

December 4, 2015

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051

Dear Sirs,

Sub: Proposed fund raising by GMR Infrastructure Limited (the “Company”).

Please note that in accordance with the resolution passed by the managing committee of the board of directors of the Company (the “**Managing Committee**”) at its meeting held on December 4, 2015 in furtherance of the approval granted through the resolutions passed by the board of directors of the Company (the “**Board**”) on August 13, 2015 and the shareholders at the annual general meeting held on September 23, 2015 for the proposed fund raising by way of equity shares / GDR / ADR / FCCB / etc for an aggregate amount of up to Rs. 2,500 crores or equivalent thereof, in one or more tranches either in INR or foreign currency, we wish to inform you that the Managing Committee of the Board of the Company has authorised the issue of US\$ 300,000,000 principal amount of 7.5 per cent unsecured subordinated foreign currency convertible bonds due 2075 (the “**Bonds**”) to Kuwait Investment Authority for an aggregate consideration of up to US\$ 300,000,000 The Bonds will be convertible into equity shares having face value of Re. 1 each of the Company (the “**Company**”) in accordance with the terms of the Bonds. The initial conversion price in respect of such optional conversion by investor is Rs. 18 per Equity Share which is available after 18 months.

This is for your information and records.

Thanking you,

**Yours faithfully,
For GMR Infrastructure Limited**



**A S Cherukupalli
Company Secretary and Compliance Officer**