

adani

March 2,, 2020

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 –
REVISED COVER LETTER**

Dear Sir,

We had provided disclosure relating to reason of pledge vide letter dated 28th February, 2020 mentioning "creation of pledge on 2,80,50,000". However, the "creation of pledge was on 2,62,50,000 shares" as per the details given in the said disclosure.

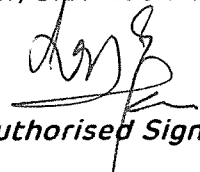
This is revised cover letter mentioning creation of pledge on 2,62,50,000 shares together with the already given disclosure dated 28th February, 2020.

This is in compliance with 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 2,62,50,000 equity shares of APSEZL.

Kindly take the same on record.

Thanking You,

For, **S.B. Adani Family Trust**


Authorised Signatory

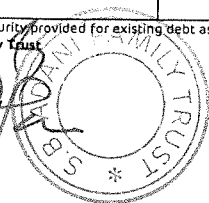


Encl: Disclosure in the prescribed format

Annexure - II						
Format for disclosure of reasons for encumbrance						
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)						
Name of listed company	Adani Ports and Special Economic 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	1,268,999,322				
	% of total share capital	62.46				
Encumbered Shares as a % of promoter shareholding	36.94% (including other Promoter Group entity)					
Whether encumbered share is 50% or more of promoter shareholding	No					
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						
Particulars	Encumbrance 1		Encumbrance 2		Encumbrance 3	
Date of creation of encumbrance	26-02-2020		27-02-2020		27-02-2020	
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	1,800,000	13,850,000	9,600,000	1,000,000	
	% of total share cap	0.09	0.68	0.47	0.05	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered(X)		Catalyst Trusteeship Ltd. for debentureholder CREDIT SUISSE FINANCE (INDIA) PRIVATE LIMITED, CREDIT SUISSE AG SINGAPORE BRANCH	J. M. Financial Credit Solutions Ltd.	J. M. Financial Products Ltd.	Catalyst Trusteeship Ltd. for debentureholder Aditya Birla Sunlife Mutual Fund Schemes
	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.		Catalyst Trusteeship Ltd. is into trusteeship business while debentureholders are FPI	Yes - NBFC	Yes - NBFC	Catalyst Trusteeship Ltd. is into trusteeship business while debentureholders are mutual fund schemes
	Names of all other entities in the agreement		N.A (Refer Note below)	Adani Properties Pvt. Ltd. (Borrower)	Adani Properties Pvt. Ltd. (Borrower)	Adani Properties Pvt. Ltd. (Borrower)
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Yes / No	If yes, Yes	No	No	Yes
		1. Name of Issuer	Adani Rail Infra Pvt. Ltd.	N.A.	N.A.	Adani Properties Pvt. Ltd. (Borrower)
		2. Details of the debt instrument	Rated, Listed, Zero Coupon, Redeemable, Non-Convertible Debentures	N.A.	N.A.	Rated, Unlisted, Zero Coupon, Redeemable, Non-Convertible Debentures
		3. Whether the debt instrument is listed on stock exchanges?	Yes	N.A.	N.A.	No
		4. Credit Rating of the debt instrument	BWR AA- (CE)	N.A.	N.A.	BWR AA- (SO)
	5. ISIN of the instrument	INE00U207119, INE00U207135 & INE00U207127	N.A.	N.A.	INE382G07059	
	Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)		645,120,000	4,898,745,000	3,395,520,000
Amount involved (against which shares have been encumbered) (B)		5,000,000,000	3,250,000,000	2,250,000,000	7,500,000,000	
Ratio of A / B		0.13	1.51	1.51	0.05	
End use of money	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.			
			(c) Any other reason (please specify)	N.A (Refer Note below)	repayment of existing debt of borrower, onward lending to / investment in group companies	repayment of existing debt of borrower, onward lending to / investment in group companies

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

Authorised Signatory
Date: 28-02-2020
Place: Ahmedabad





February 28, 2020

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 18,00,000 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

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 Economic 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	Adani Tradeline LLP				
Total promoter shareholding in the listed company	No. of shares	1,268,999,322			
	% of total share capital	62.46			
Encumbered Shares as a % of promoter shareholding	36.94% (including other Promoter Group entity)				
Whether encumbered share is 50% or more of promoter shareholding	No				
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					
Particulars		Encumbrance 1	Encumbrance 2	Encumbrance 3	
Date of creation of encumbrance		27-02-2020	27-02-2020	27-02-2020	
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	1,000,000	500,000	300,000	
	% of total share cap	0.05	0.02	0.01	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered(X)	Vistra ITCL (India) Ltd. for Yes Bank Ltd.	Vistra ITCL (India) Ltd. for Yes Bank Ltd.	Vistra ITCL (India) Ltd. for Yes 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.	Vistra ITCL (India) Ltd. is into trusteeship business while Lender is bank	Vistra ITCL (India) Ltd. is into trusteeship business while Lender is bank	Vistra ITCL (India) Ltd. is into trusteeship business while Lender is bank	
	Names of all other entities in the agreement	Adani Properties Pvt. Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)	Adani Infrastructure Management Services Ltd. (Borrower)	
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Yes / No	No	No	No
		1. Name of Issuer	N.A.	N.A.	N.A.
		2. Details of the debt instrument	N.A.	N.A.	N.A.
		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 date of event / agreement (A)	353,700,000	176,850,000	106,110,000	
	Amount involved (against which shares have been encumbered) (B)	9,000,000,000	2,500,000,000	2,000,000,000	
	Ratio of A / B	0.04	0.07	0.05	
End use of money	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.	-	-	
		(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 Adani Tradeline LLP

Authorised Signatory

Date: 28-02-2020

Place: Ahmedabad