



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 of reason of encumbrance under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir.

With reference to SEBI circular no. SEBI/HO/CFD/DCR1/P/2019/90 dated August 7, 2019, please find attached herewith disclosure of reason of encumbrance in the prescribed format under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to creation of pledge on 6,08,20,000 equity shares of APSEZL.

Kindly take the same on record.

Thanking You,

For, S.B. Adani Family Trust

Authorised Signatory

Encl: Disclosure in the prescribed format

Annexure - II					
Format for disclosure of reasons for encumbrance					
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)					
Adani Ports and Special Ec	onomic Zone Ltd.				
BSE Ltd. & National Stock E	Exchange of India Ltd.				
Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust)					
No. of shares	1,269,611,804				
% of total share capital	62.49				
56.70% (including other Promoter Group entity)					
Yes (including other Promoter Group entity)					
Yes (including other Promoter Group entity)					
	osure of reasons for encumb cribed by way of circular data Adani Ports and Special Eci BSE Ltd. & National Stock & Gautam S. Adani & Rajesh S Family Trust)  No. of shares % of total share capital 56.70%  Yes (including other Promo				

of total share capital	res (including other Promo	oter Group entity)			
Details of all the existing events/ agreements pertaining to encumbrance			Encumbrance	Encumbrance	Encumbrance
Particulars	s perconning to another one		1	2	3
Date of creation of encumbrance			24-03-2020	24-03-2020	24-03-2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)			Pledge	Pledge	Pledge
No. and % of shares encumbered No. of shares		No. of shares	300,000	620,000	5,200,000
		% of total share cap	0.01	0.03	0.26
Specific details about the encumbrance	Name of the entity in w encumbered(X)	hose favour shares	Axis Finance Ltd.	Axis Finance Ltd.	Axis Bank Ltd.
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		Yes - NBFC	Yes - NBFC	Yes - scheduled commercial bank
	Names of all other entities	in the agreement	Adani Infrastructure and Developers Pvt. Ltd. (Borrower)	Adani Estate Management Pvt. Ltd. (Borrower)	Adani Power Jharkhand Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating to any debt instruments	1. Name of Issuer	N.A.	N.A.	N.A.
	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument,	2. Details of the debt instrument	N.A.	N.A.	N.A.
	including credit rating	3. Whether the debt instrument is listed on stock exchanges?	N.A.	N.A.	N.A.
		Credit Rating of the debt instrument	N.A.	N.A.	N.A.
		5. ISIN of the instrument	N.A.	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the d	e of shares on the date of event / agreement (A)		143,685,000	1,205,100,000
	Amount involved (against which shares have been encumbered) (B)		1,000,000,000	1,000,000,000	5,000,000,000
	Ratio of A / B		0.07	0.14	0.24
End use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters and PACs	-	-	-
	purpose –	(b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	-	·	-
Note: Additional Security provided for existing		(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security provided for existing debt as per agreement with Lender / Security Trustee For S.B. Adani Family Trust

Annexure - II					
Format for disclosure of reasons for encumbrance					
(In addition to Annexure - I pres	(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)				
Name of listed company	Adani Ports and Special Ec	onomic Zone Ltd.			
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock E	Exchange of India Ltd.			
Name of the promoter(s) / PACs whose shares have been encumbered	Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust)				
Total promoter shareholding in the listed	No. of shares 1,269,611				
company	% of total share capital	62.49			
Encumbered Shares as a % of promoter shareholding	56.70% (including other Promoter Group entity)				
Whether encumbered share is 50% or	Yes (including other Promo	ter Group entity)			
more of promoter shareholding					
Whether encumbered share is 20% or more	Yes (including other Promoter Group entity)				
of total share capital					
Details of all the existing events/ agreements pertaining to encumbrance					

of total share capital	res (including other rionic	,			
Details of all the existing events/ agreement	s pertaining to encumbrance	e	Encumbrance	Encumbrance	Encumbrance
Particulars			4	5	6
Date of creation of encumbrance			24-03-2020	24-03-2020	24-03-2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covena transaction, condition or arrangement in the nature of encumbrance)			Pledge	Pledge	Pledge
No. and % of shares encumbered	No. and % of shares encumbered No. of shares		8,600,000	8,400,000	2,000,000
		% of total share cap	0.42	0.41	0.10
Specific details about the encumbrance	Name of the entity in w encumbered(X)	hose favour shares	IDBI Trusteeship Services Ltd. for HDFC Ltd.	Hero Fincorp Ltd.	STCI Finance Ltd.
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		Lender is NBFC while IDBI Trusteeship Services Ltd. is into Trusteeship business	Yes - NBFC	Yes - NBFC
	Names of all other entities	in the agreement	Adani Properties Pvt. Ltd. (Borrower)	Adani Properties Pvt. Ltd. ("Borrower")	Adani Properties Pvt. Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating to any debt instruments	1. Name of Issuer	N.A	N.A.	N.A.
	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument,	2. Details of the debt instrument	N.A	N.A.	N.A.
	including credit rating	3. Whether the debt instrument is listed on stock exchanges?	N.A	N.A.	N.A.
		4. Credit Rating of the debt instrument	N.A	N.A.	N.A.
		5. ISIN of the instrument	N.A.	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the d	ate of event / agreement (A)	1,993,050,000	1,946,700,000	463,500,000
	Amount involved (against which shares have been encumbered) (B)		5,000,000,000	2,500,000,000	750,000,000
	Ratio of A / B		0.40	0.78	0.93
End use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters and PACs	-	-	-
purpose –	purpose –	(b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	-	-	-
Note: Additional Society arguided for existing	(c) Any other reason (please specify)		N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security provided for existing debt as per agreement with Lender / Security Trustee
For S.B. Adani Family Trust

	Annexure - II			
Format for discl	osure of reasons for encumb	rance		
(In addition to Annexure - I pres	cribed by way of circular dat	ted August 05, 2015)		
Name of listed company	Adani Ports and Special Ec	onomic Zone Ltd.		
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock Exchange of India Ltd.			
Name of the promoter(s) / PACs whose shares have been encumbered	Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust)			
Total promoter shareholding in the listed company	No. of shares	1,269,611,804		
Encumbered Shares as a % of promoter shareholding	% of total share capital 62.4 56.70% (including other Promoter Growentity)			
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promoter Group entity)			
Whether encumbered share is 20% or more of total share capital	Yes (including other Promo	ter Group entity)		

of total share capital	res (including other Fromc	ter oroup energy			
Details of all the existing events/ agreemen	ts pertaining to encumbrance	e	Encumbrance	Encumbrance	Encumbrance
Particulars			7	8	9
Date of creation of encumbrance			24-03-2020	24-03-2020	24-03-2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or an transaction, condition or arrangement in the nature of encumbrance)		taking etc. or any other covenant,	Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	15,000,000	7,500,000	4,000,000
		% of total share cap	0.74	0.37	0.20
Specific details about the encumbrance	Name of the entity in w encumbered(X)		Catalyst Trusteeship Ltd. for debentureholder Aditya Birla Sunlife Mutual Fund Schemes	Ltd. For Tata Capital Financial Services Ltd.	Ltd. For Tata Capital Financial Services Ltd.
	public financial institution	cheduled commercial bank, on, NBFC or housing finance the nature of the business of the	Catalyst Trusteeship Ltd. is into trusteeship business while debentureholders are mutual fund schemes	Catalyst Trusteeship Ltd. Is into Trusteeship business while Lender is NBFC	Catalyst Trusteeship Ltd. Is into Trusteeship business while Lender is NBFC
	Names of all other entities	in the agreement	Adani Properties Pvt. Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)	Adani Properties Pvt. Ltd. (Borrower)
	Whether the	Yes / No If yes,	Yes	No	No
	encumbrance is relating to any debt instruments	1. Name of Issuer	Adani Properties Pvt. Ltd.	N.A.	N.A.
	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument,	2. Details of the debt instrument	Rated, Unlisted, Zero Coupon, Redeemable, Non- Convertible Debentures	N.A.	N.A.
	including credit rating	3. Whether the debt instrument is listed on stock exchanges?	No	N.A.	N.A.
		4. Credit Rating of the debt instrument	BWR AA- (SO)	N.A.	N.A.
		5. ISIN of the instrument	INE382G07059	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the d	ate of event / agreement (A)	3,476,250,000	1,738,125,000	927,000,000
	Amount involved (against which shares have been encumbered) (B)		7,500,000,000	2,000,000,000	1,000,000,000
	Ratio of A / B		0.87	0.93	0.58
	Borrowed amount to be utilized for what purpose –	(a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of	-	-	-
		raising money by listed company, schedule for utilization of amount, repayment schedule etc.			
Note: Additional Society arouided for existing	(c) Any other reason (please specify)		N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security provided for existing debt as per agreement with Lender / Security Trustee
For S.B. Adani Family Trust

Annexure - II					
Format for disclosure of reasons for encumbrance					
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)					
Name of listed company	Adani Ports and Special Ec	onomic Zone Ltd.			
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock E	Exchange of India Ltd.			
Name of the promoter(s) / PACs whose shares have been encumbered	Gautam S. Adani & Rajesh S. Adani (on behalf of S.B. Adani Family Trust)				
Total promoter shareholding in the listed company	No. of shares	1,269,611,804			
Company	% of total share capital	62.49			
Encumbered Shares as a % of promoter shareholding	56.70%	(including other Promoter Group entity)			
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promoter Group entity)				
Whether encumbered share is 20% or more of total share capital	Yes (including other Promoter Group entity)				
Details of all the existing events/ agreements pertaining to encumbrance					

of total share capital	res (including other Promo	itel Gloup entity)			
	Details of all the existing events/ agreements pertaining to encumbrance			Encumbrance	Encumbrance
Particulars	, , , , , , , , , , , , , , , , , , ,	-	Encumbrance 10	11	12
Date of creation of encumbrance			24-03-2020	24-03-2020	24-03-2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)			Pledge	Pledge	Pledge
No. and % of shares encumbered No. of		No. of shares	5,000,000	2,100,000	2,100,000
		% of total share cap	0.25	0.10	0.10
Specific details about the encumbrance	Name of the entity in wi encumbered(X)	hose favour shares	Kotak Mahindra Prime Ltd.	STCI Finance Ltd.	STCI Finance Ltd.
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		Yes - NBFC	Yes - NBFC	Yes - NBFC
	Names of all other entities	in the agreement	Adani Infra (India) Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)	Adani Rail Infra Pvt. Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating to any debt instruments	1. Name of Issuer	N.A.	N.A.	N.A.
	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument,	2. Details of the debt instrument	N.A.	N.A.	N.A.
	including credit rating	3. Whether the debt instrument is listed on stock exchanges?	N.A.	N.A.	N.A.
		4. Credit Rating of the debt instrument	N.A.	N.A.	N.A.
		5. ISIN of the instrument	N.A.	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the da	lue of shares on the date of event / agreement (A)		486,675,000	486,675,000
	Amount involved (against which shares have been encumbered) (B)		2,000,000,000	750,000,000	750,000,000
	Ratio of A / B		0.58	0.65	0.65
End use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters and PACs	-	-	-
	purpose –	(b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	•	•	
		(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security provided for existing debt as per agreement with Lender / Security Trustee For S.B. Adani Family Trust





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 of reason of encumbrance under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir.

With reference to SEBI circular no. SEBI/HO/CFD/DCR1/P/2019/90 dated August 7, 2019, please find attached herewith disclosure of reason of encumbrance in the prescribed format under regulation 31(1) read with regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to creation of pledge on 34,69,000 equity shares of APSEZL.

Kindly take the same on record.

Thanking You,

For, Adani Tradeline LLP

Authorised Signatory

Encl: Disclosure in the prescribed format

Adani Tradeline LLP (formerly known as Parsa Kente Rail Infra LLP) 801, Shikhar Complex, Srimali Soc., Navrangpura, Ahmedabad-380 009 LLP identification No.:AAJ-0233 Registered with Limited Liability Tel +91 79 2656 5555 Fax +91 79 2656 5500 info@adani.com www.adani.com

Registered Office: 801, Shikhar Complex, Srimali Soc., Navrangpura, Ahmedabad 380 009, Gujarat, India

Format for disc	Annexure - II losure of reasons for encumb	rance				
(In addition to Annexure - I pre						
Name of listed company	Adani Ports and Special Eco					
Name of the recognised stock exchanges	BSE Ltd. & National Stock E					
where the shares of the company are listed	DOL ELG. O NACIONAL SLOCK E	Acrienge of Illula Ltu.				
Name of the promoter(s) / PACs whose	Adani Tradeline LLP					
shares have been encumbered						
Total promoter shareholding in the listed company	No. of shares	1,269,611,804				
	% of total share capital	62.49				
Encumbered Shares as a % of promoter shareholding	56.70%	(including other Promoter Group				
Whether encumbered share is 50% or more	Yes (including other Promot	entity) er Group entity)				
of promoter shareholding Whether encumbered share is 20% or more of	f Yes (including other Promot	er Group entity)				
total share capital  Details of all the existing events/ agreement	to postajojno to popumbranco		Encumbrance	Encumbrance	Encumbrance	Encumbrance
Particulars	is percanning to encombrance		1	2	3	4
Date of creation of encumbrance			24-03-2020	24-03-2020	24-03-2020	24-03-2020
Type of encumbrance (pledge, lien, negative transaction, condition or arrangement in the		king etc. or any other covenant,	Pledge	Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	688,000	242,000	1,626,000	913,00
Specific details about the encumbrance	Name of the entity in wh	% of total share cap	0.03 Yes Bank Ltd.	Yes Bank Ltd.	Vistra ITCL (India)	Vistra ITCL (India)
Specific details about the encumbrance	encumbered(X)	ose ravour snares	Yes Bank Lto.	Yes Bank Ltd.	Ltd. for Yes Bank	Ltd. for Yes Bank
	Whether the entity X is a so	heduled commercial bank, public	Yes - scheduled	Yes - scheduled	Vistra ITCL (India)	Vistra ITCL (India)
		or housing finance company?	commercial bank	commercial bank	Ltd. is into	Ltd. is into
		of the business of the entity.			trusteeship business	trusteeship busines
		,			while Lender is bank	while Lender is bar
	Names of all other entities i	Names of all other entities in the agreement				
			Adani Power	Adani Power	Adani Power	Adani Power
			Maharashtra Ltd.	Rajasthan Ltd.	Maharashtra Ltd.	Rajasthan Ltd.
			(Borrower)	(Borrower)	(Borrower)	(Borrower)
	Whether the	Yes / No If yes,	No	No	No	No
	encumbrance is relating	, ,				
	to any debt instruments	1. Name of Issuer	N.A.	N.A.	N.A.	N.A.
	viz. debenture,	2. Details of the debt instrument	N.A.	N.A.	N.A.	N.A.
	commercial paper,	Whether the debt instrument	N.A.	N.A.	N.A.	N.A.
	certificate of deposit etc.? If yes, provide details	is listed on stock exchanges?	N.A.	N.O.	IN.A.	14.7.
	about the instrument,	Credit Rating of the debt instrument	N.A.	N.A.	N.A.	N.A.
	including credit rating	5. ISIN of the instrument	N.A.	N.A.	N.A.	N.A.
		3. ISHV of the matisment	14.74	IN.C.	14.74.	14.74
	Value of shares on the da	te of event / agreement (A)	159,444,000	56,083,500	376,825,500	211,587,75
	Amount involved (against	which shares have been	440,000,000	450,000,000	2,850,000,000	1,600,000,00
	encumbered) (B)	Sides here seen				
	Ratio of A / B		0.09	0.12	0.09	0.0
End use of money	Borrowed amount to be utilized for what	(a) Personal use by promoters and PACs	-	-	-	-
	purpose -	(b) For the benefit of listed	-	-	-	-
		company Provide details				
		including amount, purpose of				
		raising money by listed company,				
		schedule for utilization of				1
		amount, repayment schedule etc.				
		(c) Any other reason (please	N.A (Refer Note	N.A (Refer Note	N.A (Refer Note	N.A (Refer Note
		specify)	below)	below)	below)	below)
Note: Additional Security provided for existin	g debt as per agreement with		,	/		
For Adani Tradeline LLP						
a/ ±						
Ugg Z						
Authorised Signatory						
Date: 26-03-2020						
Place: Ahmedabad						