



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

**Sub: Disclosure / Report under regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [hereinafter "Takeover Regulations"] regarding acquisition of equity shares of Adani Transmission Limited (ATL)**

Dear Sir,

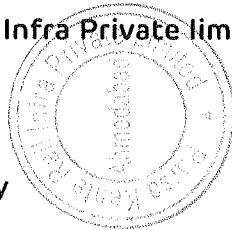
Please find attached herewith disclosure / report in the prescribed format u/r. 10(6) of Takeover Regulations relating to acquisition of aggregate **9,94,91,719 (9.05%) equity shares of Adani Transmission Limited** from 29<sup>th</sup> March, 2017 to 30<sup>th</sup> March, 2017 being the dates of inter-se transfer of equity shares held by Adani Properties Private Limited to Parsa Kente Rail Infra Private limited.

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

Kindly take the same on record.

For **Parsa Kente Rail Infra Private limited**

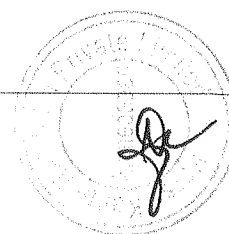
**Authorised Signatory**



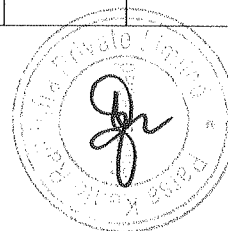
Encl:a/a.

**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 Transmission Ltd. (ATL)
2.	Name of the acquirer(s)	(1) Parsa Kente Rail Infra Pvt. Ltd. (hereinafter the “Acquirer /Transferee”)  (2) Adani Properties Pvt. Ltd. (“Transferor”)  Persons acting in concert with the Acquirer: Other shareholders of ATL 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) Shri Vinod S. Adani; (iii) Pan Asia Trade & Investment Pvt. Ltd. ; (iv) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (hereinafter the “PAC”)
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.	Acquirer has acquired aggregate 9,94,91,719 (9.05%) of equity shares of AEL from Transferor on 29-03-2017 & 30-03-2017 being the dates of inter-se transfer of shares.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii)
6.	Whether disclosure of proposed acquisition was required to be made under regulation	Yes



	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.	Yes disclosure was made within the timeline specified under the regulations.  21 <sup>st</sup> day of March, 2017.		
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: <b>Adani Properties Pvt. Ltd.</b>	Yes	Yes	
	b. Date of acquisition: <b>29-03-2017 &amp; 30-03-2017</b>	Yes	Yes	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above <b>9,94,91,719 equity shares of ATL</b>	Yes	Yes	
	d. Total shares <del>proposed to be acquired</del> / actually acquired as a % of diluted share capital of TC <b>9.05% diluted share capital of ATL</b>	Yes	Yes	
	e. Price at which shares are <del>proposed to be acquired</del> / actually acquired <b>Rs. 47.80/- per equity share</b>	Yes	Yes	
8.	Shareholding details	Pre-Transaction		Post-Transaction
		No. of shares held	% w.r.t. to total share	No. of shares held % w.r.t. to total share capital of TC



		capital of TC	
	Each Acquirer / Transferee(*) –	As per <b>Annexure 1</b> attached herewith	
	Each Seller / Transferor –		

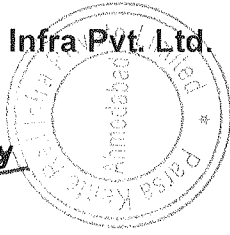
Note: Acquirer has acquired 8,50,89,065 equity shares of ATL on 29-03-2017 & 1,44,02,654 equity shares of ATL on 30-03-2017 aggregating to 9,94,91,719 (9.05%) of equity shares of ATL through off market transaction of inter-se transfer of equity shares of ATL from the Acquirer.

For **Parsa Kente Rail Infra Pvt. Ltd.**

Authorized Signatory

Date: 31-03-2017

Place: Ahmedabad



**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.

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Name of Target Company(TC): Adani Transmission Limited (ATL)

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>				
Parsa Kente Rail Infra Pvt. Ltd.	0	0.00	9,94,91,719	9.05
<b>Total - Acquirers - (a)</b>	<b>0</b>	<b>0.00</b>	<b>9,94,91,719</b>	<b>9.05</b>

**Details of Seller/Transferor**

Adani Properties Pvt. Ltd.	9,94,91,719	9.05	0	0.00
<b>Total - Seller - (b)</b>	<b>9,94,91,719</b>	<b>9.05</b>	<b>0</b>	<b>0.00</b>

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

Gautam S. Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	62,11,97,910	56.48	62,11,97,910	56.48
Vinod S. Adani (Refer Note below)	9,07,49,100	8.25	9,07,49,100	8.25
Pan Asia Trade & Investment Pvt. Ltd.	36,88,000	0.34	36,88,000	0.34
Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	88,36,750	0.80	88,36,750	0.80
<b>Total - PAC (c)</b>	<b>72,44,71,760</b>	<b>65.87</b>	<b>72,44,71,760</b>	<b>65.87</b>
<b>Grand Total (a+b+c)</b>	<b>82,39,63,479</b>	<b>74.92</b>	<b>82,39,63,479</b>	<b>74.92</b>

For, Parsa Kente Rail Infra Pvt. Limited


  
Director/Authorised Signatory