

March 28, 2017

From:

Gautam S Adani & Rajesh S. Adani
(on behalf of S. B. Adani Family Trust)
9th Floor, Shikhar, Near Adani House,
Mithakhali Six Roads, Navrangpura,
Ahmedabad-380009

Adani Properties Pvt. Ltd.
Shikhar, Near Adani House,
Mithakhali Six Roads, Navrangpura,
Ahmedabad-380 009

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

Adani Transmission Limited (ATL)

"Adani House", Near Mithakhali Six Roads,
Navrangpura, Ahmedabad-380 009

Sub: Disclosure under regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find attached herewith disclosure in the prescribed format relating to:

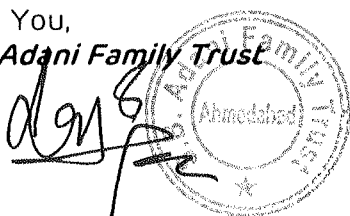
1. Creation of pledge on 1,68,66,865 equity shares of ATL held by Gautam S Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)
2. Release of pledge on 6,45,000 equity shares of ATL held by Gautam S Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)
3. Release of pledge on 88,19,865 equity shares of ATL held by Adani Properties Private Limited.

This is in compliance with Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

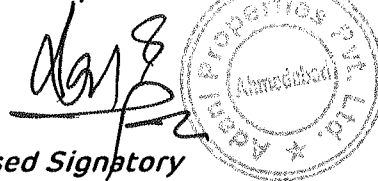
Thanking You,

For, **S.B. Adani Family Trust**



Authorised Signatory

For, **Adani Properties Private Limited**



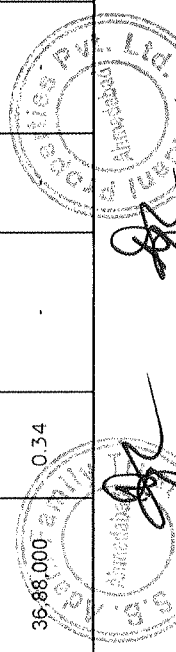
Authorised Signatory

Encl: Disclosure in the prescribed format

Format for disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target company (TC)	Adani Transmission Limited
Name of the stock Exchanges where the shares of the target company are listed	BSE Ltd. & National Stock Exchange of India Ltd.
Date of reporting	28-03-2017
Name of the Promoter or PAC on whose shares encumbrance was created/ released/invoked	Gautam S. Adani / Rajesh S. Adani (on behalf of S.B. Adani Family Trust) & Adani Properties Pvt. Ltd.

Name of Promoter(s) or PACs with him (*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares [creation [(2)+(3) / release [(2)-(3)] / invocation [(2)-(3)]]		
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledge /lien/non disposal undertaking/ot hers)	Reason for encumbrance **	Number	% of total share capital	Name of the entity in whose favour shares encumbered ***		No. of shares	% of total share capital
Gautam S Adani / Rajesh S Adani (on behalf of S B Adani Family Trust)	62,11,97,910	56.48	21,51,23,432	19.56	creation	22-03-2017	pledge	Loan taken by Group Co	88,19,865	0.80	Refer Note 1 below	-	-	
					release	22-03-2017	pledge	-	6,45,000	0.06	Refer Note 2 below	-	-	
					creation	24-03-2017	pledge	Debentures issued by Group Co.	80,47,000	0.73	Refer Note 3 below	23,13,45,297	21.04	
Adani Properties Pvt Ltd	9,94,91,719	9.05	1,68,71,395	1.53	release	24-03-2017	pledge	-	88,19,865	0.80	Refer Note 4 below	80,51,530	0.73	
Vinod Shantilal Adani	9,07,49,100	8.25	-	-	-	-	-	-	-	-	-	-	-	-
Ventura Power Investments Pvt Ltd Mauritius	36,88,000	0.34	-	-	-	-	-	-	-	-	-	-	-	-



Name of Promoter(s) or PACs with him (*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares [creation[(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledge /lien/non disposal undertaking/ot hers)	Reason for encumbrance **	Number	% of total share capital	Name of the entity in whose favour shares encumbered ***		No. of shares
Gautam S Adani / Priti G Adani (on behalf of Gautam S Adani Family Trust)	88,36,750	0.80	-	-	-	-	-	-	-	-	-	-	-

Note 1: Axis Trustee Services Ltd. for the benefit of Aditya Birla Finance Ltd.

Note 2 : shares released by SBICAP Trustee Company Ltd. which were pledged for the benefit of debentureholders of Adani Properties Pvt. Ltd.

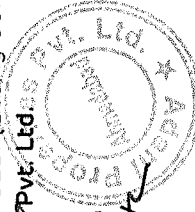
Note 3 : SBICAP Trustee Company Ltd. for the benefit of debentureholders of Adani Properties Pvt. Ltd.

Note 4: Shares released by Axis Trustee Services Ltd. which were pledged for the benefit of Aditya Birla Finance Ltd.

Further, please note that, Shareholding of Mr. Bhavik B. Shah, Mrs. Surekha B. Shah, Mr. Rakesh R. 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 reclassification of their shareholding to "Public" category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

For S.B, Adani Family Trust


Authorized Signatory
 Signature of Authorized Signatory
 Place: Ahmedabad



For Adani Properties Pvt. Ltd

Authorized Signatory

Date: 28-03-2017