra ITCL (India) Limited (for the benefit of Housing	the benefit of KKR India	Jivi Filialiciai Froducts Lillited	Hero FinCorp Limited						
		Limited) (for the benefit of KKR	(for the benefit of Piramal	VTB Capital Plc)	(for the benefit of ECL					Infrastructure Finance	Development Finance	Financial Services Limited)								
		India Financial Services Limited	Enterprises Limited &	,	Finance Ltd;Edelweiss					Company Limited)	Corporation Limited)		1							
		and L&T Infrastructure Finance	Baboon Investments Holding		Credit Opportunities					, , , , , , , , , , , , , , , , , , , ,	,									
		Company Limited)	B.V.)		Fund; Edelweiss Finvest						1		1							
		, , , , , ,	l ′		Private Limited)															
					· ·															
	Whether the entity X is a scheduled	Security Trustee	Security Trustee	Security Trustee	Security Trustee	Public limited company	Insurance Company	Financial Institution	Financial Institution	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.		NΔ	NΔ			0.40.1	CHELL C. I. I. I. I.	CHELL COLUMN TO THE	CHARLE LILE	CMD D I II D II	CARD LUID II		<del> </del>						
	Names of all other entities in the	NA	NA	NA	NA	NA		GMR Infrastruture Limited	GMR Infrastruture Limited	GMR Bannerghatta Properties	GMR Bannerghatta Properties	GMR Bannerghatta Properties Private Limited (Borrower)	NA	NA						
	agreement						(Borrower)	(Borrower)	(Borrower)	Private Limited (Borrower)	Private Limited (Borrower)	Private Limited (Borrower)								
	Whether the encumbrance is relating to	YES	YES	YES	YES	NO	NO	NO	NO	NO	NO	NO	NO	NO						
	any debt instruments viz. debenture,	If yes,	If ves.	If yes,	If yes,															
	commercial paper, certificate of deposit	1. Name of the issuer: GMR	1. Name of the issuer: GMR	1. Name of the issuer:	1. Name of the issuer:															
	etc.? If yes, provide details about the	Enterprises Private Limited	Enterprises Private Limited	GMR Enterprises Private	GMR Enterprises Private															
	instrument, including credit rating	(formerly GMR Holdings Private	(formerly GMR Holdings	Limited	Limited															
		Limited prior to merger)	Private Limited prior to	2. Details of the debt	2. Details of the debt															
		2. Details of the debt instrument:	merger) with IDBI	instrument: Rated, listed,	instrument: Secured,															
		Non-convertible Debentures	Trusteeship Services Limited	redeemable, marketable,	Rated, redeemable,															
		3. Whether the debt instrument	2. Details of the debt	non-convertible	marketable, non-															
		is listed on stock exchanges? - NO	instrument: Rated, listed,	debentures	convertible debentures-															
		4. Credit Rating of the debt	redeemable, secured, non-	<ol><li>Whether the debt</li></ol>	ISIN INE908I07032;															
		instrument - NA	convertible market linked	instrument is listed on	INE908I07040;															
			principal protected	stock exchanges? - YES	INE908I07057,															
		INE905F07042;	debentures	4. Credit Rating of the	and															
		INE905F07059; and	3. Whether the debt	debt instrument - BWR	Listed, rated,															
		INE905F07075	instrument is listed on stock		redeemable, secured,															
			exchanges? - YES	5. ISIN of the instrument:	non-convertible															
			4. Credit Rating of the debt	INE908I07016; and	debentures - ISIN															
			instrument - BWR PP-MLD	INE908I07024	INE908I07065															
			BB (CE) (Stable) 5. ISIN of the instrument:		Whether the debt instrument is listed on						1		1	1						
			INE908107073		stock exchanges? - Yes-															
			INE908107081		ISIN INE908107065															
			INE908I07099		4. Credit Rating of the															
			INE908I07107		debt instrument - Yes-															
			INE908I07123		ISIN INE908I07065;															
			INE908I07115		BWR BB (CE)								1							
ty Cover / Asset	Value of shares on the date of event /	32800000	14865168000	4110311324	8405783340	11197492053	2315575566	43300000	130421700	2581370000	3852800000	3957782400	285207000	00 24						
, 2010. / 13300	agreement (A)*	3200000	14003100000	7110311324	0405703340	1115,752033	2313373300	45300000	130-21/00	2301370000	3532500000	3337,782400	233207000	-						
	Amount involved (against which shares			222222	2045		********							13						
	have been encumbered) (B)	4490000000	900000000	2200000000	38130000000	500000000	10000000000	195000000	100000000	1500000000	3250000000	2200000000	120000000	00						
	Ratio of A / B	0.007305122	1.651685333			22.39498411	0.231557557	0.22205128	0.1304217	1.720913333	1.185476923	1.798992								
e of money	Borrowed amount to be utilized for what	For investment in Target	For Investment in Target	a) Refinancing of existing	General corporate	General corporate	Downstream investment by	General Corporate usage,	General Corporate usage,	For extending loans and	For extending loans and	For extending loans and	Repayment of existing borrowings of							
	purpose –	company	Company and / or	Financial Indebtedness of		purposes	the Target Company	Downstream investment by	Downstream investment by the	advances to the group	advances to the group	advances to the group	the Company or Group companies	of the Company or Group						
	(a) Personal use by promoters and PACs		repayment of the existing	the Company or any other	İ			the Target Company	Target Company	companies and/or making	companies and/or making	companies and/or making	and general corporate purposes	companies and general co						
	(b) For the benefit of listed company		loans.	company in the Group;	İ					investments in group entities	investments in group entities	investments in group entities	1	purposes						
	Provide details including amount, purpose			and	İ						1		1	1						
	of raising money by listed company,			b) for general corporate	İ						1		1	1						
	schedule for utilization of amount,			purposes.	İ						1		1	1						
	repayment schedule etc.		1		1		1				1		1	1						
	(a) Any other reason (please specify)	l		1	I	İ	1		I	I	I	1	1	1						

#### GMR Business & Consultancy LLP

Details of all the existing events/ agreements pertaining to encumbrance as on March 03, 2020

	ledge, lien, negative lien, non-disposal undertaking etc. or any other ondition or arrangement in the nature of encumbrance) sumbered  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	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	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	Encumbrance 4 (Date of creation of encumbrance: October 25, 2019)  Pledge  No. of shares: 102,010,000 % of total share capital: 1.69%  Vistra ITCL { India} Limited (for the benefit of	Encumbrance 5 (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
the encumbrance	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No,	Limited & Baboon Investments Holding B.V.) Security Trustee	L&T Infrastructure Finance Company Limited)  Security Trustee	Housing Development Finance Corporation Limited ) Security Trustee	KKR India Financial Services Limited)  Security Trustee	NBFC
	provide the nature of the business of the entity.  Names of all other entities in the agreement	NA	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Bannerghatta Properties Private Limited (Borrower)	GMR Bannerghatta Properties 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 INE908I07099 INE908I07107 INE908I07123 INE908I07123 INE908I07123 INE908I07115	NO	NO	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	2,02,48,98,500	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	2,20,00,00,000	1,35,00,00,000
	Ratio of A / B	0.02026	0.6460	1.2702	0.9204	0.3822
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	For extending loans and advances to the group companies and/or making investments in group entities	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

<sup>\*</sup> 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 03, 2020

	T	Encumbrance 1
		(Date of creation of encumbrance: March 27, 2019)
Type of encumbrance (ple	dge, lien, negative lien, non-disposal undertaking	Pledge
,,	t, transaction, condition or arrangement in the	i i cuge
nature of encumbrance)	, transaction, condition of arrangement in the	
nature or encumbrance;		
No. and % of shares encur	nbered	No. of shares: 6704975
		% of total share capital: 0.11%
Specific details about the	Name of the entity in whose favour shares	Aditya Birla Finance Limited
encumbrance	encumbered (X)	
	Whether the entity X is a scheduled commercial	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
		and M/s Varalakshmi Enterprises LLP
	Whether the encumbrance is relating to any debt	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	107630000
Cover	(A)	
	Amount involved (against which shares have been	50000000
	encumbered) (B)	
	Ratio of A / B	2.1526
End use of money	Borrowed amount to be utilized for what purpose –	For the purpose of Investment and to meet promoter 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)	
* Value of shares is calculate	ed on the basis of share price on the date of agreement	