

From:

- (i) 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
- (ii) Gautam S. Adani & Priti G. Adani
(on behalf of Gautam S. Adani Family Trust)
9th Floor, Shikhar, Near Adani House,
Mithakhali Six Roads, Navrangpura,
Ahmedabad-380009
- (iii) Pan Asia Trade & Investment Pvt. Ltd.
Suite 501, St. James Court, St. Denis Street,
Port Louis, Mauritius

June 22, 2018

To:

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G. Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai – 400 001

Adani Ports and Special Economic Zone Limited (APSEZL)

"Adani House", Near Mithakhali Six Roads,
Navrangpura, Ahmedabad-380 009

Dear Sirs,

Sub: Disclosure under Regulation 29(2) read with Regulation 29(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding Open Market Sale of Equity Shares of APSEZL by Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust), Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust) & Pan Asia Trade & Investment Pvt. Ltd. ("Sellers").

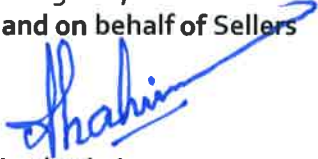
In compliance with the disclosure requirements under Regulation 29(2) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, please find enclosed herewith a disclosure in the prescribed format in relation to open market sale of 5,51,88,704 (2.66%) equity share having face value of Rs. 2/- each of APSEZL by Sellers as detailed herein below:

| Date of Open Market Sale | Name of Seller | No. of Equity Shares |
|--------------------------|--|----------------------|
| 21-06-2018 | Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust) | 3,75,00,000 |
| 21-06-2018 | Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust) | 1,24,80,142 |
| 21-06-2018 | Pan Asia Trade & Investment Pvt. Ltd. | 52,08,562 |
| Total | | 5,51,88,704 |

Pursuant to the aforesaid sale by the Sellers, the total holding of Promoter and Promoter Group of APSEZL has decreased from 66.27% to 63.61%.

Request you to kindly take the same on record.

Thanking You,
For and on behalf of Sellers

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Authorised Signatory

Encl: Disclosures in the prescribed format

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/seller and Persons Acting in Concert (PAC) with the acquirer/seller | <p>(1) Shri Gautam S. Adani & Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust);</p> <p>(2) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust);</p> <p>(3) Pan Asia Trade & Investment Pvt. Ltd (hereinafter the “Sellers”)</p> <p>Persons acting in concert with the Sellers: Other shareholders of APSEZL belonging to its promoter and promoter group, namely: (i) Shri Rajesh S. Adani & Smt. Shiln R. Adani (On behalf of Rajesh S. Adani Family Trust); (ii) Adani Tadeline LLP (formerly known as Parsa Kente Rail Infra LLP); (iii) Worldwide Emerging Market Holding Ltd.; (iv) Universal Trade and Investments Ltd.; (v) Afro Asia Trade and Investments Ltd. (vi) Emerging Market Investment DMCC; (vii) Mr. Gautam S. Adani and (viii) Mr. Rajesh S. Adani (hereinafter the “PAC”)</p> | | |
| Whether the acquirer/seller 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, | | | |

| | | | |
|---|--|---------------|---------------|
| <p>holding of Sellers and PAC:</p> <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 Sell, Sellers held 89,50,06,511 (43.22%) Equity Shares of APSEZL and PAC held 47,74,64,565 (23.06%) aggregating to 137,24,71,076 (66.27%) equity shares carrying voting rights of APSEZL as detailed in Annexure 1 attached herewith.</p> | | |
| <p>e) Total (a+b+c+d)</p> | <p>137,24,71,076</p> | <p>66.27%</p> | <p>66.27%</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>5,51,88,704 (2.66%) Equity Shares carrying voting rights has been sold by Sellers as detailed in Annexure1.</p> | | |
| <p>e) Total (a+b+c+/-d)</p> | <p>5,51,88,704</p> | <p>2.66%</p> | <p>2.66%</p> |

| | | | |
|--|---|---------------|---------------|
| <p>After the acquisition/sale, holding of Sellers and PAC:</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 Sell, Sellers hold 83,98,17,807 (40.55%) Equity Shares while PAC hold 47,74,64,565 (23.06%) aggregating to 131,72,82,372 (63.61%) Equity Shares carrying voting rights of APSEZL as detailed in Annexure 1 attached herewith.</p> | | |
| <p>e) Total (a+b+c+d)</p> | <p>131,72,82,372</p> | <p>63.61%</p> | <p>63.61%</p> |
| <p>Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p> | <p>Open Market</p> | | |
| <p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p> | <p>21-06-2018 being the date of open market sale</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 of face value of Rs. 2 each)</p> | | |
| <p>Total diluted share/voting capital of the TC after the said acquisition/sale</p> | <p>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)</p> | | |

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.

For and on behalf of Sellers

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Authorised Signatory

Date: 22-06-2018

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

| Sr. No. | Name of Sellers | Before the acquisition under consideration, holding of Sellers and PAC: | | | | | | After the Sell under consideration, holding of Sellers and PAC: | | | | | |
|---|--|---|--|--|--|-------------------|--|---|--|----------------------|--|--|--|
| | | 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 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 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 | Shri Gautam S. Adani & Shri Rajesh S. Adani (on behalf of S. B. Adani Family Trust) | 877,317,807 | - | 42.36 | 42.36 | 37,500,000 | - | 1.81 | 1.81 | 839,817,807 | - | 40.55 | 40.55 |
| 2 | Shri Gautam S. Adani & Smt. Priji G. Adani (on behalf of Gautam S. Adani Family Trust) | 12,480,142 | - | 0.60 | 0.60 | 12,480,142 | - | 0.60 | 0.60 | 0 | 0 | 0.00 | 0.00 |
| 3 | Pan Asia Trade & Investment Pvt. Ltd | 5,208,562 | - | 0.25 | 0.25 | 5,208,562 | - | 0.25 | 0.25 | 0 | 0 | 0.00 | 0.00 |
| | Total (a) - Sellers | 895,006,511 | - | 43.22 | 43.22 | 55,188,704 | - | 2.66 | 2.66 | 839,817,807 | - | 40.55 | 40.55 |
| Details of Shareholders who are PAC with the Sellers | | | | | | | | | | | | | |
| 1 | Rajesh S. Adani & Shilin R. Adani (on behalf of Rajesh S. Adani Family Trust) | 30,000 | - | 0.00 | 0.00 | - | - | - | - | 30,000 | - | 0.00 | 0.00 |
| 2 | Adani TradeLine LLP (previously known as Parsa Kente Rail Infra LLP) | 140,512,153 | - | 6.78 | 6.78 | - | - | - | - | 140,512,153 | - | 6.78 | 6.78 |
| 3 | Worldwide Emerging Market Holding Ltd. | 79,046,818 | - | 3.82 | 3.82 | - | - | - | - | 79,046,818 | - | 3.82 | 3.82 |
| 4 | Universal Trade and Investments Ltd. | 80,861,338 | - | 3.90 | 3.90 | - | - | - | - | 80,861,338 | - | 3.90 | 3.90 |
| 5 | Alfo Asia Trade and Investments Ltd. | 91,437,969 | - | 4.42 | 4.42 | - | - | - | - | 91,437,969 | - | 4.42 | 4.42 |
| 6 | Emerging Market Investment DMCC | 85,576,284 | - | 4.13 | 4.13 | - | - | - | - | 85,576,284 | - | 4.13 | 4.13 |
| 7 | Gautam S. Adani | 1 | - | - | - | - | - | - | - | 1 | - | 0.00 | 0.00 |
| 8 | Rajesh S. Adani | 1 | - | - | - | - | - | - | - | 1 | - | 0.00 | 0.00 |
| | Total (b) - PAC | 477,464,565 | - | 23.06 | 23.06 | - | - | - | - | 477,464,565 | - | 23.06 | 23.06 |
| | Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group) | 1,372,471,076 | - | 66.27 | 66.27 | 55,188,704 | - | 2.66 | 2.66 | 1,317,282,372 | - | 63.61 | 63.61 |

Notes:

- Sellers have sold aggregate 5,51,88,704 (2.66%) of equity shares of APSEZL on 21st June, 2018 being the date of open market sale
- Promoter and Promoter Group of APSEZL after the proposed sell holds 131,72,82,372 equity shares (63.61%)

For and on behalf of Sellers



Authorised Signatory

Date: 22-06-2018