

October 5, 2018

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 Tradeline LLP
801 Shikhar Complex,
Srimali Soc., Navrangpura,
Ahmedabad-380 009
LLP Identification No.: AAJ-0233

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 Ports and Special Economic Zone Limited (APSEZL)

"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

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

1. **Creation** of pledge on **11,80,48,000** equity shares of APSEZL held by Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust) and
2. **Release** of pledge on **23,40,000** equity shares of APSEZL held by Adani Tradeline LLP.

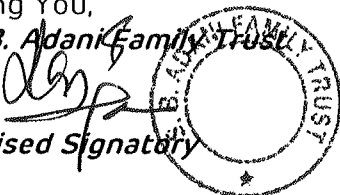
This is in compliance with Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking You,

For, S.B. Adani Family Trust

Authorised Signatory



For, Adani Tradeline LLP

Authorised Signatory



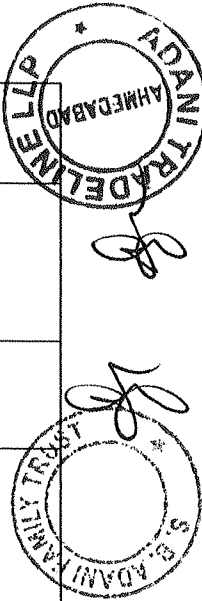
Encl: Disclosure in the prescribed format

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

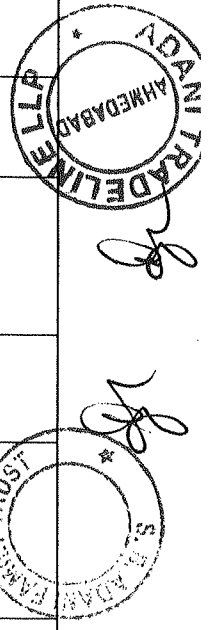
Name of the Target company(TC)	Adani Ports and Special Economic Zone Limited (APSEZL)	
Name of the stock Exchanges where the shares of the target company are listed	BSE Ltd. & National Stock Exchange of India Ltd.	
Date of reporting	05-10-2018	
Name of the Promoter or PAC on whose shares encumbrance was created/ released/invoked	Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust) & Adani Tradeline LLP	

Details of the creation of encumbrance:

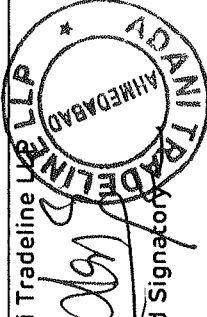
Name of Promoter(s) or PACs with him (*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares [creation[(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]]		
	No. of shares	% 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/ others)	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)	81,27,65,189	39.25	47,90,80,504	23.13	creation	26-09-2018	pledge	Debentures issued by Group Co.	95,00,000	0.46	Refer Note 1 below	-	-
					creation	26-09-2018	pledge	Loan taken by Group Co.	12,50,000	0.06	Kotak Mahindra Investments Ltd.	-	-
									17,50,000	0.08	Kotak Mahindra Prime Ltd.	-	-
									20,00,000	0.10		-	-
				creation				9,00,000	0.04	Refer Note 2 below	-	-	
				creation	27-09-2018	pledge	Loan taken by Group Co.	20,00,000	0.10	STCI Finance Ltd.	-	-	
								22,00,000	0.11	Refer Note 3 below	-	-	
								25,00,000	0.12	Refer Note 4 below	-	-	



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/ others)	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) (CONTINUED FROM PAGE 1)	81,27,65,189	39.25	47,90,80,504	23.13					4,29,98,000	2.08	Refer Note 5 below	-	-
										15,00,000	0.07		
								Debentures issued by Group Co.	24,50,000	0.12	Refer Note 6 below	-	-
									17,00,000	0.08	Refer Note 7 below	-	-
									71,00,000	0.34	Refer Note 8 below	-	-
					creation	28-09-2018	pledge	Debentures issued by Group Co.	3,40,00,000	1.64	Refer Note 5 below	-	-
					creation	01-10-2018	pledge	Loan taken by Group Co.	17,00,000	0.08	Refer Note 9 below	-	-
					creation	03-10-2018	pledge	Debentures issued by Group Co.	12,00,000	0.06	Refer Note 10 below	-	-
					creation	03-10-2018	pledge		33,00,000	0.16	Refer Note 7 below	59,71,28,504	28.83
	Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00	-	-	-	-	-	-	-	-	-	-
Adani Tradeline LLP (earlier known as Parsa Kente Rail Infra LLP)	14,05,12,153	6.78	2,83,12,319	1.37	release	28-09-2018	pledge	reduction in security as per agreement with Lender / Trustee	23,40,000	0.11	Refer Note 11 below	2,59,72,319	1.25

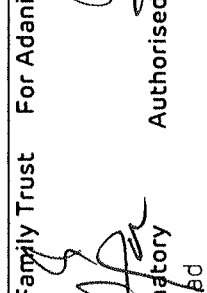


Name of Promoter(s) or PACs with him (*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares [creation[(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]]	
	No. of shares	% 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 / others)	Reason for encumbrance **	Number	% of total share capital	Name of the entity in whose favour shares encumbered ***		No. of shares
Worldwide Emerging Market Holding Ltd.	7,90,46,818	3.82	-	-	-	-	-	-	-	-	-	-	-
Universal Trade and Investments Ltd.	8,08,61,339	3.90	-	-	-	-	-	-	-	-	-	-	-
Afro Asia Trade and Investments Ltd.	9,14,37,969	4.42	-	-	-	-	-	-	-	-	-	-	-
Emerging Market Investment DMCC	8,55,76,284	4.13	-	-	-	-	-	-	-	-	-	-	-
Gautam S. Adani	1	-	-	-	-	-	-	-	-	-	-	-	-
Rajesh S. Adani	1	-	-	-	-	-	-	-	-	-	-	-	-
Note 1: Shares pledged in favour of IDBI Trusteeship Services Ltd. for the benefit of debentureholders of Group Co.													
Note 2: Shares pledged in favour of Catalyst Trusteeship Ltd. for the benefit of Tata Capital Financial Services Ltd.													
Note 3: Shares pledged in favour of Axis Trustee Services Ltd. for the benefit of Aditya Birla Finance Ltd.													
Note 4: Shares pledged in favour of Vistra iTCL (India) Ltd. for the benefit of Hero Fincorp Ltd.													
Note 5: Shares pledged in favour of Catalyst Trusteeship Ltd. for the benefit of debentureholders of Group Co.													
Note 6: Shares pledged in favour of SBICAP Trustee Company Ltd. for the benefit of debentureholders of Group Co.													
Note 7: Shares pledged in favour of Axis Trustee Services Ltd. for the benefit of debentureholders of Group Co.													
Note 8: Shares pledged in favour of Piramal Trusteeship Services Pvt. Ltd. for the benefit of debenture holders of Group Co.													
Note 9: Shares pledged in favour of IDBI Trusteeship Services Ltd. for the loan taken by Group Co.													
Note 10: Shares pledged in favour of Vistra iTCL (India) Ltd. for the benefit of debentureholders of Group Co.													
Note 11: Shares released by Vistra iTCL (India) Ltd. which were pledged for the benefit of Yes Bank Ltd.													

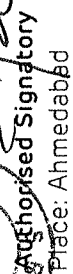


For Adani Family Trust

For Adani Tradeline LLP



Authorised Signatory



Authorised Signatory

 Place: Ahmedabad

Date: 05-10-2018