



# **Acropolis Trade & Investments Ltd**

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January 29, 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 Ports and Special Economic Zone Limited**

Adani House,

Near Mithakhali Circle Six Roads, Navrangpura,

Ahmedabad – 380009

Gujarat

**Sub: Disclosure / Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter the "Takeover Regulations") regarding indirect acquisition of equity shares of Adani Ports and Special Economic Zone Limited (APSEZL)**

Dear Sir,

Please find attached herewith disclosure / report in the prescribed format under Regulation 10(6) of the Takeover Regulations with respect to indirect acquisition of **24,72,42,641 (12.17%) equity shares of Adani Ports and Special Economic Zone Limited** on January 23, 2020 by Acropolis Trade and Investments Ltd. from Global Resources Investment Holding Limited, pursuant to a scheme of arrangement.

This is in compliance with Regulation 10(6) of Takeover Regulations.

Kindly take the same on record.

For **Acropolis Trade and Investments Ltd.**



**Director / Authorised Signatory**

Encl:a/a.

**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Adani Ports and Special Economic Zone Ltd. (APSEZL)	
2.	Name of the acquirer(s)	<p>(1) Acropolis Trade and Investments Ltd (hereinafter the “Acquirer /Transferee”) (please refer note 3 below)</p> <p>(2) Global Resources Investment Holding Ltd (“Transferor”)</p> <p>Persons acting in concert with the Acquirer: Other shareholders of APSEZL belonging to its promoter and promoter group, namely: (i) Shri Gautam S. Adani &amp; Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (ii) Adani Tradeline LLP; (iii) Shri Rajesh S Adani &amp; Smt. Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust); (iv) Worldwide Emerging Market Holding Ltd; (v) Universal Trade and Investments Ltd; (vi) Afro Asia Trade and Investments Ltd; (vii) Emerging Market Investment DMCC (viii) Shri Gautam S. Adani; and (ix) Shri Rajesh S. Adani (hereinafter the “PAC”)</p>	
3.	Name of the stock exchange where shares of the TC are listed	BSE Ltd. National Stock Exchange of India Ltd.	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Pursuant to scheme of amalgamation of the Transferor into the Acquirer/ Transferee, the Acquirer has indirectly acquired 24,72,42,641 (12.17%) equity shares of APSEZL from Transferor on January 23,2020 being the date of order of Supreme Court of Mauritius approving the scheme of amalgamation	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	<p>No</p> <p>Not applicable</p> <p>Not applicable</p>	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made

	a. Name of the transferor / seller Global Resources Investment Holding Ltd	No	Not applicable		
	b. Date of acquisition <b>23-01-2020</b>	No	Not applicable		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above:  <b>24,72,42,641 equity shares of APSEZL acquired indirectly</b>	No	Not applicable		
	d. Total shares <del>proposed to be acquired /</del> actually acquired as a % of diluted share capital of TC <b>12.17% of diluted share capital of APSEZL</b>	No	Not applicable		
	e. Price at which shares are <del>proposed to be</del> acquired / actually acquired <b>Not applicable</b>	No	Not applicable – shares acquired pursuant to scheme of amalgamation		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	Each Acquirer / Transferee(*) –	As per <b>Annexure 1</b> attached herewith			
	Each Seller / Transferor –				

For Acropolis Trade and Investments Ltd.



**Director / Authorised Signatory**

Date: 29-01-2020

**Note:**

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

3. Global Resources Investment Holding Ltd held 24,72,42,641 shares (12.17%) of APSEZL indirectly through Worldwide Emerging Market Holding Limited, Afro Asia Trade and Investments Limited and Universal Trade and Investments Limited. Pursuant to scheme of amalgamation involving merger of Global Resources Investment Holding Ltd into Acropolis Trade and Investment Ltd sanctioned by Supreme Court of Mauritius vide order dated 23 January 2020, shares of APSEZL held indirectly by Global Resources Investment Holding Ltd stand transferred indirectly to Acropolis Trade and Investment Ltd. Global Resources Investment Holding Ltd has therefore been shown as transferor and Acropolis Trade and Investment Ltd has been shown as acquirer / transferee in this form.

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## Name of Target Company(TC): Adani Ports and Special Economic Zone Limited (APSEZL)

Shareholding details	Before the proposed transaction		After the proposed transaction	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
<b>Details of Acquirer/Transferee</b>				
Acropolis Trade and Investments Ltd.	NIL	0.00	NIL	0.00
<b>Total - Acquirers - (a)</b>	<b>NIL</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>

**Details of Seller/Transferor**

Global Resources Investment Holding Ltd.	NIL	0.00	NIL	0.00
<b>Total - Seller - (b)</b>	<b>NIL</b>	<b>0.00</b>	<b>NIL</b>	<b>0.00</b>

**Details of Persons acting in concert (PAC) with the Acquirer i.e. Other shareholders of APSEZL belonging to promoter and promoter group of APSEZL**

Gautam S. Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	799,353,935	39.34	799,353,935	39.34
Adani Tradeline LLP	138,193,549	6.80	138,193,549	6.80
Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00	30,000	0.00
Worldwide Emerging Market Holding Ltd.	77,756,181	3.83	77,756,181	3.83
Universal Trade and Investments Ltd.	79,541,248	3.91	79,541,248	3.91
Afro Asia Trade and Investments Ltd.	89,945,212	4.43	89,945,212	4.43
Emerging Market Investment DMCC	84,179,195	4.14	84,179,195	4.14
Gautam S. Adani	1	0.00	1	0.00
Rajesh S. Adani	1	0.00	1	0.00
<b>Total - PAC (c)</b>	<b>1,268,999,322</b>	<b>62.46</b>	<b>1,268,999,322</b>	<b>62.46</b>
<b>Grand Total (a+b+c)</b>	<b>1,268,999,322</b>	<b>62.46</b>	<b>1,268,999,322</b>	<b>62.46</b>

\* Global Resources Investment Holding Ltd held 24,72,42,641 shares (12.17%) of APSEZL indirectly through Worldwide Emerging Market Holding Limited, Afro Asia Trade and Investment Limited and Universal Trade and Investment Limited. Pursuant to scheme of amalgamation involving merger of Global Resources Investment Holding Ltd into Acropolis Trade and Investment Ltd sanctioned by Supreme Court of Mauritius vide order dated 23 January 2020, shares of AGL held indirectly by Global Resources Investment Holding Ltd stand transferred indirectly to Acropolis Trade and Investment Ltd. Global Resources Investment Holding Ltd has therefore been shown as transferor and Acropolis Trade and Investment Ltd has been shown as acquirer / transferee in this form.

For Acropolis Trade and Investments Ltd.

Authorised Signatory  
Date: 29-01-2020