

May 30, 2018

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Kala Ghoda, Fort
Mumbai- 400001

Dear Sir,

Sub: Submission of Certificate from the Debenture Trustees pursuant to Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Certificate from the Debenture Trustees.

We request you to kindly place the same on record.

Thanking you

Yours faithfully
For **GMR Enterprises Private Limited**



Company Secretary



Encl: as above

Ref. No. 2124/ITSL/OPR/18-19/
Date: May 30, 2018

To,

GMR Enterprises Private Limited
Unit no.1B, First Floor,
Riaz Garden,
Old no.12, New no.29,
Kodambakkam High Road,
Chennai- 600034.

Kind attn.: Ms. Yogindu Khajuria, Company Secretary

Subject: Certificate u/r 52(5) of SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015, for Debentures Issue by GMR Enterprises Private Limited, for the half year ended March 31, 2018

Dear Sir/Madam,

We are acting as Debenture Trustee for the Secured, Redeemable Non-Convertible Debentures issued by GMR Enterprises Private Limited. ("The Company").

In terms of the provisions of Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations") we certify that we have taken note of the disclosures made by the Company in the letter enclosed herewith under Regulation 52(4) of the Listing Regulations.

Thanking you.

Yours faithfully,

IDBI Trusteeship Services Limited



Authorized Signatory

Encl. As above

ATSL/CO/18-19/1243
May 30, 2018

GMR ENTERPRISES PRIVATE LIMITED

Unit No.1B, First floor,
Riaz Garden, Old. No.12, New No. 29,
Kodambakkam High Road
Chennai - 600034

Sub: Letter of Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015- for the half year ended March 31, 2018

Dear Sir/Ma'am,

This has reference to the privately placed Non-Convertible Debentures issued by GMR Enterprises Private Limited ("Company") and listed on the Stock Exchange ("Listed Debt Securities").

Pursuant to Regulation 52 (4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company as per Regulation 52 (4).

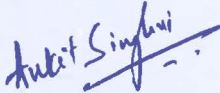
In pursuance thereof we hereby confirm that we have received the aforesaid information vide your email dated May 30, 2018 along with the relevant/ necessary supporting(s) (enclosed herewith) and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

1. The Debenture Trustee is relying on the information/ status as submitted by the company for the purpose of submission to the Stock Exchange, without reconfirming;
2. Any commitment pertaining to the interest / principal payable on the future due dates are sole commitment on the company's part and Trustee is not liable in any manner if company fails to fulfill / does not fulfill its commitments.

Thanking You,

Yours truly
For Axis Trustee Services Limited



vs Ankit Singhvi
Assistant General Manager



Encl.: as above

AXIS TRUSTEE SERVICES LTD.

(A wholly owned subsidiary of Axis Bank)

Corporate Identity Number (CIN): U74999MH2008PLC182264

CORPORATE & REGISTERED OFFICE : Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

TEL : 022-6226 0054 / 6226 0050 Website: www.axistrustee.com