

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

Name of the Target Company (TC)	Adani Ports and Special Economic Zone Limited (APSEZL)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Names of the acquirers being Promoter and Promoter Group is attached as <b><u>Annexure 1</u></b>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition/disposal under consideration, holding of :</b>	Details of Shares carrying voting rights before the acquisition under consideration, holding of acquirers are attached as <b><u>Annexure 2</u></b>		
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	--		
c) Voting rights (VR) otherwise than by equity 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)	--		
<b>e) Total (a+b+c+d)</b>			
<b>Details of acquisition/sale</b>	Details of Shares carrying voting rights acquired are attached as <b><u>Annexure 2</u></b>		
a) Shares carrying voting rights acquired/sold			
b) VRs acquired /sold otherwise than by shares	--		
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	
d) Shares encumbered / invoked/released by the acquirer.	--
e) Total (a+b+c+/-d)	
<b>After the acquisition/sale, holding of:</b>	Details of Shares carrying voting rights after the acquisition under consideration, holding of acquirers are attached as <b>Annexure 2</b> .
a) Shares carrying voting rights	
b) Shares encumbered with the acquirer	--
c) VRs otherwise than by equity 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	--
e) Total (a+b+c+d)	
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Shares acquired by acquirers pursuant to the Composite Scheme of Arrangement ("Scheme") as approved by Hon'ble High Court of Gujarat dated 7 <sup>th</sup> day of May, 2015
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	8 <sup>th</sup> June, 2015
Equity share capital / total voting capital of the TC before the said acquisition/sale	Equity Share Capital of TC, i.e. APSEZL, before the said acquisition = Rs 414,01,03,240 (207,00,51,620 equity shares of face value of Rs. 2 each)
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Equity Share Capital of TC, i.e. APSEZL, after the said acquisition = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)

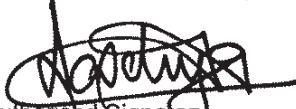
Total diluted share/voting capital of the TC after the said acquisition/sale	Equity Share Capital of TC, i.e. APSEZL, after the said acquisition = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)
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**Note:**

(\*) 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.

For and on behalf of Acquirers



Authorised Signatory

Place: Ahmedabad

Date: 10-06-2015

**Signature of the acquirer / seller / Authorised Signatory**

**Annexure 1 for Regulation 29(2)**

**Name of Target Company: Adani Ports and Special Economic Zone Limited**

**Name of Acquirers**

<b>Sr. No.</b>	<b>Name of Acquirers</b>
1	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)
2	Adani Properties Pvt. Ltd.
3	Shri Vinod Shantilal Adani
4	Ventura Power Investments Pvt. Ltd., Mauritius
5	Shri Gautam S. Adani & Smt.Priti G. Adani (on behalf of Gautam S. Adani Family Trust)
6	Shri Bhavik B. Shah
7	Shri Rakesh R. Shah
8	Smt. Surekha B. Shah
9	Smt. Priti R. Shah
10	Shri Vinod N. Sanghavi

Note: Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust) is an existing promoter group entity of Target Company but is not an acquirer pursuant to the Composite Scheme of Arrangement

For and on behalf of all acquirers

  
Authorised Signatory

## Annexure 2 for Regulation 29(2)

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

Sr. No.	Name of Acquirers	Pre-arrangement		Acquisition details		Post-arrangement	
		No. of shares	%*	No. of shares	%*	No. of shares	%*
<b>[A] Details of Shares acquired pursuant to the Composite Scheme of Arrangement</b>							
1	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	-	0.00	87,73,17,807	42.36	87,73,17,807	42.36
2	Adani Properties Pvt. Ltd.	-	0.00	14,05,12,153	6.78	14,05,12,153	6.78
3	Shri Vinod Shantilal Adani	-	0.00	12,81,64,953	6.19	12,81,64,953	6.19
4	Ventura Power Investments Pvt. Ltd., Mauritius	-	0.00	52,08,562	0.25	52,08,562	0.25
5	Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	-	0.00	1,24,80,142	0.60	1,24,80,142	0.60
6	Shri Bhavik B. Shah	5,000	0.00	52,255	0.00	57,255	0.00
7	Shri Rakesh R. Shah	30,075	0.00	8,63,028	0.04	8,93,103	0.04
8	Smt. Surekha B. Shah	1,07,000	0.01	48,018	0.00	1,55,018	0.01
9	Smt. Priti R. Shah	40,075	0.00	2,76,810	0.01	3,16,885	0.02
10	Shri Vinod N. Sanghavi	20,000	0.00	22,596	0.00	42,596	0.00
<b>Total</b>		<b>2,02,150</b>	<b>0.01</b>	<b>1,16,49,46,324</b>	<b>56.25</b>	<b>1,16,51,48,474</b>	<b>56.26</b>
<b>[B] Details of Shares cancelled pursuant to the Composite Scheme of Arrangement</b>							
1	Adani Enterprises Limited	1,55,23,61,640	74.99	-1,55,23,61,640	-74.99	0	0

\* Since there are no convertible instruments in TC, % w.r.t to total share / voting capital and diluted share / voting capital of TC is same

Note: Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust) is an existing promoter group entity of Target Company but is not an acquirer pursuant to the Composite Scheme of Arrangement

For and on behalf of all acquirers

  
Authorized Signatory