



June 29, 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), ("Seller").**

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 2,70,52,618 (1.31%) equity share having face value of Rs. 2/- each of APSEZL by Seller on 29<sup>th</sup> June, 2018.

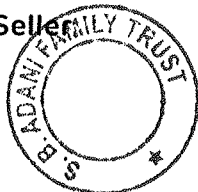
Pursuant to the aforesaid sale by the Seller, the total holding of Promoter and Promoter Group of APSEZL has decreased from 63.61% to 62.30%.

Request you to kindly take the same on record.

Thanking You,

For and on behalf of Seller

Authorised Signatory



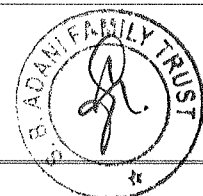
Encl: Disclosures in the prescribed format

**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	(1) Shri Gautam S. Adani & Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (hereinafter the "Seller")  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")		
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	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b> (* )	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the sale under consideration, holding of <u>Seller and PAC</u>:</b> a) Shares carrying voting rights	Prior to the present Sell, Seller holds 83,98,17,807 (40.55%) Equity Shares while PAC hold 47,74,64,565 (23.06%) aggregating to		



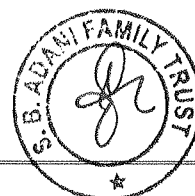
<p><del>b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)</del></p> <p><del>c) Voting rights (VR) otherwise than by equity shares</del></p> <p><del>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</del></p>	<p>131,72,82,372 (63.61%) Equity Shares carrying voting rights of APSEZL as detailed in <b>Annexure 1</b> attached herewith.</p>		
<p><b>e) Total (a+b+c+d)</b></p>	<p>131,72,82,372</p>	<p>63.61%</p>	<p>63.61%</p>
<p><b>Details of acquisition/sale</b></p>			
<p>a) Shares carrying voting rights acquired/sold</p> <p><del>b) VRs acquired /sold otherwise than by shares</del></p> <p><del>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</del></p> <p><del>d) Shares encumbered / invoked/released by the acquirer.</del></p>	<p>2,70,52,618 (1.31%) Equity Shares carrying voting rights has been sold by Seller as detailed in <b>Annexure1</b>.</p>		
<p><b>e) Total (a+b+c+/-d)</b></p>	<p>2,70,52,618</p>	<p>1.31%</p>	<p>1.31%</p>
<p><b>After the acquisition/sale, holding of Sellers and PAC:</b></p>			
<p>After the present Sell, Seller holds 81,27,65,189 (39.25%) Equity Shares while PAC hold</p>		<p>81,27,65,189 (39.25%) Equity Shares while PAC hold</p>	



a) Shares carrying voting rights	47,74,64,565 (23.06%) aggregating to 1,29,02,29,754 (62.30%) Equity Shares carrying voting rights of APSEZL as detailed in <b>Annexure 1</b> attached herewith.		
<del>b) Shares encumbered with the acquirer</del>			
<del>c) VRs otherwise than by equity shares</del>			
<del>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</del>			
e) <b>Total (a+b+c+d)</b>	1,29,02,29,754	62.30%	62.30%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29-06-2018 being the date of open market sale		
Equity share capital / total voting capital of the TC before the said acquisition/sale	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)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	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)		
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:**

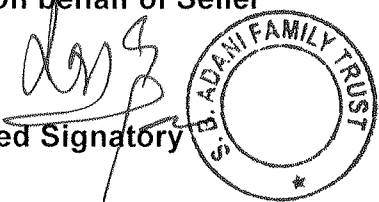
(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.



(\*\*) 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.

**For and on behalf of Seller**

**Authorised Signatory**



Place: Ahmedabad

Date: 29-06-2018

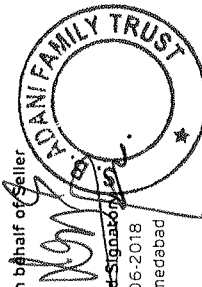
## Name of Target Company(TC): Adani Ports and Special Economic Zone Limited (APSEZL)

Sr. No.	Name of Seller	Before the acquisition under consideration, holding of Seller and PAC:				Details of Sell				After the Sell under consideration, holding of Seller 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 & Smt. Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	83,98,17,807	-	40.55	40.55	2,70,52,618	-	1.31	1.31	81,27,65,189	-	39.25	39.25
	<b>Total (a) - Seller</b>	<b>83,98,17,807</b>	<b>-</b>	<b>40.55</b>	<b>40.55</b>	<b>2,70,52,618</b>	<b>-</b>	<b>1.31</b>	<b>1.31</b>	<b>81,27,65,189</b>	<b>-</b>	<b>39.25</b>	<b>39.25</b>
<b>Details of Shareholders who are PAC with the Seller</b>													
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 Parisa Kente Rail Infra LLP)	14,05,12,153	-	6.78	6.78	-	-	-	-	14,05,12,153	-	6.78	6.78
3	Worldwide Emerging Market Holding Ltd.	7,90,46,818	-	3.82	3.82	-	-	-	-	7,90,46,818	-	3.82	3.82
4	Universal Trade and Investments Ltd.	8,08,61,339	-	3.90	3.90	-	-	-	-	8,08,61,339	-	3.90	3.90
5	Afro Asia Trade and Investments Ltd.	9,14,37,969	-	4.42	4.42	-	-	-	-	9,14,37,969	-	4.42	4.42
6	Emerging Market Investment DMCC	8,55,76,284	-	4.13	4.13	-	-	-	-	8,55,76,284	-	4.13	4.13
7	Gautam S. Adani	1	-	-	-	-	-	-	-	1	-	0.00	0.00
8	Rajesh S. Adani	1	-	-	-	-	-	-	-	1	-	0.00	0.00
	<b>Total (b) - PAC</b>	<b>47,74,64,565</b>	<b>-</b>	<b>23.06</b>	<b>23.06</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>47,74,64,565</b>	<b>-</b>	<b>23.06</b>	<b>23.06</b>
	<b>Grand Total (a) + (b) (consisting of holding of Promoter and Promoter Group)</b>	<b>1,31,72,82,372</b>	<b>-</b>	<b>63.61</b>	<b>63.61</b>	<b>2,70,52,618</b>	<b>-</b>	<b>1.31</b>	<b>1.31</b>	<b>1,29,02,29,754</b>	<b>-</b>	<b>62.30</b>	<b>62.30</b>

## Notes:

- Seller has sole aggregate 2,70,52,618 (1.31%) of equity shares of APSEZL on 29th June, 2018 being the date of open market sale.
- Promoter and Promoter Group of APSEZL after the proposed sell holds 1,29,02,29,754 (62.30%) equity shares.

For and on behalf of Seller



Authorised Signatory  
Date: 29-06-2018  
Place: Ahmedabad