VINOD SHANTILAL ADANI

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April 5, 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 13,07,94,953 (6.32%) equity shares of Adani Ports and Special Economic Zone Limited to Worldwide Emerging Market Holding Ltd., Universal Trade and Investments Ltd. and Afro Asia Trade and Investments Ltd. ("Acquirers") as per details given below on 31-03-2017 being the date of inter-se transfer of equity shares held by Vinod S. Adani (Transferor) to Acquirers.

Sr. No.	Name of Acquirer	No. of Shares transferred to Acquirers
1	Worldwide Emerging Market Holding Ltd.	4,35,98,318
2	Universal Trade and Investments Ltd.	4,35,98,318
3	Afro Asia Trade and Investments Ltd.	4,35,98,317
	Total	13,07,94,953

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

Kindly the the same on record.

Vinod S. Adani

Encl: a/a.

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	(1) Worldwide Emerging Market Holding Ltd.
in Concert (PAC) with the acquirer	(2) Universal Trade and Investments Ltd.
	(3) Afro Asia Trade and Investments Ltd.
	(hereinafter the "Acquirers /Transferees")
	(4) Mr. Vinod Shantilal Adani ("Transferor")
	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); (il) Shri Gautam S. Adani &
	Smt. Priti G. Adani (on behalf of Gautam S. Adani
	Family Trust); (iii) Shri Rajesh S. Adani & Smt.
	Shiln R. Adani (On behalf of Rajesh S. Adani
	Family Trust); (iv) Pan Asia Trade & Investment
	Pvt. Ltd. ;(v) Parsa Kente Rail Infra Pvt. Ltd.
	(hereinafter the "PAC")
Whether the acquirer belongs to	Yes
Promoter/Promoter group	2051: "
Name(s) of the Stock Exchange(s) where the	BSE Limited
shares of TC are Listed	National Stock Exchange of India Limited
Details of the acquisition / disposal as follows	Number % w.r.t. total % w.r.t. share/voting capital share/voting wherever capital of applicable the TC (**)
	(*)
Before the sale under consideration,	
holding of <u>Acquirer, Transferor and PAC</u> :	

 a) Shares carrying vot 	ing rights	Prior to the pre	esent transfer, <i>i</i>	Acquirers held
		10,32,07,260 (4.98	8%) Equity Share	s of APSEZL.
		Transferor along	with PAC held	116,63,43,617
b) Shares in the na	ture of encumbrance	(56.32%) equity s	shares carrying v	oting rights of
(pledge/ lien/non-c	disposal undertaking/	APSEZL as deta	ailed in Anne xu	re 1 attached
others)		herewith.		
c) Voting rights (VR) otherwise than by			
equity shares				
d) Warrants/convertible	le securities/any other			
instrument that en	ntitles the acquirer to			
receive shares car	rrying voting rights in			
the TC (specify hold	ding in each category)			
e) Total (a+b+c+d)		126,95,50,877	61.30%	61.30%
e, Total (a.b.c.a)		120,93,30,077	01.3070	01.3076
Details of acquisition/	/sale			
Details of acquisition/ a) Shares carrying		13,07,94,953 (6.	32%) Equity S	hares carrying
		13,07,94,953 (6. voting rights has t		
a) Shares carrying			peen transferred l	oy Transferor to
a) Shares carrying	g voting rights	voting rights has to the Acquirers as o	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold	g voting rights	voting rights has to the Acquirers as o	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol	g voting rights ld otherwise than by	voting rights has the Acquirers as	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible	g voting rights ld otherwise than by	voting rights has to the Acquirers as o	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible instrument that en	g voting rights Id otherwise than by Ie securities/any other	voting rights has to the Acquirers as o	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible instrument that engreceive shares carrying acquired /sol shares c) Warrants/convertible instrument that engreceive shares carrying acquired /sol shares carryi	g voting rights Id otherwise than by Ie securities/any other Intitles the acquirer to	voting rights has the Acquirers as	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible instrument that engreeive shares carrying acquired.	g voting rights Id otherwise than by Ie securities/any other Intitles the acquirer to Intrying voting rights in	voting rights has the Acquirers as	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible instrument that entreceive shares can the TC (specify hold acquired/sold The shares can be shared acquired/sold	g voting rights Id otherwise than by Ie securities/any other Intitles the acquirer to Trying voting rights in Iding in each category)	voting rights has the Acquirers as	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sol shares c) Warrants/convertible instrument that entreceive shares can the TC (specify hole acquired/sold d) Shares encumbered	g voting rights Id otherwise than by Ie securities/any other Intitles the acquirer to Intrying voting rights in	voting rights has the Acquirers as	peen transferred l	oy Transferor to
a) Shares carrying acquired/sold b) VRs acquired /sold shares c) Warrants/convertible instrument that entreceive shares can the TC (specify hold acquired/sold.	g voting rights Id otherwise than by Ie securities/any other Intitles the acquirer to Trying voting rights in Iding in each category)	voting rights has the Acquirers as	peen transferred l	oy Transferor to

After the acquisition/ sale, holding of	After the present transfer, Transferor hold Nil
Acquirer, Transferor and PAC:	Equity Shares while Acquirers hold 23,40,02,213
a) Shares carrying voting rights	(11.30%) and PAC hold 103,55,48,664 (50%)
	aggregating to 126,95,50,877 (61.30%) Equity
	Shares carrying voting rights of APSEZL as
	detailed in Annexure 1 attached herewith.
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	44.
	1 11/41
e) Total (a+b+c+d)	126,95,50,877 61.30% 61.30%
Mode of acquisition/sale (e.g. open market /	Off Market – Transferor has transferred
off-market / public issue / rights issue /	13,07,94,953 (6.32%) of equity shares of APSEZL
	to Acquirers on 31-03-2017 being the date of off
professional anothers, mer se transfer etc.)	market transaction of inter-se transfer of equity
	shares of APSEZL by Transferor to Acquirers.
Data of annihilar tools of allows (MD)	
Date of acquisition / sale of shares / VR or	31-03-2017 being the date of off market
	transaction of inter-se transfer of equity shares of
· ·	APSEZL by Transferor to Acquirers.
	Equity Share Capital of TC, i.e. APSEZL, before
the TC before the said acquisition/ sale	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)
	E
Equity share capital/ total voting capital of the	Equity Share Capital of TC, i.e. APSEZL, after the
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	said transfer of Equity Shares by the Transferor =
	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)

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 4,35,98,318 equity shares of APSEZL to Worldwide Emerging Market Holding Ltd., 4,35,98,318 equity shares of APSEZL to Universal Trade and Investments Ltd. AND 4,35,98,317 equity shares of APSEZL to Afro Asia Trade and Investments Ltd. and thus aggregating to 13,07,94,953 (6.32%) of equity shares of APSEZL on 31-03-2017 through off market transaction (gift) by way of inter-se transfer of equity shares of APSEZL.

Vinod Shantilal Adani

Transferor

Date: 05-04-2017

Part			Before the acq	uisition under consi	deration, holding	Before the acquisition under consideration, holding of Acquirer and PAC:		Details of Acquisition	sition		After the acquisition	After the acquisition under consideration, holding of Acquirer and PAC:	holding of Acqu	irer and PAC
Decide of Exemple No. Deci			No.of shares carrying voting rights	No. of Warrants that entitles the Acquirers 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 Acquirers to receive shares carrying voting	total voting ver		No.of shares	No. of Warrants that entitles the Acquirers 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
Monotatic Environe Market Floding Edd. 14.0 17.0 1	Sr. No				į									
Windows in Trade and Transferror Lists 30, 495,739 147 150 145 1	-	Worldwide Emerging Market Holding Ltd.	35,448,500		171	17.1	43,598,318		2,11				3 82	3 82
Atto Asia Trade and Investments Lid. 30,485,739 147 143	2	Universal Trade and Investments Ltd.	37,263,021		1 80				2.11		80,861,339	13)	3.90	3 90
Total (a) - Acquirers Total (a) - Acquirers Total (b) - Acquirers Tota	to.	Afro Asia Trade and Investments Ltd.	30,495,739		1 47	147			2.11			nan-	3.58	3 58
Shri Wind Shariflal Adan (Transferor) Shri Qhausan Sharifla Shri Wind Sharifla Shri Wind Sharifla Shri Wind Sharifla Shri Wind Shri		Total (a) - Acquirers	103,207,260		4.98	4.98			6,32			(4)	11.30	11.30
Shit Vince Sharlise Aden (Transferor) 130,794,933 6 32 6 32 (130,794,933) 6 32 6 32 (130,794,933) 6 32 6 32 6 32 (130,794,933) 6 32 6					Details	of Shareholders who are P.	AC with the Acquirer	r (including Transfero	ř.					
Shri Gautan S, Adani & Shri Pates S, Adani	4	Shri Vinod Shantilal Adani (Transferor)	130,794,953	114	6 32			4	-6 32		0		00 0	0 0
Shri Gaudam S Adani & Smt Phil G Adani (on behalf of declarant S Adani & Smt Phil G Adani (on behalf of declarant S Adani Prust)	r,	Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	877,317,807	ě.				9	¥	×	877,317,807	*	42.36	42 36
Rajest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Adani (on behalf of Bagest S Adani & Shilin R Bagest R Sh	9	Shri Gautam S. Adani & Smt Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	12,480,142	40	09 0		#1:	#1	×	£	12,480,142		09.0	09 0
Paras Kente Rail Infra Put. Ltd 140,512,153 6.78 6	~	Rajesh S Adani & Shilin R Adani (on behalf of Rajesh S Adani Family Trust)	30,000		00 0						30,000		00 0	00 0
Pan Asia Trade & Investment Pot. Ltd. Total (b) - PAC including Transferor Total (b) - PAC including of Promoter and Total (a) + (b) (consisting of Pr	60	Parsa Kente Rail Infra Pvt. Ltd.	140,512,153	*	6.78			110	15)	(8)	140,512,153		6.78	87.8
Total (b) -PAC including Transferor 1,166,343,617 - 66.32 56.32 (130,784,953) - 6.32 6.32 (130,784,953) - 6.32 6.32 (130,784,953) - 6.3	თ	Pan Asia Trade & Investment Pvt Ltd	5,208,562	.54	0.25			Tall	A.57.5	- 40	5,208,562	60	0.25	0.25
Transferor has transferred aggregate 13,07,94,953 (6.32%) of equity shares of APSEZL to Acquirers on 31-03-2017 being the date of inter-se transfer of equity shares of APSEZL by Transferor to Acquirers. Transferor has transferred aggregate 13,07,94,953 (6.32%) of equity shares of APSEZL from 29th March, 2017 to 31st March, 2017 by way of inter-se transfer of equity shares from Adani Properties Pvt. Ltd. Parsa Kente Rail Infra Pvt. Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. Ltd. w.e.f. 24th day of March, 2017 Shareholding of Mr. Bhawk B. Shah, Mr. Rakesh R. Shah, Mrs. Prit is. 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		Total (b) - PAC including Transferor	1,166,343,617		56.32				-6.32			*	20.00	50.00
Transferor has transferred aggregate 13,07,94,953 (6.32%) of equity shares of APSEZL to Acquirers on Parsa Kente Rail Infra Pvt. Ltd. had acquired equity shares of APSEZL from 29th March, 2017 to 31st N Ventura Power Investments Pvt. Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. Ltd. Shareholding of Mr. Bhawik B. Sha	irand	Total (a) + (b) (consisting of holding of Promoter and Promoter Group)	1,269,550,877	133	61.30		E1	in.	00'0			€.	61.30	61.30
Transferor has transferred aggregate 13,07,94,953 (6.32%) of equity shares of APSEZL to Acquirers on Parsa Kente Rail Infra Pvt. Ltd. had acquired equity shares of APSEZL from 29th March, 2017 to 31st N Ventura Power Investments Pvt. Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. Ltd. Shareholding of Mr. Bhawik B. Shaft Mrs. Surekha B. Shah, Mr. Rakesh R. Shah, Mrs. Pritt R. Shah and	otes:													
Parsa Kente Rail Infra Pvt. Ltd. had acquired equity shares of APSEZL from 29th March, 2017 to 31st N Ventura Power Investments Pvt. Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. L Shareholding of Mr. Bhavik B. Shaft Mrs. Surekha B. Shah, Mr. Rakesh R. Shah, Mrs. Pritt R. Shah and	(-	Transferor has transferred aggregate 13,07,94,953	3 (6.32%) of equity s	shares of APSEZL to ,		03-2017 being the date of	inter-se transfer of	equity shares of APS	EZL by Transfe	ror to Acquire.	rs.			
Ventura Power Investments Pvt., Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. L Shareholding of Mr. Bhawik B. Shari-Mrs. Surekha B. Shah, Mr. Rakesh R. Shah, Mrs., Pritt R. Shah and	7	Parsa Kente Rail Infra Pvt. Ltd. had acquired equity	ty shares of APSEZL	from 29th March, 20	017 to 31st Marc	ch, 2017 by way of inter-se	transfer of equity s	shares from Adani Pro	operties Pvt. Lt	p,				
Shareholding of Mr. Bhavik B. Shar Mrs. Surekha B. Shah, Mr. Rakesh R. Shah, Mrs. Priti R. Shah and	m	Ventura Power Investments Pvt. Ltd. has been ami	nalgamated with Par	Asia Trade & Inves	tment Pvt, Ltd.	w.e.f. 24th day of March, 2	017							
	4	Shareholding of Mr. Bhavik B. Shar Mrs. Surekhall	B. Shah, Mr. Rakest	1 R. Shah, Mrs. Priti	R. Shah and Mr.	Vinod Sanghavi has not be	en considered unde	er "Promoter Group"	shareholding	pursuant to ap	proval of BSE Ltd. an	d National Stock Exch.	ange of India Ltd	d. to

Vinod S. Adani Authorised Signatory Date: 05-04-2017