

April 3, 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 2,40,00,000 equity shares of ATL held by Gautam S Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)
2. Release of non disposal undertaking on 80,51,530 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**



[Handwritten signature]

Authorised Signatory

For, **Adani Properties Private Limited**



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Authorised Signatory

Encl: Disclosure in the prescribed format

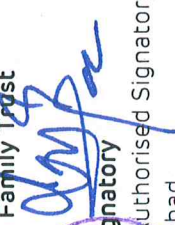
Format for disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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		03-04-2017											
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.											
Details of the creation of encumbrance:													
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 / Rajesh S Adani (on behalf of S B Adani Family Trust)	62,11,97,910	56.48	23,13,45,297	21.04	creation	28-03-2017	pledge	Loan taken by Group Co.	2,40,00,000	2.18	IFCI Ltd.	25,53,45,297	23.22
Adani Properties Pvt Ltd (Please refer Note below)	9,94,91,719	9.05	80,51,530	0.73	release	29-03-2017	non disposal undertaking	-	80,51,530	0.73	Indusind Bank Ltd.	0	0.00
Vinod Shantilal Adani	9,07,49,100	8.25	-	-	-	-	-	-	-	-	-	-	-
Pan Asia Trade & Investment Pvt. Ltd.	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: Adani Properties Pvt. Ltd. has transferred by way of inter-se transfer of equity shares to Parsa Kente Rail Infra Pvt. Ltd. its entire equity shareholding in ATL post release of the aforesaid equity shares of ATL

For S.B. Adani Family Trust

Authorized Signatory
 Signature of Authorized Signatory
 Place: Ahmedabad
 Date: 03-04-2017

For Adani Properties Pvt. Ltd.

Authorized Signatory
