

Flourishing Trade and Investment Limited

C/o, Amicorp (Mauritius) Ltd, 6th Floor, Tower1, Nexteracom Building, Ebene, Mauritius.
Tel: + 230 4040200 Fax: +230 4040201 Email: account@flourishingti.com

December 31, 2020

To,
BSE Limited
(Scrip code: 533096)
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
(Symbol: ADANIPOWER)
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Adani Power Limited (APL)
"Adani Corporate House",
Shantigram, Near Vaishno Devi Circle,
S.G. Highway, Khodiyar,
Ahmedabad-382421
Attn: Compliance Officer

Dear Madam/ Sir,

Sub: Disclosure under Regulation 29(2) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, regarding acquisition of equity shares of Adani Power Limited ("APL") through inter-se transfer of shares from, Universal Trade and Investments Ltd. ("Transferor").

In compliance with the disclosure requirements set out under Regulation 29(2) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations"), please find enclosed herewith a disclosure in the prescribed format in relation to acquisition of 21,84,85,676 (5.66%) equity shares having face value of Rs. 10/- each of APL by Flourishing Trade and Investment Ltd from the Transferor, by way of inter-se transfer of shares amongst 'qualifying persons', pursuant to exemption under Regulation 10(1)(a)(iii) of the Takeover Regulations.

Request you to kindly take the same on record and oblige.

Yours Faithfully,

For Flourishing Trade and Investment Ltd.


Authorized Signatory

Encl: Disclosure in the prescribed format



Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Adani Power Limited ("TC")		
Name(s) of the transferee and Persons Acting in Concert (PACs) with the transferee	<p>Flourishing Trade and Investment Ltd (hereinafter the "Transferee")</p> <p><u>Persons acting in concert with the Transferee:</u> Other shareholders of the TC belonging to its promoter and promoter group, namely: (i) Shri Gautam S. Adani & Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (ii) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (iii); Adani Tradeline LLP (iv) Worldwide Emerging Market Holding Ltd; (v) Afro Asia Trade and Investments Ltd.; (vi) Emerging Market Investment DMCC; (vii) Shri Gautam S. Adani; (viii) Shri Rajesh S. Adani. (hereinafter the "PAC")</p> <p>Note: The Transferee has acquired shares from Universal Trade and Investments Ltd ("Transferor"). The Transferor, as on date, is disclosed as a part of the promoter and promoter group of the TC.</p>		
Whether the transferee belongs to Promoter/Promoter group	<p>Yes. As on the date, the majority ownership and control over the Transferee and the Transferor are held by same person(s).</p> <p>Further, the Transferee shall, pursuant to the acquisition of equity shares from the Transferor, be disclosed as part of promoter and promote group of the TC in its shareholding pattern.</p>		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<p>BSE Limited</p> <p>National Stock Exchange of India Limited</p>		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)

<p>Before the acquisition under consideration, holding of Transferee and PAC:</p> <p>a) Shares carrying voting rights</p> <p>b) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/ others)</p> <p>c) Voting rights (VR) otherwise than by equity shares</p> <p>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)</p>	<p>Prior to the present <i>inter-se</i> transfer, the Transferee (individually) held 15,10,82,201 (3.92%) equity shares of the TC, and the shareholding of the entire promoter and promoter group of the TC (including the Transferee and the Transferor) aggregated to 289,16,12,567 (74.97%) equity shares carrying voting rights of the TC.</p> <p>Please see Annexure 1 for further details.</p>			
<p>e) Total (a+b+c+d)*</p>	<table border="1"> <tr> <td data-bbox="778 862 973 913">289,16,12,567</td> <td data-bbox="973 862 1165 913">74.97%</td> <td data-bbox="1165 862 1359 913">74.97%</td> </tr> </table>	289,16,12,567	74.97%	74.97%
289,16,12,567	74.97%	74.97%		
<p>Details of acquisition/sale holding of Transferee</p> <p>a) Shares carrying voting rights acquired/sold</p> <p>b) VRs acquired/sold otherwise than by shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold</p> <p>d) Shares encumbered / invoked/released by the acquirer.</p>	<p>21,84,85,676 (5.66%) equity shares carrying voting rights have been acquired by the Transferee from the Transferor (pursuant to an <i>inter-se</i> transaction between 'qualifying persons, exempt under Regulation 10(1)(a)(iii) of the Takeover Regulations).</p> <p>Please see Annexure 1 for further details.</p>			
<p>e) Total (a+b+c+/-d)</p>	<table border="1"> <tr> <td data-bbox="778 1400 973 1456">21,84,85,676</td> <td data-bbox="973 1400 1165 1456">5.66%</td> <td data-bbox="1165 1400 1359 1456">5.66%</td> </tr> </table>	21,84,85,676	5.66%	5.66%
21,84,85,676	5.66%	5.66%		
<p>After the acquisition/sale, holding of Transferee and PAC:</p> <p>a) Shares carrying voting rights</p> <p>b) Sharee encumbered with the acquirer</p> <p>c) VRs otherwise than by equity shares</p> <p>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</p>	<p>After the present acquisition, the Transferee holds 36,95,47,877 (9.58%) equity shares of the TC, and the Transferor holds 7,26,38,775 (1.88%) equity shares/voting rights in the TC.</p> <p>The shareholding of the entire promoter and promoter group of the TC (including the Transferee) aggregates to 289,16,12,567 (74.97%) equity shares carrying voting rights of the TC.</p>			

acquisition	Please see Annexure 1 for further details.		
e) Total (a+b+c+d)*	289,16,12,567	74.97%	74.97%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Inter-se transfer (off-market): Transferee has acquired aggregate 21,84,85,676 (5.66%) of equity shares of the TC from Transferor on 29-12-2020, being the date of transfer of equity shares by the Transferor to the Transferee.		
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29-12-2020 being the date of transfer of equity shares by the Transferor to the Transferee.		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 38,56,93,89,410 (385,69,38,941 equity shares of face value of Rs. 10 each)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 38,56,93,89,410 (385,69,38,941 equity shares of face value of Rs. 10 each)		
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 38,56,93,89,410 (385,69,38,941 equity shares of face value of Rs. 10 each)		

* Indicates the entire shareholding of the promoter and promoter group in the TC. Note that the Transferee and the Transferor, as on date, belong to the promoter and promoter group of the TC, and accordingly there is no change in the aggregate shareholding in the promoter and promoter group of TC, pursuant to the aforesaid transfer of equity shares.

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

For Flourishing Trade and Investment Ltd.


Authorised Signatory

Place: Mauritius

Date: 31-12-2020



Name of Target Company(TC): Adani Power Limited

Sr. No.	Name	Holding before the acquisition under consideration				Details of Acquisition				Holding after the acquisition under consideration			
		No. of shares carrying voting rights	No. of Warrants that entitles the Acquirers to receive shares carrying voting rights in the TC	% w.r.t. total share / voting capital of the TC	% w.r.t. total diluted share / voting capital of the TC	No. of shares	No. of Warrants that entitles the Acquirers to receive shares carrying voting rights in the TC	% w.r.t. total share / voting capital of the TC	% w.r.t. total diluted share / voting capital of the TC	No. of shares	No. of Warrants that entitles the Acquirers to receive shares carrying voting rights in the TC	% w.r.t. total share / voting capital of the TC	% w.r.t. total diluted share / voting capital of the TC
1	Flourishing Trade and Investment Ltd	151,062,201	-	3.92	3.92	218,485,675	-	5.66	5.66	369,547,877	-	9.58	9.58
	Total (a) - Transferee	151,062,201	-	3.92	3.92	218,485,675	-	5.66	5.66	369,547,877	-	9.58	9.58
Details of Transferor													
1	Universal Trade and Investments Ltd.	291,124,451	-	7.55	7.55	(218,485,675)	-	(5.66)	(5.66)	72,638,775	-	1.86	1.86
	Total (b) - Transferor	291,124,451	-	7.55	7.55	(218,485,675)	-	(5.66)	(5.66)	72,638,775	-	1.86	1.86
Details of Shareholders who are PAC with the Transferee													
1	Shri Gauram S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	1,405,179,633	-	36.43	36.43	-	-	-	-	1,405,179,633	-	36.43	36.43
2	Shri Gauram S. Adani & Smt. Pili G. Adani (on behalf of Gauram S. Adani Family Trust)	18,432,820	-	0.43	0.43	-	-	-	-	18,432,820	-	0.43	0.43
3	Adani Finance LLP	377,180,885	-	9.78	9.78	-	-	-	-	377,180,885	-	9.78	9.78
4	Worldwide Emerging Market Holding Ltd	192,846,900	-	5.00	5.00	-	-	-	-	192,846,900	-	5.00	5.00
5	Alfa Asia Trade and Investments Ltd.	265,485,675	-	6.88	6.88	-	-	-	-	265,485,675	-	6.88	6.88
6	Emerging Market Investment DMCC	192,300,000	-	4.90	4.90	-	-	-	-	192,300,000	-	4.90	4.90
7	Gauram S. Adani	1	-	0.00	0.00	-	-	-	-	1	-	0.00	0.00
8	Rajesh S. Adani	1	-	0.00	0.00	-	-	-	-	1	-	0.00	0.00
	Total (c) - PAC	2,449,425,915	-	63.51	63.51	-	-	-	-	2,449,425,915	-	63.51	63.51
	Grand Total (a) + (b) + (c) (consisting of holding of Promoter and Promoter Group)	2,891,612,587	-	74.97	74.97	-	-	-	-	2,891,612,587	-	74.97	74.97

For and on behalf of Flourishing Trade and Investment Ltd.



Authorised Signatory

Date: 31-12-2020

Place: Mauritius

