

March 31, 2017

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

To:
The Company Secretary
Adani Ports And Special Economic Zone Limited
Adani House, Near Mithakhali Six Roads,

Navrangpura, Ahmedabad-380 009

Sub: Disclosure under regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [hereinafter "Takeover Regulations"] regarding acquisition of equity shares of Adani Ports And Special Economic Zone Limited (APSEZL)

Dear Sir.

Please find attached herewith disclosure in the prescribed format u/r. 29(1) and 29(2) of Takeover Regulations relating to acquisition of aggregate **14,05,12,153 (6.78%) equity shares of Adani Ports And Special Economic Zone Limited** from 29th March, 2017 to 31st March, 2017 being the dates of inter-se transfer of equity shares held by Adani Properties Private Limited to Parsa Kente Rail Infra Private Limited.

This is in compliance with Regulation 29(1) and 29(2) of Takeover Regulations.

Kindly take the same on record.

For Parsa Kente Rail Infra Private Limited

Authorised Signatory

Encl: a/a.

Parsa Kente Rail Infra Pvt. Ltd Adani House Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009 Gujarat, India CIN: U60231GJ2014PTC079179 Tel +91 79 2656 5555 Fax +91 79 2656 5500 info@adani.com www.adani.com

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part -A- Details of the Acquisition

	capital share/voting total di capital share/voting total di wherever capital applicable(*) the TO	oting al of
Details of the acquisition as follows	Number % w.r.t. total % w. share/voting total di	
shares of TC are Listed	National Stock Exchange of India Limited	
Name(s) of the Stock Exchange(s) where the	BSE Limited	
Promoter/Promoter group		
Whether the acquirer belongs to	Yes	The same and engineering the same and any
	Investments Ltd; (hereinafter the "PAC")	
	Investments Ltd; (viii) Afro Asia Trad-	
	Market Holding Ltd; (vii) Universal Trac	
	Adani Family Trust); (vi) Worldwide Em	
	& Smt. Priti G. Adani (on behalf of Gaut	
	Investment Pvt. Ltd.; (v) Shri Gautam S.	
	Shri Vinod S. Adani; (iv) Pan Asia Tr	, , ,
	Rajesh S. Adani & Smt. Shiln R. Adan behalf of Rajesh S. Adani Family Trus	,
	behalf of S. B. Adani Family Trust); (i	•
	Gautam S. Adani & Shri Rajesh S. Ada	`
	promoter and promoter group, namely: (- •
	Other shareholders of APSEZL belonging	_
	Persons acting in concert with the Ac	•
	(2) Adani Properties Pvt. Ltd. ("Transfe	ror")
Concert (PAC) with the acquirer	(hereinafter the "Acquirer /Transferee")	
Name(s) of the acquirer and Persons Acting in	(1) Parsa Kente Rail Infra Pvt. Ltd.	
	Limited (APSEZL)	
Name of the Target Company (TC)	Adani Ports and Special Economic Zone	Thinker province the second



Be	fore the acquisition under	Prior to the pr	esent acquisition	n, Acquirer held
	nsideration, holding of acquirer along	Nil Equity Shar	•	i, Acquirer Held
	h PACs of:	, ,		d 126,95,50,877
a)	Shares carrying voting rights			voting rights of
,	Shares in the nature of encumbrance			cure 1 attached
1 07	(pledge/ lien/non-disposal undertaking/	herewith.	etalied in Annex	ture i allached
	others)	nerewith.		
C)	Voting rights (VR) otherwise than by			
0)	equity shares			
47	• •			
d)	Warrants/convertible securities/any other			į
	instrument that entitles the acquirer to			
	receive shares carrying voting rights in			
	the TC (specify holding in each category)	100 05 50 0		
e)	Total (a+b+c+d)	126,95,50,877	61.30%	61.30%
Det	ails of acquisition			
a)	Shares carrying voting rights acquired	14,05,12,153 (6.78%) Equity 5	Shares carrying
		voting rights ha	s been acquired	by the Acquirer
		from Transfero	as detailed in A	Annexure1.
b)	VRs acquired otherwise than by equity			
	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.			
d)	Shares in the nature of encumbrance			
	(pledge/_lien/non-disposal_undertaking/			
	others)			
e)	Total (a+b+c+/-d)	14,05,12,153	6.78%	6.78%



After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights b) Shares in the nature of encumbrance	After the present acquisition, Acquirer hold 14,05,12,153 (6.78%) and PAC hold 112,90,38,724 (54.52%) aggregating to 126,95,50,877 (61.30%) Equity Shares carrying voting rights of APSEZL as detailed in Annexure 1 attached herewith.
 (pledge/ lien/ non-disposal undertaking/ others) Shares pledged 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)	126,95,50,877 61.30% 61.30%
Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Off Market - Acquirer has acquired aggregate 14,05,12,153 (6.78%) of equity shares of APSEZL from Transferor on 29-03-2017, 30-03-2017 & 31-03-2017 being the dates of off market transaction of inter-se transfer of equity shares of APSEZL by Transferor to Acquirer.
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Not applicable
Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. Equity share capital / total voting capital of the TC before the said acquisition	29-03-2017, 30-03-2017 & 31-03-2017 being the dates of off market transaction of inter-se transfer of equity shares of APSEZL by Transferor to Acquirer. Equity Share Capital of TC, i.e. APSEZL, before the said acquisition = 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	Equity Share Capital of TC, i.e. APSEZL, after
TC after the said acquisition	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	Diluted Equity Share Capital of TC, i.e.
after the said acquisition	APSEZL, after the said acquisition = Rs.
	414,19,03,522 (207,09,51,761 equity shares of
	face value of Rs. 2 each)

Note: Acquirer has acquired 13,06,35,852 equity shares of APSEZL on 29-03-2017, 38,27,913 equity shares of APSEZL on 30-03-2017 & 60,48,388 equity shares of APSEZL on 31-03-2017 aggregating to 14,05,12,153 (6.78%) of equity shares of APSEZL through off market transaction of inter-se transfer of equity shares of APSEZL from the Transferor.

For Parsa Kente Rail Infra Pvt: Ltd.

Authorised Signatory

Place: Ahmedabad Date: 31-03-2017

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

	and a second of the second of	אוטווים ביוווים	100 (AT 3544)										
		Before the acquis	Before the acquisition under consideration, holding of Acquirer and PAC;	ation, holding o	f Acquirer and		Details of Acquisition	tion		After the acquisition	After the acquisition under consideration, holding of Acquirer and	on, holding of A	cquirer and
		No.of shares carrying voting rights	No. of Warrants that entitles the Acquirer to receive shares carrying voting rights in the TC	% w.r.t total share/voting capital wherever applicable	% w.r.t. total No.of shares diluted share / voting / voting the TC the TC	No.of shares	No. of Warrants % w.r.t too that entitles the share/voti Acquirer to receive capital shares carrying wherever voting rights in the applicable TC	% w.r.t total share/voting capital wherever applicable	% w.r.t total % w.r.t. total No.of shares share/voting diluted share capital / voting wherever capital of applicable the TC	Vo.of shares	No. of Warrants % w.r.t too that entitles the share/votil Acquirer to receive appital shares carrying wherever voting rights in the applicable	- o	% w.r.t. total diluted share / voting capital of the TC
Sr. No.	. Name of Acquirer		************									.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
,	Parsa Kente Rail Infra Pvt. Ltd.		•			14,05,12,153	,	6.78	6.78	14,05,12,153		6.78	6.78
	Total (a) - Acquirer	•		0.00	0.00	14,05,12,153	,	6.78	6.78	14,05,12,153		6.78	6.78
				Details of Sha	areholders who	are PAC with the Ac	Details of Shareholders who are PAC with the Acquirer (Including Transferor)	sferor)					
23	Adani Properties Pvt. Ltd.	14,05,12,153	,	6.78	6.78	(14.05,12,153)	,	-6.78	-6.78	0		,	Ţ.
٣	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	87,73,17,807		42.36	42.36			,		87,73,17,807		42.36	42.36
4	Vinod Shantilal Adani	13,07,94,953	,	6.32	6.32	THE PARTY NAMED IN COLUMN TO THE PARTY NAMED			,	13,07,94,953		6.32	6.32
5	Pan Asia Trade & Investment Pvt. Ltd.	52,08,562	,	0.25	0.25				,	52,08,562		0.25	0.25
9	Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	1,24,80,142		0,60	09.0					1,24,80,142		09:0	0.60
7	Rajesh S. Adani & Shilin R. Adani (on behaif of Rajesh S. Adani Family Trust)	30,000	•	00.0	0.00					30,000		00.00	00.0
8	Worldwide Emerging Market Holding Ltd.	3,54,48,500		1.71	1.71					3,54,48,500		1.71	1.7.1
σ	Universal Trade and Investments Ltd.	3,72,63,021	,	1.80	1.80	77				3.72.63.021		1.80	1.80
0,	Afro Asia Trade and Investments Ltd.	3,04,95,739		1.47	1,47					3.04.95,739		1.47	1,47
	Total (b) - PAC	1,26,95,50,877	,	61,30	61.30					1,12,90,38,724		54.52	54.52
Grand T	Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	1,26,95,50,877	,	61.30	61.30	# T T T T T T T T T T T T T T T T T T T		,		1,26,95,50,877	•	61.30	61.30
Notes:													

Acquirer has acquired aggregate 14,05,12,153 (6.78%) of equity shares of APSEZL from Transferor on 29-03-2017 & 31-03-2017 being the dates of inter-se transfer of equity shares of APSEZL by Transferor to Acquirer.

Shareholding of Mr. Bhavik B. Shah, Mrs. Surekha B. Shah, Mrs. Priti R. Shah and Mr. Vinod Sanghavi has not been considered under "Promoter Group" shareholding pursuant to approval of BSE Ltd. and National Stock Exchange of India Ltd. to relcassification of their shareholding to "Public" category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 N

Authorised Signatory
Date: 31-03-2017
Place: Ahmedabad

For Parsa Kente Rail Infra Pyt. Ltd

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 Sp	ecial Economic	Zone Limited
	("APSEZL")		
Name(s) of the acquirer and Persons Acting	(1) Parsa Kente R	ail Infra Pvt. Ltd.	
in Concert (PAC) with the acquirer	(hereinafter the "Ac	cquirer /Transfe	ree")
	(2) Adani Properti	es Pvt. Ltd. ("Tra	insferor")
	Persons acting in o	concert with the	Acquirer: Other
	shareholders of AP	SEZL belonging	to its promoter
	and promoter grou	p, namely: (i) S	Shri Gautam S.
	Adani & Shri Rajes	sh S. Adani (On	behalf of S. B.
	Adani Family Trus	t); (ii) Shri Raje	sh S. Adani &
	Smt. Shiln R. Adan	i (On behalf of F	Rajesh S. Adani
	Family Trust); (iii)	Shri Vinod S. A	Adani; (iv) Pan
	Asia Trade & Inv	vestment Pvt. L	td. ; (v) Shri
	Gautam S. Adani 8	Smt. Priti G. A	dani (on behalf
	of Gautam S. Adar	ni Family Trust);	(vi) Worldwide
	Emerging Market H	olding Ltd; (vii) l	Jniversal Trade
	and Investments L	.td; (viii) Afro A	sia Trade and
	Investments Ltd; (h	ereinafter the "P	4C")
Whether the acquirer belongs to	Yes		
Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the	BSE Limited		
shares of TC are Listed	National Stock Excl	nange of India Li	mited
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting	% w.r.t. total diluted
, a		capital	share/voting
		wherever applicable	capital of the TC (**)
		(*)	11610()
Before the acquisition under		\ /	
consideration, holding of Acquirer and			
The state of the s			

PAC: Prior to the present acquisition, Acquirer held Nil a) Shares carrying voting rights Equity Shares of APSEZL. Transferor along with PAC held 126,95,50,877 (61.30%) equity shares carrying voting rights of b) Shares in the nature of encumbrance APSEZL as detailed in Annexure 1 attached (pledge/ lien/non-disposal undertaking/ herewith. 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) Total (a+b+c+d) 126,95,50,877 61.30% 61.30% Details of acquisition/sale holding Acquirer 14,05,12,153 (6.78%) Equity Shares carrying a) Shares carrying voting rights voting rights has been acquired by the Acquirer acquired/sold from Transferor as detailed in Annexure1 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) 6.78%

14,05,12,153

6.78%

After the acquisition/sale, holding of	After the present acquisition, Acquirer hold
Acquirer and PAC:	14,05,12,153 (6.78%) and PAC hold
a) Shares carrying voting rights	112,90,38,724 (54.52%) aggregating to
	126,95,50,877 (61.30%) Equity Shares carrying
	voting rights of APSEZL as detailed in Annexure 1
	attached herewith.
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)	126,95,50,877 61.30% 61.30%
Mode of acquisition/sale (e.g. open market /	Off Market - Acquirer has acquired aggregate
off-market / public issue / rights issue /	14,05,12,153 (6.78%) of equity shares of APSEZL
preferential allotment / inter-se transfer etc.)	from Transferor on 29-03-2017, 30-03-2017 & 31-
profesional another six interest of transfer ofer,	03-2017 being the dates of off market transaction
	of inter-se transfer of equity shares of APSEZL by
	Transferor to Acquirer.
	Transferor to Adquirer.
Date of acquisition /-sale of shares / VR or	29-03-2017, 30-03-2017 & 31-03-2017 being the
date of receipt of intimation of allotment of	_
shares, whichever is applicable	of equity shares of APSEZL by Transferor to
sitates, withchever is applicable	Acquirer.
Equity share capital / total voting capital of	Equity Share Capital of TC, i.e. APSEZL, before
the TC before the said acquisition/sale	the said acquisition of Equity Shares by the
and to before the said dequisitionreale	Acquirer = 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	
Equity share capital/ total voting capital of the	Equity Share Capital of TC, i.e. APSEZL, after the said acquisition of Equity Shares by the Acquirer =
TC after the said acquisition/sale	



	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	Diluted Equity Share Capital of TC, i.e. APSEZL =
after the said acquisition/sale	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: Acquirer has acquired 13,06,35,852 equity shares of APSEZL on 29-03-2017, 38,27,913 equity shares of APSEZL on 30-03-2017 & 60,48,388 equity shares of APSEZL on 31-03-2017 aggregating to 14,05,12,153 (6.78%) of equity shares of APSEZL through off market transaction of inter-se transfer of equity shares of APSEZL from the Transferor.

For Parsa Kente Rajl infra Pvt. Ltd.

Authorised Signato

Place: Ahmedabad Date: 31-03-2017

2
7
ď
প্ৰ
P
-
.5
a
S
Z
ĕ
ğ
ğ
ŭ
e
ü
S
a
£
ŏ
σ.
ä
Ā
ä
Ĕ
È
8
Ĕ
ŏ
ē
ĕ
Ë
ö
ä

		Before the acquis	Before the acquisition under consideration, holding of Acquirer and PAC:	ation, holding o	f Acquirer and		Details of Acquisition	ition		After the acquisiti	After the acquisition under consideration, holding of Acquirer and	on, holding of	Acquirer and
		No.of shares carrying voting rights	No. of Warrants that entitles the Acquirer to receive shares carrying voting rights in the TC	% w.r.t total share/voting capital wherever applicable	% w.r.t. total No.of shares diluted share diluted share voting capital of the TC	No. of shares	No. of Warrants % w.r.t tot that entitles the share/voti Acquirer to receive capital shares carrying wherever voting rights in the applicable	6 6	% w.r.t. total No.of shares diluted share / voting capital of the TC	No.of shares	No. of Warrants that entitles the Acquirer to receive shares carrying voting rights in the TC		% w.r.t total % w.r.t. total share/voting diluted share capital / voting wherever capital of applicable the TC
Sr. No.	. Name of Acquirer		**********										
•	Parsa Kente Rail Infra Pvt. Ltd.		,	,		14,05,12,153		6.78	6.78	14,05,12,153		6.78	6.78
	Total (a) - Acquirer			0.00	0.00	14,05,12,153		6.78	6.78	14,05,12,153	•	6.78	6.78
				Details of Sha	reholders who a	are PAC with the Ac	Details of Shareholders who are PAC with the Acquirer (Including Transferor)	nsferor)					
2	Adani Properties Pvt. Ltd.	14,05,12,153	a a company of the co	6.78	6.78	(14,05,12,153)		-6.78	-6.78	0	,		
ы	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behaif of S. B. Adani Family Trust)	87,73,17,807		42.36	42.36		,			87,73,17,807	1	42.36	42.36
4	Vinod Shantilal Adami	13,07,94,953	,	6.32	6.32	,	b		,	13,07,94,953		6.32	6.32
w	Pan Asia Trade & Investment Pvt. Ltd.	52,08,562	,	0.25	0.25	,		,	,	52,08,562	,	0.25	0.25
ω	Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	1,24,80,142	-	0.60	0.60			,		1,24,80,142		0.60	09:0
7	Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000		0.00	00.0		9			30.000		00.00	0.00
œ	Worldwide Emerging Market Holding Ltd.	3,54,48,500	I	1.7.1	1.71					3,54,48,500		17.1	1.71
σ	Universal Trade and Investments Ltd.	3,72,65,021	,	1.80	1.80					3,72,63,021		1.80	1.80
5	Afro Asia Trade and Investments Ltd.	3,04,95,739	,	1.47	1,47					3,04,95,739		1.47	1.47
	Total (b) - PAC	1,26,95,50,877	•	61.30	61.30	•			•	1,12,90,38,724	The state of the s	54.52	54.52
Grand 1	Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	1,26,95,50,877		61.30	61.30	٠	,	•	,	1,26,95,50,877	,	61.30	61.30
Aleksa.													

Acquirer has acquired aggregate 14.05.12.153 (6.78%) of equity shares of APSEZI from Transferor on 29-03-2017, 30-03-2017 being the dates of inter-se transfer of equity shares of APSEZL by Transferor to Acquirer.

Shah, Mrs. Shah, Mrs. Shah, Mrs. Shah, Mrs. Priti R. Shah and Mr. Vinod Sanghavi has not been considered under "Promoter Group" shareholding pursuant to approval of BSE Ltd. and National Stock Exchange of India Ltd. to releassification of their shareholding to "Public" category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

For Parsa Kente Aail Infra Put. Ltd. Authorised Signatory Date: 31-03-2017 Place: Ahmedabad