

July 2, 2019

To,

General Manager, Department of Corporate Services, 14 th Floor, BSE Limited, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Ltd. The listing compliance department, Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex Bandra (E) Mumbai - 400 051.	Ms. Jaladhi Shukla Company Secretary & Compliance Officer, Adani Transmission Limited Adani House, Mithakali Six Roads, Navrangpura, Ahmedabad, Gujarat - 380009
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Adani Transmission Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ('Vistra ITCL') (In our capacity as Security Trustee) The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	----	----	----
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	13,78,35,343	12.53%	----
c) Voting rights (VR) otherwise than by shares	----	----	----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	----	----	----
Total (a+b+c+d)	13,78,35,343	12.53%	----
Details of acquisition/ Sale			
a) Shares carrying voting rights acquired (pledge) / sold (release)	----	----	----
b) VRs acquired/sold otherwise than by shares	----	----	----
c) Warrants/convertible securities/any other			



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instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered/ invoked /released by the acquirer	4,69,01,000 (1,76,58,000)	4.26% (1.60%)	-----
Total (a+b+c+d)	2,92,43,000	2.66%	-----
After the acquisition/ sale holding of:			
a) Shares carrying voting rights	-----	-----	-----
b) Shares encumbered with the acquirer	16,70,78,343	15.19%	-----
c) VRs otherwise than by shares	-----	-----	-----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-----	-----	-----
Total (a+b+c+d)	16,70,78,343	15.19%	-----
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge and Release of equity shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Pledge date: 28.06.2019 Release date: 31.05.2019, 11.06.2019 and 17.06.2019		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	1,09,98,10,083 Shares (As per shareholding pattern available on BSE website for quarter ended March 2019)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	1,09,98,10,083 Shares (As per shareholding pattern available on BSE website for quarter ended March 2019)		
Total diluted share/voting capital of the TC after the said acquisition	-----		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

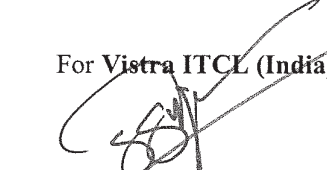


Note:

1. 4,69,01,000 (1,19,05,000 + 59,53,000 + 95,24,000 + 47,62,000 + 1,08,28,000 + 39,29,000) Equity Shares of Adani Transmission Limited have been pledged with Vistra ITCL (India) Limited on 28.06.2019 in capacity as a Security Trustee for Term loan facility availed by Adani Infra India Limited, Adani Infrastructure Management Services Limited and Adani Properties Private Limited.
2. 1,76,58,000 (57,000 + 1,47,58,000 + 28,43,000) Equity Shares of Adani Transmission Limited have been released by Vistra ITCL (India) Limited on 31.05.2019, 11.06.2019 and 17.06.2019 respectively in capacity as a Security Trustee for Term loan facility availed by Adani Properties Private Limited and Adani Infrastructure Management Services Ltd.

As per the Securities Exchange Board of India letter dated August 08, 2014 (enclosed for your reference), the primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra ITCL in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

For **Vistra ITCL (India) Limited**


Authorised Signatory
Place: Mumbai



Encl.: As above