



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(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [hereinafter "Takeover Regulations"] regarding transfer of equity shares of Adani Ports And Special Economic Zone Limited (APSEZL)

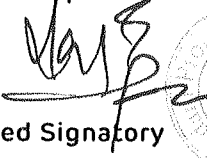
Dear Sir,

Please find attached herewith disclosure in the prescribed format u/r. 29(2) of Takeover Regulations relating to transfer 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 the Company to Parsa Kente Rail Infra Private Limited.

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

Kindly take the same on record.

For **Adani Properties Private Limited**


Authorised Signatory



Encl: a/a.

Adani Properties Pvt. Ltd
Shikhar,
Nr. Mithakhali Circle Navrangpura,
Ahmedabad-380 009
Gujarat, India
CIN: U45201GJ1995PTC026067

Tel +91 79 2656 5555
Fax +91 79 2656 5500
info@adani.com
www.adani.com

Registered Office: Shikhar, Nr Adani House, Mithakhali Six Road, Navrangpura, Ahmedabad 380 009, Gujarat, India

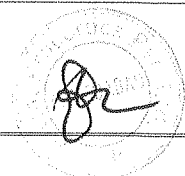
Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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) Parsa Kente Rail Infra Pvt. Ltd. (hereinafter the "Acquirer /Transferee")</p> <p>(2) Adani Properties Pvt. Ltd. ("Transferor")</p> <p>Persons acting in concert with the Acquirer: 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) Shri Rajesh S. Adani & Smt. Shiln R. Adani (On behalf of Rajesh S. Adani Family Trust); (iii) Shri Vinod S. Adani; (iv) Pan Asia Trade & Investment Pvt. Ltd. ; (v) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (vi) Worldwide Emerging Market Holding Ltd; (vii) Universal Trade and Investments Ltd; (viii) Afro Asia Trade and Investments Ltd; (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 sale under consideration, holding of <u>Acquirer, Transferor and PAC</u> :			

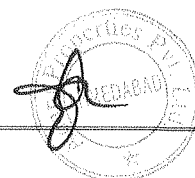


<p>a) Shares carrying voting rights</p> <p>b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p> <p>c) Voting rights (VR) otherwise than by equity shares</p> <p>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</p>	<p>Prior to the present Transfer, Acquirer held Nil Equity Shares of APSEZL.</p> <p>Transferor along with PAC held 126,95,50,877 (61.30%) equity shares carrying voting rights of APSEZL as detailed in Annexure 1 attached herewith.</p>		
<p>e) Total (a+b+c+d)</p>	<p>126,95,50,877</p>	<p>61.30%</p>	<p>61.30%</p>

<p>Details of acquisition/sale</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>14,05,12,153 (6.78%) Equity Shares carrying voting rights has been has been Transferred by the Transferor to Acquirer as detailed in Annexure1.</p>		
<p>e) Total (a+b+c+/-d)</p>	<p>14,05,12,153</p>	<p>6.78%</p>	<p>6.78%</p>



<p>After the acquisition/sale, holding of <u>Acquirer and PAC:</u></p> <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>	<p>After the present transfer, Transferor hold Nil Equity Shares while 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.</p>		
<p>e) Total (a+b+c+d)</p>	<p>126,95,50,877</p>	<p>61.30%</p>	<p>61.30%</p>
<p>Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>Off Market - Transferor has transferred aggregate 14,05,12,153 (6.78%) of equity shares of APSEZL to Acquirer 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.</p>		
<p>Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>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.</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition/sale</p>	<p>Equity Share Capital of TC, i.e. APSEZL, before the said transfer of Equity Shares by the Transferor = Rs. 414,19,03,522 (207,09,51,761 equity shares of face value of Rs. 2 each)</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition/sale</p>	<p>Equity Share Capital of TC, i.e. APSEZL, after the said transfer of Equity Shares by the Transferor = Rs. 414,19,03,522 (207,09,51,761 equity shares</p>		



	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: Transferor has transferred 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 to the Acquirer.

For Adani Properties Pvt. Ltd.

Authorised Signatory

Place: Ahmedabad

Date: 31-03-2017

The image shows a handwritten signature in black ink over a circular stamp. The stamp contains the text 'ADANI PROPERTIES PVT. LTD.' around the perimeter and 'AHMEDABAD' in the center. There is also a small star symbol at the bottom of the stamp.

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

Sr. No.	Name of Acquirer	Before the acquisition under consideration, holding of Acquirer and PAC:						After the acquisition under consideration, holding of Acquirer and PAC:					
		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 share/voting capital wherever applicable	% w.r.t total diluted share / voting capital of the TC
1	Parxa 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 Shareholders who are PAC with the Acquirer (Including Transferor)													
2	Adani Properties Pvt. Ltd.	14,05,12,153	-	6.78	6.78	(14,05,12,153)	-	-6.78	-6.78	0	-	-	-
3	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	-	-	-	-	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
6	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	0.60
7	Rajesh S. Adani & Shiin R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	-	0.00	0.00	-	-	-	-	30,000	-	0.00	0.00
8	Worldwide Emerging Market Holding Ltd.	3,54,48,500	-	1.71	1.71	-	-	-	-	3,54,48,500	-	1.71	1.71
9	Universal Trade and Investments Ltd.	3,72,63,021	-	1.80	1.80	-	-	-	-	3,72,63,021	-	1.80	1.80
10	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 Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	1,26,95,50,877	-	61.30	61.30	-	-	-	-	1,26,95,50,877	-	61.30	61.30

Notes:

- Transferor has transferred to the Acquirer aggregate 14,05,12,153 (6.78%) of equity shares of APSEZL on 29-03-2017, 30-03-2017 & 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, 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 Adani Properties Pvt. Ltd.



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