

August 12, 2016

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No.C/1,
G- Block, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Dear Sir,

Sub: Disclosure pursuant to Regulation 7(2)(b) of Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

We wish to inform that pursuant to the Scheme of Amalgamation and Arrangement between GMR Holdings Private Limited (the existing Holding Company of GMR Infrastructure Limited, Transferor Company 1) and GMR Projects Private Limited (Transferor Company 2) with GMR Enterprises Private Limited (Transferee Company) approved by the Hon'ble High Court of Madras vide its Order No. 8471/16 dated July 06, 2016, the Company has received disclosure dated August 12, 2016 in the prescribed format under Regulation 7(2)(a) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 from GMR Enterprises Private Limited (GEPL, Transferee Company which has substituted the existing Holding Company i.e., GMR Holdings Private Limited), forming part of promoter/promoter group of the Company.

Accordingly, we are enclosing herewith the copy of the said disclosure pursuant to Regulation 7(2)(b) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

It may be noted that the acquisition of shares by GEPL was pursuant to the Scheme of Amalgamation and not in the usual course of trading and the disclosure is made as a matter of abundant caution.

This is for your information and record please.

Thanking you

Yours faithfully

For GMR Infrastructure Limited



A.S. Cherukupalli
Company Secretary & Compliance Officer



Encl: As above



FORM C
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2)]

Name of the company: **GMR Infrastructure Limited**
 ISIN of the company: **INE776C01039**

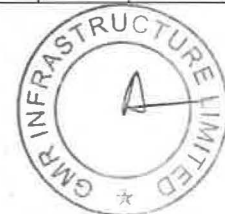
Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2)

Name, PAN No., CIN/DIN, & address with Contact nos.	Category of Person (Promoters/ KMP/ Directors /immediate Relatives /others etc.)	Securities held prior to acquisition /disposal		Securities acquired/Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify#		Date of Intimation to company	Mode of acquisition / disposal (on market/public/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding**	From	To		
GMR Enterprises Private Limited CIN: U74900TN2007PTC102389 PAN: AACCG8619E Unit No.1B, First floor, Riaz Garden, Old. No.12, New No. 29, Kodambakkam High Road, Chennai - 600034	Promoter	Equity	23400000 & 0.39	Equity	2852072962	Pursuant to Scheme of Amalgamation and Arrangement	Pursuant to Scheme of Amalgamation and Arrangement	Equity	2875472962 & 47.64	10.08.2016	10.08.2016	10.08.2016	Pursuant to Scheme of Amalgamation and Arrangement

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

#The shares are yet to be reflected in the name of GMR Enterprises Private Limited, pending completion of necessary Corporate Action.

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Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc)					Exchange on which the trade was executed	
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
NIL						

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options

**Pursuant to the Scheme of Amalgamation approved by the Hon'ble High Court of Madras vide its Order No. 8471/16 dated July 06, 2016 between GMR Enterprises Private Limited (Transferee Company) and GMR Holdings Private Limited (Transferor Company 1), GMR Projects Private Limited (Transferor Company 2); GMR Holdings Private Limited (the holding company of GMR Infrastructure Limited) ceased to exist effective from August 10, 2016 and GMR Enterprises Private Limited has substituted GMR Holdings Private Company i.e., the promoter group company. Henceforth, GMR Enterprises Private Limited is the Holding Company of GMR Infrastructure Limited, with effect from the Effective Date of said Amalgamation and the shares held by GMR Holdings Private Limited in GMR Infrastructure Limited shall be in the possession of GMR Enterprises Private Limited without any further action.



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