

From:

(i) Vinod Shantilal Adani
394, Emirates Hill, Third Post Box No. 17186,
Dubai

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

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

August 29, 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 Mr. Vinod S. Adani, Worldwide Emerging Market Holding Ltd. and Universal Trade and Investments Ltd. ("Acquirers").

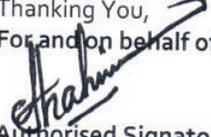
In compliance with the disclosure requirements under Regulation 29(2) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, please find enclosed herewith a disclosure in the prescribed format in relation to acquisition of 4,16,06,352 (four crore sixteen lacs six thousand three hundred fifty two) 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
From 18-03-2016 to 22-03-2016	Mr.Vinod S. Adani	26,30,000
From 24-05-2016 to 25-08-2016	Worldwide Emerging Market Holding Ltd.	3,54,35,000
From 17-08-2016 to 26-08-2016	Universal Trade and Investments Ltd.	35,41,352
Total		4,16,06,352

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 56.26% to 58.27%.

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) Vinod Shantilal Adani and (2) Worldwide Emerging Market Holding Ltd., and (3) Universal Trade & 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) Ventura Power Investments Pvt. Ltd., Mauritius; (v) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (vi) Shri Bhavik B. Shah; (vii) Shri Rakesh R. Shah; (viii) Smt. Surekha B. Shah; (ix) Smt. Priti R. Shah; and (x) 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>PAC together with Shri Vinod S. Adani held 116,51,78,474 Equity Shares of APSEZL carrying voting rights. For details, please see <u>Annexure 1</u> attached herewith.</p>		
<p>e) Total (a+b+c+d)</p>	<p>116,51,78,474</p>	<p>56.26%</p>	<p>56.26%</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>4,16,06,352 (2.01%) Equity Shares have been acquired by the Acquirers as detailed in Annexure1.</p>		
<p>e) Total (a+b+c+/-d)</p>	<p>4,16,06,352</p>	<p>2.01%</p>	<p>2.01%</p>

After the acquisition/sale, holding of Acquirer and PAC:	After acquisition of Equity Shares as aforesaid, Acquirers together with PAC holds 120,67,84,826 (58.27%) Equity Shares of APSEZL carrying voting rights as detailed in Annexure 1 attached herewith.		
<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>			
e) Total (a+b+c+d)	120,67,84,826	58.27%	58.27%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market / Market Purchases		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18 th March, 2016 to 26 th August, 2016 as detailed in Annexure 2 attached herewith.		
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 of Equity Shares by the Acquirers = Rs. 414,19,03,522 (207,09,51,761 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 of Equity Shares by the Acquirers = 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	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)		

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 56.26% to 58.27% i.e. 2.01% upon last marked purchase made on 26th August, 2016

For and on behalf of Acquirers


Authorised Signatory

Date: 29-08-2016

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

Sr. No.	Name of Acquirers	Before the acquisition under consideration, holding of Acquirers and PAC:				Details of Acquisition				After the acquisition under consideration, holding of Acquirers and PAC:			
		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 wherever applicable	% 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 wherever applicable	% 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 wherever applicable	% w.r.t total diluted share /voting capital of the TC
1	Vindod Shantilal Adani	128,164,953	-	6.19	6.19	2,650,000	-	0.13	0.13	130,794,953	-	6.32	6.32
2	Worldwide Emerging Market Holding Ltd.	-	-	0.00	0.00	35,435,000	-	1.71	1.71	35,435,000	-	1.71	1.71
3	Universal Trade & Investments Ltd.	-	-	0.00	0.00	3,541,352	-	0.17	0.17	3,541,352	-	0.17	0.17
	Total (a) - Acquirers	128,164,953	-	6.19	6.19	41,606,352	-	2.01	2.01	169,771,305	-	8.20	8.20
Details of Shareholders who are PAC with the Acquirers													
1	Shri Gautam S. Adani & Shri 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
2	Adani Properties Pvt. Ltd.	140,512,153	-	6.78	6.78	-	-	-	-	140,512,153	-	6.78	6.78
3	Ventura Power Investments Pvt. Ltd.	5,208,562	-	0.25	0.25	-	-	-	-	5,208,562	-	0.25	0.25
4	Shri Gautam S. Adani & Smt. Priit G. Adani (on behalf of Gautam S. Adani Family Trust)	12,480,142	-	0.60	0.60	-	-	-	-	12,480,142	-	0.60	0.60
5	Rajesh S. Adani & Shrin R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	-	0.00	0.00	-	-	-	-	30,000	-	0.00	0.00
6	Shri Bhavik B. Shah	57,255	-	0.00	0.00	-	-	-	-	57,255	-	0.00	0.00
7	Shri Rakesh R. Shah	893,103	-	0.04	0.04	-	-	-	-	893,103	-	0.04	0.04
8	Smt. Surekha B. Shah	155,018	-	0.01	0.01	-	-	-	-	155,018	-	0.01	0.01
9	Smt. Priit R. Shah	316,885	-	0.02	0.02	-	-	-	-	316,885	-	0.02	0.02
10	Shri Vinod N. Sanghavi	42,596	-	0.00	0.00	-	-	-	-	42,596	-	0.00	0.00
	Total (b) - PAC	1,037,013,521	-	50.07	50.07	-	-	-	-	1,037,013,521	-	50.07	50.07
	Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	1,165,178,474	-	56.26	56.26	41,606,352	-	2.01	2.01	1,206,784,826	-	58.27	58.27

Notes:

- Promoter and Promoter Group of APSEZL held 56.26% of APSEZL shares before the aforesaid acquisition
- Last disclosures was made by Promoter and Promoter Group of APSEZL U/I: 29(2) on 10th June, 2015 upon demerger disclosing holding of 56.26% shares.
- Shri Vinod Shantilal Adani acquired 26,30,000 shares (0.13%), Worldwide Emerging Market Holding Ltd. acquired 3,54,35,000 shares (1.71%) and Universal Trade & Investments Ltd. acquired 35,41,352 shares (0.17%) through market purchases as detailed in Annexure 2
- 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 For and on behalf of Acquirers

Authorised Signatory
Date: 29-08-2016

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	No. of Shares Acquired	%
1	Vinod S. Adani	from 18-03-2016 to 22-03-2016	2,630,000	0.13
2	Worldwide Emerging Market Holding Ltd.	from 24-05-2016 to 25-08-2016	35,435,000	1.71
3	Universal Trade and Investments Ltd.	from 17-08-2016 to 26-08-2016	3,541,352	0.17
	Total		41,606,352	2.01

For and on behalf of Acquirers

Authorized Signatory

Date: 8/29/2016