

October 17, 2023

Mr. Vishal Kumar Sinha

Chief Financial Officer,

GMR Enterprises Private Limited

Ground Floor, New Udaan Bhavan,

Opp. Terminal 3, IGI Airport,

New Delhi – 110 037.

Dear Sir,

**Credit rating for debt facilities of GMR Enterprises Private Ltd (GEPL)**

After taking into account recent developments including operational and financial performance of your company for FY23; our Rating Committee has reviewed the following ratings:

Facilities	Amount (Rs. crore)	Current Ratings	Previous Ratings	Rating Action
Long Term Fund based facilities Non-Convertible Debentures	75.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	150.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	50.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long term Non-Fund based facilities Bank Guarantee	300.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	150.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised

Facilities	Amount	Current Ratings	Previous Ratings	Rating Action
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	(Rs. crore)			
Long Term Fund based facilities Non-Convertible Debentures	350.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	457.60	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	125.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
Long Term Fund based facilities Non-Convertible Debentures	475.00	IVR BB-/ Negative Outlook [IVR Double B Minus with Negative Outlook]	IVR BB-/ Stable Outlook [IVR Double B Minus with Stable Outlook]	Rating reaffirmed and Outlook revised
<b>Total</b>		<b>Rs. 2,132.60 Cr.</b> <b>(Rupees Two thousand one hundred thirty-two crore and sixty lakhs only)</b>		

<b>Details of existing NCDs:</b>		
*NCDs	ISIN	Rating based on:
Rs. 75 Cr.	INE908107222	Rating based on the security provided by way of pledge of such number of GIL Shares (and on and from the Demerger Date, in addition to the first ranking exclusive pledge over GIL Shares, a first ranking exclusive pledge to be created by the Company over such number of Demerged Entity Shares) (free of all Encumbrances) as is required from time to time pursuant to the Terms and Conditions.
Rs. 150 Cr.	INE908107677	Rating based on the security provided by way of pledge of such a number of fully paid-up lock-in free/unencumbered shares of GMR Infrastructure Limited ("Pledged Securities") carrying voting rights held by GEPL which are sufficient to maintain a collateral value of 2.0x of outstanding obligations under the Debentures ("Required Collateral Value").
Rs. 50 Cr.	INE908107669	Rating based on the security provided by way of pledge over fully paid-up lock-in free/unencumbered shares of GMR Infrastructure Limited ("Pledged Securities") carrying voting rights held by GEPL which are sufficient to maintain a collateral value of 2.0x of



Details of existing NCDs:		
*NCDs	ISIN	Rating based on:
		outstanding obligations under the Debentures ("Required Collateral Value").
Rs. 9 Cr. Rs. 38 Cr. Rs. 6 Cr. Rs. 6 Cr. Rs. 30 Cr. Rs. 3 Cr. Rs. 58 Cr.	INE908I07537 INE908I07545 INE908I07552 INE908I07560 INE908I07578 INE908I07586 INE908I07594	Rating based on the security provided by way of pledge over listed equity shares of GMR Airports Infrastructure Limited (erstwhile GMR Infrastructure Ltd) held by the Pledgor. The stipulated asset cover for this instrument is at least 2.5 times of the outstanding investment amount through listed shares of the Security Company.
Rs. 150 Cr. Rs. 150 Cr. Rs. 50 Cr. <b>(Total: Rs. 500 Cr.)</b>	INE908I07354 INE908I07370 INE908I07388	Rating based on the first and exclusive pledge with effect from the Closing Date of each Series over such a number of fully paid-up lock-in free/ unencumbered shares of GMR Infrastructure Limited ["Pledged Securities"] carrying voting rights held by GEPL (GMR Enterprises Private Limited) and/or GBCL (GMR Business and Consultancy LLP) which are sufficient to maintain the collateral value of 2.00x of outstanding obligations of Debentures ["Required Collateral Value"]. Corporate Guarantee from GMR Business and Consultancy LLP, Hyderabad. # The proposed NCDs of GEPL are Unlisted, rated, secured, redeemable, Non-Convertible Debentures issued under the VRR route as per the RBI guidelines.
Rs. 88.20 Cr. Rs. 74.40 Cr. Rs. 66.20 Cr. Rs. 88.20 Cr. Rs. 74.40 Cr. Rs. 66.20 Cr. <b>(Total: Rs. 457.60 Cr. Reduced from Rs. 500 Cr.)</b>	INE908I07289 INE908I07297 INE908I07305 INE908I07321 INE908I07339 INE908I07347	Rating based on the security provided by pledge over listed equity shares of GMR Infrastructure Limited (GIL) held by the Pledgor. The stipulated asset cover for this instrument is 2.75 times of the outstanding investment amount through listed shares of the Security Company (lock-in of free fully paid up listed dematerialized equity shares carrying voting rights of GMR Infrastructure Limited ("Pledged Securities")). On the completion of demerger of GIL and the subsequent listing of the demerged entities, the Pledged Securities shall comprise of the lock-in free fully paid up listed dematerialized shares of the listed entity that owns the airport business ("New GIL") and the 2.75x cover requirement shall apply to such shares.
Rs. 125.00 Cr.	INE908I07255	Rating based on the security provided by way of first ranking exclusive pledge over listed equity shares of GMR Infrastructure

Details of existing NCDs:		
*NCDS	ISIN	Rating based on:
		Limited (GIL) held by the Pledgor. The stipulated asset cover for this instrument is 2 times of the outstanding investment amount through listed shares of the Security Company (Accrued Interest Security creation to be done through listed shares of the Security Company on quarterly basis for the purpose of meeting security cover) and at least 0.25 time of the outstanding amount as first ranking exclusive mortgage over Property.
Rs. 475 Cr.	INE908107453	Rating based on the security provided by way of first ranking exclusive pledge over listed equity shares of GMR Infrastructure Limited (GIL) held by the Pledgor. The stipulated asset cover for this instrument is 2 times the outstanding investment amount through listed shares of the Security Company. Corporate guarantee from GMR Business and Consultancy LLP, which shall explicitly include negative restrictions/ undertakings for holding such a number of fully paid-up lock-in free/unencumbered shares of GMR Infrastructure Limited carrying voting rights which are sufficient to maintain a collateral value of 0.25x of outstanding obligations under the Debentures.
Rs. 1,832.60 Cr.		<b>GRAND TOTAL</b>

2. Details of the credit facilities are attached in **Annexure I**. Our rating symbols for long-term and short-term ratings and explanatory notes thereon are attached in **Annexure II**.
3. The press release for the rating(s) will be communicated to you shortly.
4. The above rating is normally valid for a period of one year from the date of communication of rating to you (that is. **August 21, 2024**).
5. If the proposed long term / short term facility (if any) is not availed within a period of six months / three months respectively from the date of this letter, then the rating may please be revalidated from us before availing the facility.



6. INFOMERICS reserves the right to undertake a surveillance/review of the rating(s) from time to time, based on circumstances warranting such review, subject to at least one such review/surveillance every year.
7. A formal surveillance/review of the rating is normally conducted within 12 months from the date of initial rating/last review of the rating. However, INFOMERICS reserves the right to undertake a surveillance/review of the rating more than once a year if in the opinion of INFOMERICS, circumstances warrant such surveillance/review.
8. **You shall provide us with a No Default Statement as at the last date of the month on the first date of the succeeding month without fail.** The NDS shall be mailed every month to [nds@Infomerics.com](mailto:nds@Infomerics.com) and to the mail id of the undersigned.
9. **You shall provide the quarterly performance results/quarterly operational data (being submitted to Banks) to us within 6 weeks from the close of each calendar quarter for our review/ monitoring.**
10. You shall furnish all material information and any other information called for by INFOMERICS in a timely manner, for monitoring the rating assigned by INFOMERICS. In the event of failure on your part in furnishing such information, to carry out continuous monitoring of the rating of the bank facilities, INFOMERICS shall carry out the review/annual surveillance based on best available information throughout the lifetime of such bank facilities as per the policy of INFOMERICS.
11. Please note that INFOMERICS ratings are not recommendations to buy, sell or hold any security or to sanction, renew, disburse or recall the bank facilities. INFOMERICS do not take into account the sovereign risk, if any, attached to the foreign currency loans, and the ratings are applicable only to the rupee equivalent of these loans.
12. Users of this rating may kindly refer our website [www.infomerics.com](http://www.infomerics.com) for latest update on the outstanding rating.
13. Further, this is to mention that all the clauses mention in the initial rating letter **dated March 06, 2021**, are also stands applicable. If you need any clarification, you are welcome to approach us in this regard.



Thanking you.

Yours faithfully,

For *NP Patil*  
**Sejal Patil**

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**Disclaimer:** Infomerics ratings are based on information provided by the issuer on an 'as is where is' basis. Infomerics credit ratings are an opinion on the credit risk of the issue / issuer and not a recommendation to buy, hold or sell securities. Infomerics reserves the right to change, suspend or withdraw the credit ratings at any point in time. Infomerics ratings are opinions on financial statements based on information provided by the management and information obtained from sources believed by it to be accurate and reliable. The credit quality ratings are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. We, however, do not guarantee the accuracy, adequacy or completeness of any information, which we accepted and presumed to be free from misstatement, whether due to error or fraud. We are not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by us have paid a credit rating fee, based on the amount and type of bank facilities/instruments. In case of partnership/proprietary concerns/Association of Persons (AOPs), the rating assigned by Infomerics is based on the capital deployed by the partners/proprietor/ AOPs and the financial strength of the firm at present. The rating may undergo change in case of withdrawal of capital or the unsecured loans brought in by the partners/proprietor/ AOPs in addition to the financial performance and other relevant factors.

**ANNEXURE I**  
**Details of Instruments**

**Long Term Facilities**

**NCD**

Name of the instrument	ISIN	Date of issuance	IRR	Maturity Date	Size of the issue (Rs. crore)
NCD	INE908I07222	Mar. 19, 2021	Zero Coupon	Mar. 19, 2024	75.00
NCD	INE908I07669	Feb. 16, 2023	12%	Feb. 16, 2026	50.00
NCD	INE908I07677	Mar. 14, 2023	12%	Mar. 14, 2026	150.00
NCD	INE908I07537	Dec. 28, 2022	Zero Coupon	Sept. 30, 2026	9.00
NCD	INE908I07545	Dec. 28, 2022	Zero Coupon	Mar. 31, 2027	38.00
NCD	INE908I07552	Dec. 28, 2022	Zero Coupon	Mar. 31, 2026	6.00
NCD	INE908I07560	Dec. 28, 2022	Zero Coupon	Sept. 30, 2025	6.00
NCD	INE908I07578	Dec. 28, 2022	Zero Coupon	Mar. 31, 2025	30.00
NCD	INE908I07586	Dec. 28, 2022	Zero Coupon	Jul. 31, 2024	3.00
NCD	INE908I07594	Dec. 28, 2022	Zero Coupon	Mar. 31, 2024	58.00
NCD	INE908I07370	Jun. 09, 2022	12%	Jun. 09, 2024	150.00
NCD	INE908I07388	Jun. 09, 2022	12%	Jun. 09, 2024	50.00
NCD	INE908I07354	May 02, 2022	12%	May 03, 2025	150.00
NCD	INE908I07289	Jan. 18, 2022	Zero Coupon	Apr. 18, 2024	88.20
NCD	INE908I07297	Jan. 18, 2022	Zero Coupon	Oct. 18, 2024	74.40
NCD	INE908I07305	Jan. 18, 2022	Zero Coupon	Apr. 13, 2025	66.20
NCD	INE908I07321	Feb. 09, 2022	Zero Coupon	May 09, 2024	88.20
NCD	INE908I07339	Feb. 09, 2022	Zero Coupon	Nov. 09, 2024	74.40
NCD	INE908I07347	Feb. 09, 2022	Zero Coupon	May 09, 2025	66.20
NCD	INE908I07255	Apr. 05, 2021	Zero Coupon	May 06, 2024	125.00
NCD	INE908I07453	Sept. 23, 2022	12%	Sept. 23, 2025	475.00
<b>Total</b>					<b>1832.60</b>

**Long-Term Bank Facilities – Non-Fund Based**

Sl. No.	Bank	Facility	Amount (Rs. Crore)
1.	Punjab National Bank	Bank guarantee	300.00
<b>Total</b>			<b>300.00</b>





ANNEXURE II

Credit Rating – Long Term Rating Scale

Long term: Original maturity exceeding one year

<b>Rating Symbol</b>	<b>Rating Definition</b>
IVR AAA	Securities with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such securities carry lowest credit risk
IVR AA	Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk
IVR A	Securities with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such securities carry low credit risk
IVR BBB	Securities with this rating are considered to have moderate degree of safety regarding timely servicing of financial obligations. Such securities carry moderate credit risk
IVR BB	Securities with this rating are considered to have moderate risk of default regarding timely servicing of financial obligations
IVR B	Securities with this rating are considered to have high risk of default regarding timely servicing of financial obligations
IVR C	Securities with this rating are considered to have very high risk of default regarding timely servicing of financial obligations
IVR D	Securities with this rating are in default or are expected to be in default soon

Modifiers {"+" (plus) / "-"(minus)} can be used with the rating symbols for the categories AA to C. The modifiers reflect the comparative standing within the category.

The above rating scale also applies to rating of bank loans and other instruments.





### Credit Rating - Short Term Rating Scale

Short term: Original maturity of up to one year

Rating Symbol	Rating Definition
IVR A1	Securities with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations. Such securities carry lowest credit risk.
IVR A2	Securities with this rating are considered to have strong degree of safety regarding timely payment of financial obligations. Such securities carry low credit risk.
IVR A3	Securities with this rating are considered to have moderate degree of safety regarding timely payment of financial obligations. Such securities carry higher credit risk as compared to instruments rated in the two higher categories.
IVR A4	Securities with this rating are considered to have minimal degree of safety regarding timely payment of financial obligations. Such securities carry very high credit risk and are susceptible to default.
IVR D	Securities with this rating are in default or expected to be in default on maturity in servicing of debt obligations.

Modifier {"+" (plus)} can be used with the rating symbols for the categories A1 to A4. The modifier reflects the comparative standing within the category.

The above rating scale also applies to rating of bank loans and other instruments.