

March 13, 2020

To:

National Stock Exchange of India Limited Exchange Plaza, BKC, Bandra (East) Mumbai – 400 051 BSE Limited Floor 25, P J Towers, Dalal Street, Mumbai – 400001

Adani Transmission Limited (ATL)

"Adani House", Near Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009

Sub: Disclosure of reason of encumbrance under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir.

With reference to SEBI circular no. SEBI/HO/CFD/DCR1/P/2019/90 dated August 7, 2019, please find attached herewith disclosure of reason of encumbrance in the prescribed format under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to creation of pledge on 2,63,40,000 equity shares of ATL.

Kindly take the same on record.

Thanking You,

For, S.B. Adani Family Trust

Authorised Signatory

Encl: Disclosure in the prescribed format

Second for die	7				
Format for disclosure of reasons for encumbrance (In addition to Annexure - I prescribed by way of circular dated August 05, 2015)			4		
Name of listed company	Adani Transmission Limite		-		
Name of the recognised stock exchanges	BSE Ltd. & National Stock		-		
where the shares of the company are listed		Exonologe of mole etc.			
Name of the promoter(s) / PACs whose		S. Adani (on behalf of S.B. Adani	┥		
shares have been encumbered	Family Trust)	S. Floorin (on School of S.S. Floorin			
Total promoter shareholding in the listed	No. of shares	823,963,481	. .		
company					
	% of total share capital	74.92			
Encumbered Shares as a % of promoter	38.43%	(including other Promoter Group)		
shareholding		entity)			
Whether encumbered share is 50% or	No				
more of promoter shareholding			_		
Whether encumbered share is 20% or more	Yes (including other Promo	oter Group entity)			
of total share capital			<u> </u>		T == :
Details of all the existing events/ agreemer Particulars	ats pertaining to encumbranc	.e	Encumbrance	Encumbrance	Encumbrance
Date of creation of encumbrance			11.07.2020	11-03-2020	3 11-03-2020
	tive time time and the second time and time	tallian at an an ather any and	11-03-2020	11-03-2020	11-03-2020
Type of encumbrance (pledge, lien, nega		taking etc. or any other covenant,	Pledge	Pledge	Pledge
transaction, condition or arrangement in th	e nature or encumbrance)				
No. and % of shares encumbered		No. of shares	5,000,000	4,000,000	8,000,000
		% of total share cap	0.45	0.36	0.73
Specific details about the encumbrance	Name of the entity in w	hose favour shares		Vistra ITCL (India) Ltd.	Catalyst Trusteeship
I	encumbered(X)		Catalyst Trusteeship	FOR CREDIT SHISSE AG	Ltd. for CREDIT SUISSE
) 			Ltd. for debentureholder	SINGAPORE BRANCH,	AG SINGAPORE
			CREDIT SUISSE	RELIANCE CAPITAL	BRANCH, RELIANCE
	1		FINANCE (INDIA)	MUTUAL FUND	CAPITAL MUTUAL
			PRIVATE LIMITED.	SCHEMES, DB	FUND SCHEMES, DB
			CREDIT SUISSE AG	INTERNATIONAL (ASIA)	
			SINGAPORE BRANCH	LTD	LTD
			<u> </u>	L	
		cheduled commercial bank,	Catalyst Trusteeship	Vistra ITCL (India) Ltd. is	
		on, NBFC orhousing finance	Ltd. is into trusteeship	into trusteeship	Ltd. is into trusteeship
	company? If No, provide	the nature of the business of the	business while debentureholders are	business while	business while
	entity.	entity.		debentureholders are	debentureholders are
	1		FPI	FPI/Mutual Fund	FPI / Mutual Fund
				Schemes	Scheme
			 		
	Names of all other entities in the agreement				
			(Borrower)	(Borrower)	(Borrower)
	Whether the	Yes / No If yes,	Yes	Yes	Yes
	encumbrance is relating	1. Name of Issuer	Adani Rail Infra Pvt. Ltd.	Adani Rail Infra Pvt. Ltd.	Adani Rail Infra Pvt. Ltd.
	to any debt instruments	·	(Borrower)	(Borrower)	(Borrower)
	viz. debenture,	2. Details of the debt instrument	Rated, Listed, Zero	Rated, Unlisted, Zero	Rated, Unlisted, Zero
	commercial paper,	1	Coupon, Redeemable,		
	certificate of deposit etc.?			Coupon, Redeemable,	Coupon, Redeemable,
			Non-Convertible	Coupon, Redeemable, Non-Convertible	Coupon, Redeemable, Non-Convertible
	If yes, provide details			Non-Convertible	Non-Convertible
	about the instrument,		Non-Convertible Debentures		
		3. Whether the debt instrument	Non-Convertible	Non-Convertible	Non-Convertible
	about the instrument,	3. Whether the debt instrument is listed on stock exchanges?	Non-Convertible Debentures Yes	Non-Convertible Debentures No	Non-Convertible Debentures No
	about the instrument,	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt	Non-Convertible Debentures	Non-Convertible Debentures	Non-Convertible Debentures
	about the instrument,	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument	Non-Convertible Debentures Yes BWR AA- (CE)	Non-Convertible Debentures No BWR A+(SO)	Non-Convertible Debentures No BWR A+(SO)
	about the instrument,	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119	Non-Convertible Debentures No	Non-Convertible Debentures No
	about the instrument,	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207135 8	Non-Convertible Debentures No BWR A+(SO)	Non-Convertible Debentures No BWR A+(SO)
·	about the instrument, including credit rating	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207135 & INEOOU207127	Non-Convertible Debentures No BWR A+(SO) INEOOU207036	Non-Convertible Debentures No BWR A+(SO) INEOOU207044
Security Cover / Asset Cover	about the instrument, including credit rating	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207135 8	Non-Convertible Debentures No BWR A+(SO)	Non-Convertible Debentures No BWR A+(SO)
Security Cover / Asset Cover	about the instrument, including credit rating Value of shares on the da	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A)	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1,023,250,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818.600,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044
Security Cover / Asset Cover	about the instrument, including credit rating Value of shares on the da Amount involved (against	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A)	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207135 & INEOOU207127	Non-Convertible Debentures No BWR A+(SO) INEOOU207036	Non-Convertible Debentures No BWR A+(SO) INEOOU207044
Security Cover / Asset Cover	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B)	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A)	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEODU207036 818.600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEO0U207044 1,637,200,000 6,230,000,000
,	Value of shares on the da Amount involved (against encumbered) (B)	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1,023,250,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818.600,000	Non-Convertible Debentures No BWR A+(SO) INEO0U207044 1,637,200,000 6,230,000,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ate of event / agreement (A) which shares have been (a) Personal use by promoters	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEODU207036 818.600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
Security Cover / Asset Cover	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been (a) Personal use by promoters and PACs	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEO0U207044 1,637,200,000 6,230,000,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ate of event / agreement (A) which shares have been (a) Personal use by promoters	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been (a) Personal use by promoters and PACs	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been (a) Personal use by promoters and PACs (b) For the benefit of listed	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument stee of event / agreement (A) which shares have been (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ate of event / agreement (A) which shares have been (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument 5. ISIN of the instrument (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	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEO0U207044 1,637,200,000 6,230,000,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been (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	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1,637,200,000
,	about the instrument, including credit rating Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument 5. ISIN of the instrument te of event / agreement (A) which shares have been (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.	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1,023,250,000 5,000,000,000 0.20	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818.600,000 3,000,000,000,000 0.27	Non-Convertible Debentures No BWR A+(SO) INEOOU207044 1.637,200,000 6.230,000,000 0.26
	Value of shares on the da Amount involved (against encumbered) (B) Ratio of A / B Borrowed amount to be utilized for what purpose –	3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument ste of event / agreement (A) which shares have been (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	Non-Convertible Debentures Yes BWR AA- (CE) INEOOU207119, INEOOU207127 1.023.250.000 5,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207036 818,600,000 3,000,000,000	Non-Convertible Debentures No BWR A+(SO) INEOOU207044

Note: Additional Security provided for existing debras per agreement with Lender / Security Trustee

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Annexure - II

Note: Additional Security profess. B. Adam Family Trust

Authorised Signatory
Date: 13-03-2020
Place: Ahmedabad

Annexure - II]		
Format for disclosure of reasons for encumbrance					
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)			_		
Name of listed company	Adani Transmission Limite		4		
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock	Exchange or India Ltd.			
Name of the promoter(s) / PACs whose	Gautam S. Adani & Rajesh	S. Adani (on behalf of S.B. Adani	1		
shares have been encumbered	Family Trust)				
Total promoter shareholding in the listed	No. of shares	823,963,481	7		
company	% of total share capital	74.92	5		
Encumbered Shares as a % of promoter shareholding		(including other Promoter Group entity)			
Whether encumbered share is 50% or more of promoter shareholding	No				
Whether encumbered share is 20% or more of total share capital	Yes (including other Prom	oter Group entity)			
Details of all the existing events/ agreement	s pertaining to encumbrant	e	Encumbrance	Encumbrance	Encumbrance
Particulars			4	5	6
Date of creation of encumbrance			11-03-2020	11-03-2020	11-03-2020
Type of encumbrance (pledge, lien, negati transaction, condition or arrangement in the			Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	4,000,000	3,000,000	550,000
	T.:	% of total share cap	0.36	0.27	0.05
Specific details about the encumbrance	Name of the entity in w encumbered(X)	nose tavour shares	Indusind Bank Ltd.	Indusind Bank Ltd.	Indusind Bank Ltd.
	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 - Bank	Yes - Bank	Yes - Bank
	Names of all other entities in the agreement		Adani Enterprises Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)	Adani Enterprises Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating	Name of Issuer	N.A.	N.A.	N.A.
	to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	2. Details of the debt instrument	N.A.	N.A.	N.A.
		Whether the debt instrument is listed on stock exchanges?	N.A.	N.A.	N.A.
		4. Credit Rating of the debt instrument	N.A.	N.A.	N.A.
		5. ISIN of the instrument	N.A.	N.A.	N.A.
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		818,600,000	613,950,000	112,557,500
			4,000,000,000	2,500,000,000	570,000,000
			0.20	0.25	0.20
End use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters	-		- 0.20
	purpose –	(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.	·	-	
Note: Additional Security organized for Mistage	WARRING .	(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security provided for existing debt as per agreement with Lender / Security Trustee
For S.B. Adami Family Trust

Authorised Signatory

Date: 13-03-2020

(o)

Authorised-Signatory
Date: 13-03-2020
Place: Ahmedabad

Farmat for diag	Annexure - II	hanna	_		
(In addition to Annexure - I pre	losure of reasons for encum		~-		
Name of listed company	Adani Transmission Limite		1		
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock Exchange of India Ltd.				
Name of the promoter(s) / PACs whose shares have been encumbered	Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust)		1		
Total promoter shareholding in the listed company	No. of shares	823,963,481			
Encumbered Shares as a % of promoter	% of total share capital 38.439	74.92 6 (including other Promoter Group	-		
shareholding Whether encumbered share is 50% or	No	entity)	_		
more of promoter shareholding					
Whether encumbered share is 20% or more of total share capital	Yes (including other Prom				·
Details of all the existing events/ agreement Particulars	ts pertaining to encumbranc	Ĉ	Encumbrance 7	Encumbrance 8	Encumbrance 9
Date of creation of encumbrance	///		11-03-2020	11-03-2020	11-03-2020
Type of encumbrance (pledge, lien, negat transaction, condition or arrangement in the		taking etc. or any other covenant,	Pledge	Pledge	Pledge
No. and % of shares encumbered	installe of encomplance,	No. of shares	760,000	680,000	350,00
		% of total share cap	0.07	0.06	0.0
Specific details about the encumbrance	Name of the entity in w encumbered(X)	hose favour shares			
			Indusind Bank Ltd.	Indusind Bank Ltd.	Indusind Bank Ltd.
		cheduled commercial bank,	Yes - Bank	Yes - Bank	Yes - 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		Adani Enterprises Ltd. (Borrower)	Adani Enterprises Ltd. (Borrower)	Adani Enterprises Ltd (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating to any debt instruments	1. Name of Issuer	N.A.	N.A.	N.A.
	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details	2. Details of the debt instrument	N.A.	N.A.	N.A.
	about the instrument, including credit rating	3. Whether the debt instrument is listed on stock exchanges?	N.A.	N.A.	N.A.
		4. Credit Rating of the debt instrument	N.A.	N.A.	N.A.
		5. ISIN of the instrument	N.A.	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)		155,534,000	139,162,000	71,627,50
	Amount involved (against which shares have been encumbered) (B)		780,000,000	680,000,000	380,000,00
	Ratio of A / B		0.20	0.20	0.1
nd use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters and PACs	-	-	-
	purpose –	(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.	•		•
	dobt as oos	(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below
lote: Additional Security provided for existing for S.B. Adahi Family Trust	g debt as per agreement wit	etc. (c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer

Authorised Signatory
Date: 13-03-2020
Place: Ahmedabad