

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 Transmission 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 Transmission Limited (ATL)

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 **9,94,91,719** (**9.05%**) equity shares of Adani Transmission Limited on 29th & 30th day of March, 2017 being the date 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

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

Part –A- Details of the Acquisition

Name of the Target Company (TC)	Adani Transmis	ssion Limited (AT	L)
Name(s) of the acquirer and Persons Acting in	(1) Parsa Ken	te Rail Infra Pvt.	Ltd.
Concert (PAC) with the acquirer	(hereinafter the	e "Acquirer /Trar	nsferee")
	(2) Adani Prop	perties Pvt. Ltd. ("Transferor")
	Persons acting	in concert with	n the Acquirer:
	Other shareho	lders of ATL b	elonging to its
	promoter and p	promoter group,	namely: (i) Shri
	Gautam S. Ada	ani & Shri Rajes	h S. Adani (On
	behalf of S. B	. Adani Family	Trust); (ii) Shri
	Vinod S. Ada	ani; (iii) Pan <i>i</i>	Asia Trade &
	Investment Pv	t. Ltd. ; (iv) SI	hri Gautam S.
	Adani & Smt.	Priti G. Adani	(on behalf of
		lani Family Trus	st); (hereinafter
	the "PAC")		
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		Exchange of Indi	a Limited
Details of the acquisition 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	Prior to the present acquisition, Acquirer held
consideration, holding of acquirer along	Nil Equity Shares of ATL.
with PACs of:	Seller along with PAC held 82,39,63,479
a) Shares carrying voting rights	(74.92%) equity shares carrying voting rights
b) Shares in the nature of encumbrance	of ATL 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)	
e) Total (a+b+c+d)	82,39,63,479 74.92% 74.92%
Details of acquisition	
a) Shares carrying voting rights acquired	9,94,91,719 (9.05%) Equity Shares carrying
	voting rights has been acquired by the
	Acquirer from Transferor as detailed in
	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)	9,94,91,719 9.05% 9.05%



After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights	After the present acquisition, Acquirer hold 9,94,91,719 (9.05%) and PAC hold 72,44,71,760 (65.87%) aggregating to 82,39,63,479 (74.92%) Equity Shares carrying voting rights of ATL as detailed in Annexure 1 attached herewith.
b) Shares in the nature of encumbrance	
(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)	82,39,63,479 74.92% 74.92%
Mode of acquisition (e.g. open market / public	Off Market - Acquirer has acquired aggregate
issue / rights issue /preferential allotment /	9,94,91,719 (9.05%) of equity shares of ATL
inter-se transfer, etc.)	from Transferor on 29-03-2017 & 30-03-2017
	being the dates of off market transaction of
	inter-se transfer of equity shares of ATL by
	Transferor to Acquirer.
Salient features of the securities acquired	Not applicable
including time till redemption, ratio at which it	
can be converted into equity shares etc.	
Date of acquisition of/ date of receipt of	29 th day of March, 2017 & 30 th day of March,
intimation of allotment of shares/ VR/	2017 being the dates of off market
warrants/convertible securities/any other	transaction of inter-se transfer of equity shares
instrument that entitles the acquirer to receive	of ATL by Transferor to Acquirer.
shares in the TC.	
Equity share capital / total voting capital of the	Equity Share Capital of TC, i.e. ATL, before
TC before the said acquisition	the said acquisition = Rs. 10,99,81,00,830
	(1,09,98,10,083 equity shares of face value of
	Rs. 10 each)

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Equity share capital/ total voting capital of the	Equity Share Capital of TC, i.e. ATL, after the
TC after the said acquisition	said acquisition = Rs. 10,99,81,00,830
	(1,09,98,10,083 equity shares of face value of
	Rs. 10 each)
Total diluted share/voting capital of the TC	Diluted Equity Share Capital of TC, i.e. ATL,
after the said acquisition	after the said acquisition = Rs.
	10,99,81,00,830 (1,09,98,10,083 equity shares
	of face value of Rs. 10 each)

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.

Authorised Signatory

Place: Ahmedabad Date: 31-03-2017

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Maria	idente of Talget Company(TC): Adam Transmission Limited (ATL)	ed (ATL)											
		Before the acquis.	Before the acquisition under consideration, ho PAC:	ration, holding c	olding of Acquirer and		Details of Acquisition	ition		After the acquisition	After the acquisition under consideration, holding of Acquirer and	on, holding of A	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 littled share / voting capital of the TC		No. of Warrants % w.r.t total that entities the share/votin Acquirer to receive capital shares carrying wherever voting rights in the applicable	% w.r.t total % w.r.t. total share/voting diluted share capital / voting wherever capital of applicable the TC	% w.r.t total % w.r.t. total No.of shares share/voting diluted share capital / voting wherever capital of applicable the TC	No.of shares	No. of Warrants % w.r.t tots that entitles the share/votis Acquirer to receive capital shares carrying wherever voting rights in the applicable	% w.r.t total % w.r.t. total share/voting diluted share capital / voting wherever capital of applicable the TC	% w.r.t total % w.r.t. total share/voting diluted share capital / voting wherever capital of applicable the TC
Sr. No.	5. Name of Acquirer											***************************************	
,	Parsa Kente Rail Infra Pvt. Ltd.			,		9,94,91,719		9.05	9.05	9,94,91,719	1	9.05	9.05
	Total (a) - Acquirer	,		0.00	00.00	9,94,91,719		9.05	9.05	9,94,91,719		9.05	9.05
				Details of Sha	reholders who	are PAC with the Ac	of Shareholders who are PAC with the Acquirer (including Transferor)	ısferor)					
2	Adani Properties Pvt. Ltd.	9.94.91,719		9.05	9.05	(9,94,91,719)		-9.05	-9.05	O	,		
2	Shri Geutam S. Adani & Shri Rajesh S. Adani (on behaif of S. B. Adani Family Trust)	62,11,97,910		56.48	56.48			-		62,11,97,910		56.48	56.48
4	Vinod Shantilal Adanı	9,07,49,100	,	8.25	8.25	b	1	,		9,07,49,100		8.25	8.25
ς.	Pan Asia Trade & Investment Pvt. Ltd.	36,88,000	,	0.34	0.34	1				36,88,000		0.34	0.34
9	Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	88,36,750	,	0.80	0.80	4		,		88,36,750	and the state of t	0.80	0.80
	Total (b) - PAC	82,39,63,479	1	74.92	74.92	,	•			72,44,71,760		65.87	65.87
Grand	Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	82,39,63,479	,	74.92	74.92	,			,	82,39,63,479	•	74.92	74.92

Acquirer has acquired 9.94,91.719 (9.05%) of equity shares of ATL from Transferor on 29-03-2017 & 30-03-2017 being the dates of inter-se transfer of equity shares of ATL by Transferor to Acquirer.

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 releastification of their shareholding to "Public" category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

For Parsa Kenle Rail Infra Dvt. Ltdr.

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

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Adani Transmission	Limited ("ATL")	
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	eree")
	(2) Adani Properti	es Pvt. Ltd. (" Tr a	ınsferor")
	Persons acting in o	concert with the	Acquirer: Other
	shareholders of AT	L belonging to it	s promoter and
	promoter group, na	mely: (i) Shri G	autam S. Adani
	& Shri Rajesh S. A	dani (On behalf	of S. B. Adani
	Family Trust); (ii)	Shri Vinod S. A	Adani; (iii) Pan
	Asia Trade & Inv	estment Pvt. L	.td. ; (iv) Shri
	Gautam S. Adani 8	k Smt. Priti G. A	dani (on behalf
	of Gautam S. Adan	i Family Trust);	(hereinafter the
	"PAC")		
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 capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under			
consideration, holding of Acquirer and			
PAC:	Prior to the presen	t acquisition, Ac	cquirer held Nil
a) Shares carrying voting rights	Equity Shares of AT	•	,
	Seller along with PA	AC held 82,39,6	3,479 (74.92%)
	equity shares carr	ying voting righ	nts of ATL as
b) Shares in the nature of encumbrance	detailed in Annexu		

(pledge/_lien/non-disposal_undertaking/			
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)			
e) Total (a+b+c+d)	82,39,63,479	74.92%	74.92%
-,	02,00,00,770	74.0270	14.32.76
Details of acquisition/sale holding of			
Acquirer	9,94,91,719 (9.05	5%) Equity Share	es carrying voting
a) Shares carrying voting rights	rights has been	acquired by th	ne Acquirer from
acquired /sold	Transferor as det	ailed in Annexu	ıre1.

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)	9,94,91,719	9.05%	9.05%
		1	
After the acquisition/sale, holding of	After the prese	ent acquisition,	Acquirer hold
Acquirer and PAC:	9,94,91,719 (9.0	5%) and PAC h	old 72,44,71,760
a) Shares carrying voting rights	(65.87%) aggrega	ating to 82,39,	63,479 (74.92%)
	Equity Shares ca		1
			7.5



	detailed in Annexure	1 attached h	erewith.
 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)	82,39,63,479	74.92%	74.92%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off Market - Acquire 9,94,91,719 (9.05%) of Transferor on 29-03-2 dates of off market tra of equity shares of AT	of equity sha 017 & 30-03 ansaction of	res of ATL from 3-2017 being the inter-se transfer
Date of acquisition /-sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29 th day of March, 201 being the dates of off r transfer of equity sha Acquirer.	market transa	action of inter-se
Equity share capital / total voting capital of the TC before the said acquisition/sale	Equity Share Capital said acquisition of Equ Rs. 10,99,81,00,830 shares of face value of	uity Shares b (1,09,98,10	y the Acquirer = 0,083 equity
Equity share capital/ total voting capital of the TC after the said acquisition /sale	Equity Share Capital of acquisition of Equity S 10,99,81,00,830 (1,09) face value of Rs. 10 ea	hares by the ,98,10,083 e	Acquirer = Rs.
Total diluted share/voting capital of the TC after the said acquisition/sale	Diluted Equity Share C 10,99,81,00,830 (1,09, face value of Rs. 10 ea	98,10,083 e	

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 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.

Authorised Signatory

Place: Ahmedabad Date: 31-03-2017

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No. of Shares (hyper a part of the control			Before the acquisi	Before the acquisition under consideration, holding of Acquirer and PAC:	ration, holding o	f Acquirer and		Details of Acquisition	ition		After the acquisit	After the acquisition under consideration, holding of Acquirer and	on, holding of A	cquirer and
Parasa Kentre Paul Infra Put. Ltd. Separation of Acquirer Separation			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 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 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 Acquirer to receive shares carrying voting rights in the TC		% w.r.t. total diluted share / voting capital of the TC
Paris Pari	Sr. No.	Name of Acquirer						, man hi					50-10-10-10-10-10-10-10-10-10-10-10-10-10	
9.05 0.00 0.00 9.94,91,719 9.05		Parsa Kente Rail Infra Pvt. Ltd.	,		,	,	9,94,91,719		9.05	9.05	9.94,91,719	,	9.05	9.05
Details of Shareholders who are PAC with the Acquirer (including Transferor) 9,94,91,719 -9,05 9,05 (9,94,91,719) -9,05		Total (a) - Acquirer	•	,	0.00		9,94,91,719		9.05		9,94,91,719	,	9.05	9.05
9,94,91,719 9,05 9,05 (9,94,91,719) -9,05					Details of Sha	reholders who	are PAC with the Ac	quirer (including Tran	nsferor)		The state of the s			
62.11,97,910 56.48 56.48 - - - - - 56.48 - 56.48 9,07,49,100 - 8.25 8.25 - - - 9,07,49,100 - 8.25 36,88,000 - 0.34 - - - - 825 - - 8.25 88,36,750 - 0.34 - - - - 0.34 - 0.34 82,39,63,479 - 74,92 - - - - 0.34	2	Adani Properties Put, Ltd.	9.94,91,719		9.05			,	-9.05	-9.05			,	
9,07,49,100 . 8,25 8,25 . . . 9,07,49,100 . 9,07,49,100 . 8,25 9,07,49,100 . <t< td=""><td>m</td><td>Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)</td><td>62,11,97,910</td><td></td><td>56.48</td><td></td><td></td><td>,</td><td></td><td>,</td><td>62,11,97,910</td><td></td><td>56.48</td><td>56.48</td></t<>	m	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	62,11,97,910		56.48			,		,	62,11,97,910		56.48	56.48
36,88,000 0.34	ধ	Vinod Shantilal Adani	9,07,49,100	,	8.25						9,07,49,100	,	8.25	8.25
88,36,750 0.80	r.	Pan Asia Trade & Investment Pvt. Ltd.	36,88,000	,	0.34			,	,	,	36,88,000		0.34	0.34
82,39,63,479 . 74,92 74,92 . . . 72,44,71,760 . 65,87 82,39,63,479 . 74,92 . . 74,92 . 74,92	9	Shri Gautam S. Adani & Smt.Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	88,36,750	1	0.80			•			88,36,750		0.80	0.80
82,39,63,479 . 74,92 82,39,63,479 . 74,92		Total (b) - PAC	82,39,63,479	•	74.92		•	•	,		72,44,71,760		65.87	65.87
	rand T	otal (a) + (b) (consisting of holding of Promoter and Promoter Group)	82,39,63,479		74.92		•		•		82,39,63,479	•	74.92	74.92

Acquirer has acquired 9,94,91,719 (9,05%) of equity shares of ATL from Transferor on 29-03-2017 & 30-03-2017 being the dates of inter-se transfer of equity shares of ATL by Transferor to Acquirer.

Shareholding of Mr. Bhavik B. Shah, Mrs. Baresh 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 relcassification of their shareholding to "Public" category under Regulation 31A of SEBI (Listing Obligations and Disclosure Reguirements) Regulations, 2015

