

From:

(i) Worldwide Emerging Market Holding Ltd.
6th Floor, Tower I, Nexteracom Building, Ebene,
Mauritius

(ii) Universal Trade and Investments Ltd.
6th Floor, Tower I, Nexteracom Building, Ebene,
Mauritius

(iii) Afro Asia Trade and Investments Ltd.
6th Floor, Tower I, Nexteracom Building, Ebene,
Mauritius

November 30, 2016

To:

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G. Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai – 400 001

Adani Ports and Special Economic Zone Limited (APSEZL)
"Adani House", Near Mithakhali Six Roads,
Navrangpura, Ahmedabad-380 009

Dear Sirs,

Sub: Disclosure under Regulation 29(2) read with Regulation 29(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding acquisition of Equity Shares of APSEZL through Market Purchase by Worldwide Emerging Market Holding Ltd., Universal Trade and Investments Ltd. and Afro Asia Trade and Investments Ltd. ("Acquirers").

In compliance with the disclosure requirements 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, please find enclosed herewith a disclosure in the prescribed format in relation to acquisition of 4,15,80,908 (2.01%) equity share having face value of Rs. 2/- each of APSEZL through Market Purchases by Acquirers as detailed herein below:

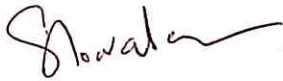
Date of Market Purchases	Name of Acquirer	No. of Equity Shares
31-08-2016	Worldwide Emerging Market Holding Ltd.	13,500
from 29-08-2016 to 16-11-2016	Universal Trade and Investments Ltd.	3,37,21,669

from 13-10-2016 to 29-11-2016	Afro Asia Trade and Investments Ltd.	78,45,739
Total		4,15,80,908

Pursuant to the aforesaid acquisition by the Acquirers, the total holding of Acquirers together with Persons acting in Concert i.e. Promoter and Promoter Group of APSEZL has increased from 58.27% to 60.28%.

Request you to kindly take the same on record.

Thanking You,
For and on behalf of Acquirers



Authorised Signatory

Encl: Disclosures 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 Ports and Special Economic Zone Limited ("APSEZL")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>(1) Worldwide Emerging Market Holding Ltd., (2) Universal Trade and Investments Ltd. and (3) Afro Asia Trade and Investments Ltd. (hereinafter the "Acquirers")</p> <p>Persons acting in concert with the Acquirers: Other shareholders of APSEZL 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) Adani Properties Private Limited; (iii) Shri Rajesh S. Adani & Smt. Shiln R. Adani (On behalf of Rajesh S. Adani Family Trust); (iv) Shri Vinod S. Adani; (v) Ventura Power Investments Pvt. Ltd. ; (vi) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (vii) Shri Bhavik B. Shah; (viii) Shri Rakesh R. Shah; (ix) Smt. Surekha B. Shah; (x) Smt. Priti R. Shah; and (xi) Shri Vinod N. Sanghavi (hereinafter the "PAC")</p>		
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	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			

<p>consideration, holding of <u>Acquirers and PAC:</u></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 acquisitions, Acquirers and PAC together held 120,67,84,826 (58.27%) Equity Shares of APSEZL carrying voting rights as detailed in Annexure 1 attached herewith.</p>		
<p>e) Total (a+b+c+d)</p>	<p>120,67,84,826</p>	<p>58.27%</p>	<p>58.27%</p>
<p>Details of acquisition/sale holding of Acquirers</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>4,15,80,908 (2.01%) Equity Shares carrying voting rights have been acquired by the Acquirers as detailed in Annexure 1.</p>		
<p>e) Total (a+b+c+/-d)</p>	<p>4,15,80,908</p>	<p>2.01%</p>	<p>2.01%</p>

<p>After the acquisition/sale, holding of Acquirer and PAC:</p> <p>a) Shares carrying voting rights</p> <p>b) Shares 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 acquisition</p>	<p>After acquisition of Equity Shares as aforesaid, Acquirers together with PAC holds 124,83,65,734 (60.28%) Equity Shares of APSEZL carrying voting rights as detailed in Annexure 1 attached herewith.</p>		
<p>e) Total (a+b+c+d)</p>	<p>124,83,65,734</p>	<p>60.28%</p>	<p>60.28%</p>
<p>Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>Open Market / Market Purchases</p>		
<p>Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>29th August, 2016 to 29th November, 2016 as detailed in Annexure 2 attached herewith.</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition/sale</p>	<p>Equity Share Capital of TC, i.e. APSEZL, before the said acquisition of Equity Shares by the Acquirers = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition/sale</p>	<p>Equity Share Capital of TC, i.e. APSEZL, after the said acquisition of Equity Shares by the Acquirers = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition/sale</p>	<p>Diluted Equity Share Capital of TC, i.e. APSEZL = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)</p>		

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.

Note: The aforesaid disclosure is made since the total holding of the Acquirers and PAC with the Acquirers of APSEZL i.e. promoter and promoter group of APSEZL has increased from 58.27% to 60.28% i.e. 2.01% upon last market purchase made on 29th November, 2016

For and on behalf of Acquirers



Authorised Signatory

Date: 30-11-2016



Name of Target Company(TC): Adani Ports & Special Economic Zone Limited (APSEZL)		Before the acquisition under consideration, holding of Acquirers and PAC:						Details of Acquisition						After the acquisition under consideration, holding of Acquirers and PAC:					
Sr. No.	Name of Acquirers	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 shareholding wherever applicable	% w.r.t. total /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 shareholding wherever applicable	% w.r.t. total /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 shareholding wherever applicable	% w.r.t. total /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 shareholding wherever applicable	% w.r.t. total /voting capital of the TC		
Details of Shareholders who are PAC with the Acquirers																			
1	Smt Gautam S. Adani & Smt Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	877,317,807	-	42.36	42.36	-	-	-	-	877,317,807	-	42.36	42.36	-	-	42.36	42.36		
2	Adani Properties Pvt. Ltd.	140,512,153	-	6.78	6.78	-	-	-	-	140,512,153	-	6.78	6.78	-	-	6.78	6.78		
3	Vind Shantali Adani	130,794,953	-	6.32	6.32	-	-	-	-	130,794,953	-	6.32	6.32	-	-	6.32	6.32		
4	Ventura Power Investments Pvt. Ltd.	5,208,562	-	0.25	0.25	-	-	-	-	5,208,562	-	0.25	0.25	-	-	0.25	0.25		
5	Smt Gautam S. Adani & Smt. Phil G. Adani (on behalf of Gautam S. Adani Family Trust)	12,480,142	-	0.60	0.60	-	-	-	-	12,480,142	-	0.60	0.60	-	-	0.60	0.60		
6	Rajesh S. Adani & Shilpa R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	-	0.00	0.00	-	-	-	-	30,000	-	0.00	0.00	-	-	0.00	0.00		
7	Smt Bhavik B. Shah	57,255	-	0.00	0.00	-	-	-	-	57,255	-	0.00	0.00	-	-	0.00	0.00		
8	Smt Rajesh R. Shah	893,103	-	0.04	0.04	-	-	-	-	893,103	-	0.04	0.04	-	-	0.04	0.04		
9	Smt. Surekha B. Shah	155,018	-	0.01	0.01	-	-	-	-	155,018	-	0.01	0.01	-	-	0.01	0.01		
10	Smt. Phil R. Shah	316,885	-	0.02	0.02	-	-	-	-	316,885	-	0.02	0.02	-	-	0.02	0.02		
11	Smt Vind N. Sanghavi	42,596	-	0.00	0.00	-	-	-	-	42,596	-	0.00	0.00	-	-	0.00	0.00		
	Total (a) - PAC	1,167,808,474	-	56.39	56.39	-	-	-	-	1,167,808,474	-	56.39	56.39	-	-	56.39	56.39		
	Grand Total (a) * (b) (consisting of holding of Promoter and Promoter group)	1,206,784,826	-	58.27	58.27	41,580,908	-	2.01	2.01	1,248,365,734	-	60.28	60.28	-	-	60.28	60.28		
Notes:																			
1	Promoter and Promoter Group of APSEZL held 58.27% of APSEZL shares before the aforesaid acquisitions and as disclosed in the last disclosure u/r 29(2) made on 29th August, 2016																		
2	Worldwide Emerging Market Holding Ltd. acquired 13,500 shares (Negligible %), Universal Trade and Investments Ltd. acquired 3,37,21,669 shares (1.63%) & Afro Asia Trade and Investments Ltd. acquired 78,45,739 shares (0.38%) through market purchases as detailed in Annexure 2.																		
3	The aforesaid disclosure is made since the total acquisition of the Acquirers together with persons acting in concert i.e. promoter and promoter group exceeded 2% of paid up capital of APSEZL.																		
4	Holding of Acquirers together with person acting in concert i.e. promoter and promoter group of APSEZL has increased from 58.27% to 60.28% i.e. 2.01% of paid up capital of APSEZL.																		

For and on behalf of Acquirers

Authorised Signatory

Date: 30-11-2016



Annexure - 2

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

Details of Acquisition of Shares of APSEZL

Sr. No.	Name of Acquirer	Date of Acquisition (Market Purchases)	No. of Shares Acquired	%
1	Worldwide Emerging Market Holding Ltd.	8/31/2016	13,500	0.00
2	Universal Trade and Investments Ltd.	from 29-08-2016 to 16-11-2016	33,721,669	1.63
3	Afro Asia Trade and Investments Ltd.	from 13-10-2016 to 29-11-2016	7,845,739	0.38
	Total		41,580,908	2.01

For and on behalf of Acquirers



Authorised Signatory

Date: 30/11/2016