



ATSL/CO/19-20/

June 14, 2019

To,

<b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	<b>National Stock Exchange</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai-400051
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Dear Sir,

**Re.: Adani Ports & Special Economic Zone Limited – Security Trustee for Term Loan Facility (Facility) aggregating to Rs. 200 Crores of Adani Properties Private Limited and Debenture Trustee for the Non-Convertible Debentures (NCDs) aggregating to Rs. 330 Crores of Adani Power (Mundra) Limited and for Non-Convertible Debentures (NCDs) aggregating to Rs. 550 Crores of Adani Infra (India) Limited.**

We write in capacity as the Security Trustee and the Debenture Trustee for the captioned Term Loan and NCDs.

In this connection, pursuant to regulations 29(2) of SEBI (SAST) Regulations 2011, we make the attached disclosures in respect of the Pledged Shares. We wish to clarify that we are holding the Pledged Shares in capacity as the Security Trustee and Debenture Trustee and that these disclosures are being made as a matter of abundant caution.

We request you to take the same on record and acknowledge the same.

Thanking you,

Yours truly,

For **Axis Trustee Services Limited**

*K. Krishna Kumari*

**Krishna Kumari**  
**Compliance Officer**



Encl.: As above

**AXIS TRUSTEE SERVICES LTD.**

*(A wholly owned subsidiary of Axis Bank)*

Corporate Identity Number (CIN): U74999MH2008PLC182264

**REGISTERED OFFICE:** Axis House, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

**CORPORATE OFFICE:** Axis Trustee Services Limited | The Ruby | 2nd Floor | SW | 29 Senapati Bapat Marg | Dadar West | Mumbai- 400 028

Tel. No.: 022 6230 0451 • Website: [www.axistrustee.com](http://www.axistrustee.com)

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Adani Ports & Special Economic Zone Limited		
Name(s) of the acquirer/pledgee and Persons Acting in Concert (PAC) with the acquirer/pledgee	Axis Trustee Services Limited (ATSL) acting as Debenture Trustee and Security Trustee.		
Whether the acquirer/pledgee belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Ltd.		
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
<b>Before the acquisition / disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	8,12,02,000 (Shares Pledged)	3.92%	3.92%
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil



e) Total (a + b + c + d)	8,12,02,000 (Shares Pledged)	3.92%	3.92%
<b>Details of acquisition/disposal</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	6,78,44,000 (New Shares pledged)	3.28%	3.28%
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares released by the acquirer/pledgee	Nil	Nil	Nil
e) Total (a + b + c +/- d)	6,78,44,000 (New Shares pledged)	3.28%	3.28%
<b>Details of acquisition/disposal</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	10,98,81,000 (Shares Released)	5.31%	5.31%



b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares released by the acquirer/pledgee	Nil	Nil	Nil
e) Total (a + b + c +/- d)	10,98,81,000 (Shares Released)	5.31%	5.31%
<b>After the acquisition/disposal, holding of:</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares encumbered with the acquirer/pledgee	3,91,65,000 (Shares Pledged)	1.89%	1.89%
c) VRs otherwise than by shares	Nil	Nil	Nil
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.	Nil	Nil	Nil



e) Total (a+b+c+d)	3,91,65,000 (Shares Pledged)	1.89%	1.89%
Mode of acquisition / disposal (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition and disposal of shares pursuant to pledge of shares.		
Date of acquisition / sale or disposal of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	From 15 <sup>th</sup> February, 2017 to 12 <sup>th</sup> June 2019.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs. 414,19,03,522 as per shareholding pattern for quarter ended March 31, 2019 published on the Stock Exchanges.		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs. 414,19,03,522 as per shareholding pattern for quarter ended March 31, 2019 published on the Stock Exchanges.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 414,19,03,522 as per shareholding pattern for quarter ended March 31, 2019 published on the Stock Exchanges.		

