

March 17, 2020

To:

National Stock Exchange of India Limited Exchange Plaza, BKC, Bandra (East) Mumbai – 400 051

BSE LimitedFloor 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 2,29,11,000 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

Ahmedabad-380 009 Gujarat, India Tel +91 79 2656 5555 Fax +91 79 2656 5500 info@adani.com www.adani.com

	Annexure - II			
Format for disc	losure of reasons for encum	brance		
(In addition to Annexure - I pre	scribed by way of circular da	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	No. of shares	1,268,999,322		
company	% of total share capital	62.46		
Encumbered Shares as a % of promoter shareholding	51.42%	 (including other Promoter Group entity) 		
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promo	oter Group entity)		
Whether encumbered share is 20% or more of total share capital	Yes (including other Promo	ter Group entity)		

Whether encumbered share is 20% or more	Yes (including other Prom	oter Group entity)			
of total share capital	to partaining to accumbance		Encumbrance	Encumbrance	Encumbrance
Particulars	Is of all the existing events/ agreements pertaining to encumbrance .			2	3
Date of creation of encumbrance			1 16-03-2020	16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, negat	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, ransaction, condition or arrangement in the nature of encumbrance)			Pledge	Pledge
No. and % of shares encumbered		No. of shares	1,500,000	600,000	1,500,000
		% of total share cap	0.07	0.03	0.07
Specific details about the encumbrance	Name of the entity in w encumbered(X)	hose favour shares	Hero Fincorp Ltd.	Catalyst Trusteeship Ltd. For Tata Capital Financial Services Ltd.	Catalyst Trusteeship Ltd. For Tata Capital Financial Services 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	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 Properties Pvt. Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating	1. Name of Issuer	N.A.	N.A.	N.A.
	to any debt instruments	i. Name of issue	14.7.	IV.A.	14.7.
commercial p certificate of If yes, provid	viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating		N.A.	N.A.	N.A.
	motioning credit racing	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)		392,100,000	156,840,000	392,100,000
	Amount involved (against which shares have been encumbered) (B)		2,500,000,000	1,000,000,000	2,000,000,000
	Ratio of A / B		0.16	0.16	0.20
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	N.A (Refer Note	N.A (Refer Note	N.A (Refer Note
and the second s	I	specify)	below)	below)	below)

Note: Additional Security pro For S.B. Adami Family Trust

Authorised Signatory Date: 17-03-2020 Place: Ahmedabad

Format for disci	osure of reasons for encum	brance
(In addition to Annexure - I pre	scribed by way of circular da	ited 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 : Family Trust)	S. Adani (on behalf of S.B. Adani
Total promoter shareholding in the listed	No. of shares	1,268,999,322
company	% of total share capital	62.46
Encumbered Shares as a % of promoter shareholding	51.42%	(including other Promoter Group entity)
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promo	oter Group entity)
Whether encumbered share is 20% or more of total share capital	Yes (including other Promo	oter Group entity)
Details of all the existing events/ agreement	s pertaining to encumbrance	2
Onchieudese		

of total share capital					
Details of all the existing events/ agree	nents pertaining to encumbranc	e	Encumbrance	Encumbrance	Encumbrance
Particulars			4	5	6
Date of creation of encumbrance			16-03-2020	16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, no transaction, condition or arrangement in	-		Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	2,000,000		400,00
		% of total share cap	J. M. Financial	0.10	0.02
Specific details about the encumbrance	Name of the entity in we encumbered(X)	Name of the entity in whose favour shares encumbered(X)		J. M. Financial Credit Solutions Ltd.	STCI Finance Ltd.
	public financial institution	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
	Names of all other entities	Names of all other entities in the agreement		Adani Properties Pvt. Ltd. (Borrower)	Adani Infra (India) 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	ate of event / agreement (A)	522,800,000	522,800,000	104,560,000
	Amount involved (against encumbered) (B)	Amount involved (against which shares have been encumbered) (B)		3,250,000,000	750,000,000
	Ratio of A / B			0.16	0.14
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.	-	_	-
1		(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security pro For S.B. Adani Family Trust Authorised Signatur Date: 17-05-2020 Place: Ahmedabad

	Annexure - II			
Format for disci	losure of reasons for encum	brance		
(In addition to Annexure - I pre	scribed by way of circular da	ated August 05, 2015)		
Name of listed company	Adani Ports and Special Ed	conomic 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	No. of shares	1,268,999,322		
company	% of total share capital	62.46		
Encumbered Shares as a % of promoter shareholding	51.42%	(including other Promoter Group entity)		
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promo	oter Group entity)		
Whether encumbered share is 20% or more of total share capital	Yes (including other Promo	oter Group entity)		
Details of all the existing events/ agreement	s pertaining to encumbranc	e		

of total share capital	is the state of th	see, Groop energy	1		
Details of all the existing events/ agreem	ents pertaining to encumbranc	6	Encumbrance	Encumbrance	Encumbrance
Particulars			7	8	9
Date of creation of encumbrance			16-03-2020	16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, neg transaction, condition or arrangement in t		taking etc. or any other covenant	, Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	500,000	500,000	5,000,000
		% of total share cap	0.02	0.02	0.25
Specific details about the encumbrance	Name of the entity in w encumbered(X)	hose favour shares	STCI Finance Ltd.	STCI Finance Ltd.	Catalyst Trusteeship Ltd. for debentureholder Aditya Birla Sunlife Mutual Fund Schemes
	public financial institution	cheduled commercial bank, on, NBFC or housing finance the nature of the business of the	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	Adani Properties Pvt. Ltd. (Borrower)	Adani Rail Infra Pvt. Ltd. (Borrower)	Adani Properties Pvt. Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	Yes
	encumbrance is relating to any debt instruments	1. Name of Issuer	N.A.	N.A.	Adani Properties Pvt. Ltd.
viz. debenture, commercial paper, certificate of deposit etc. If yes, provide details about the instrument,	2. Details of the debt instrumen	N.A.	N.A.	Rated, Unlisted, Zero Coupon, Redeemable, Non- Convertible Debentures	
	including credit rating	Whether the debt instrument is listed on stock exchanges?	N.A.	N.A.	No
		4. Credit Rating of the debt instrument	N.A.	N.A.	BWR AA- (SO)
		5. ISIN of the instrument	N.A.	N.A.	INE382G07059
Security Cover / Asset Cover	Value of shares on the da	te of event / agreement (A)	130,700,000	130,700,000	1,307,000,000
	Amount involved (against encumbered) (B)	Amount involved (against which shares have been encumbered) (B)		750,000,000	7,500,000,000
	Ratio of A / B	Ratio of A / B		0.17	0.17
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.		•	-
	Mo. vye	(c) Any other reason (please specify)	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)

Note: Additional Security pro For S.B. Adani Family Trust Authorised Signature Date: 17-03-2020 Place: Ahmedabad

	Annexure - II		٦		
Format for disclosure of reasons for encumbrance			7		
(In addition to Annexure - I pre]				
Name of listed company	Adani Ports and Special Ed				
Name of the recognised stock exchanges	BSE Ltd. & National Stock	Exchange of India Ltd.			
Where the shares of the company are listed Name of the promoter(s) / PACs whose	Cautam C Adapi & Daisch	S. Adani (on behalf of S.B. Adani	_		
shares have been encumbered	Family Trust)	5. Adam (on behan of 5.b. Adam			
Total promoter shareholding in the listed	No. of shares	1,268,999,322	1		
company			_]		
Encumbered Shares as a % of promoter	% of total share capital	62.46 (including other Promoter Group			
shareholding	31.427	entity)			
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Prom				
Whether encumbered share is 20% or more of total share capital	Yes (including other Prom	oter Group entity)	1		
Details of all the existing events/ agreement	s pertaining to encumbranc	е	Encumbrance	Encumbrance	Encumbrance
Particulars			10	11	12
Date of creation of encumbrance			16-03-2020	16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, negati		taking etc. or any other covenant,	Pledge	Pledge	Pledge
transaction, condition or arrangement in the	nature or encomprance)	This of shares	4,000,000	118,000	293,000
No. and % of shares encumbered		No. of shares	4,000,000	0.01	293,000
Specific details about the encumbrance	Name of the optity is a	% of total share cap	IDBI Trusteeship	Axis Finance Ltd.	Axis Finance Ltd.
Specific decails about the encombrance	encumbered(X)	Name of the entity in whose favour shares encumbered(X)		MAIS FINGING ELG.	AND I MONGE Etc.
	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 Infrastructure and Developers Pvt. Ltd. (Borrower)	Adani Estate Management 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	N.A	N.A.	N.A.
		instrument			
		5. ISIN of the instrument	N.A.	N.A.	N.A.
Security Cover / Asset Cover	Value of shares on the da	 ate of event / agreement (A)	1,045,600,000	30,845,200	76,590,200
	Amount involved (against which shares have been encumbered) (B)		5,000,000,000	1,000,000,000	1,000,000,000
	Ratio of A / B		0.21	0.03	0.08
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.	-	<u>-</u>	-

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 Facility Trust

Authorised Signator
Date: 12-03-2020

Place: Ahmedabad

	Annexure - II			
Format for disc	losure of reasons for encumbr	ance		
(In addition to Annexure - I pre	scribed by way of circular date	ed August 05, 2015)		
Name of listed company	Adani Ports and Special Eco	nomic 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	No. of shares	1,268,999,322		
company	% of total share capital	62.46		
Encumbered Shares as a % of promoter shareholding	F.	(including other Promoter Group entity)		
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promot	er Group entity)		
Whether encumbered share is 20% or more of total share capital	Yes (including other Promot	er Group entity)		

of total share capital	res (including other From	seer Group energy			
Details of all the existing events/ agreemen	ts pertaining to encumbranc	ė	Encumbrance	Encumbrance	Encumbrance
Particulars	to percuring to checking to		13	14	15
Date of creation of encumbrance			16-03-2020	16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, negat transaction, condition or arrangement in the	•	taking etc. or any other covenant,	Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares	1,200,000	1,500,000	1,800,000
		% of total share cap	0.06	0.07	0.09
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered(X)		Vistra ITCL (India)	Vistra ITCL (India)	Vistra ITCL (India)
			Ltd. for Yes Bank Ltd.	Ltd. for Yes Bank Ltd.	Ltd. for Yes Bank Ltd.
	public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the		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	Names of all other entities in the agreement Ada		Adani Infrastructure Management Services Ltd. (Borrower)	Adani Infra (India) Ltd. (Borrower)
	Whether the	Yes / No If yes,	No	No	No
	encumbrance is relating	1. Name of Issuer	N.A.	N.A.	N.A.
	to any debt instruments viz. debenture,	Name of issue Details of the debt instrument	N.A.	N.A.	N.A.
commercial p. certificate of If yes, provide	commercial paper, certificate of deposit etc.? If yes, provide details about the instrument,				
	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 date of event / agreement (A)		313,680,000	392,100,000	470,520,000
	Amount involved (against which shares have been encumbered) (B)		9,000,000,000	2,000,000,000	2,500,000,000
	Ratio of A / B		0.03	0.20	0.19
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	N.A (Refer Note below)	N.A (Refer Note below)	N.A (Refer Note below)
] g debt as per agreement wit	specify)	DelOW)	oelow)	uelow)

For S.B. Adami Family Trust

Authorised Signatury Date: 17-03-2020 Place: Ahmedabad



March 17, 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 9,12,000 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 disclos	sure of reasons for encum	brance			
(In addition to Annexure - I presc			5)		
	Adani Ports and Special Ec				
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock	Exchange of India LI			
Name of the promoter(s) / PACs whose shares have been encumbered	Adani Tradeline LLP				
Total promoter shareholding in the listed	No. of shares		1,268,999,322		
company	% of total share capital		62.46		
Encumbered Shares as a % of promoter shareholding		(including other P entity)			
Whether encumbered share is 50% or more of promoter shareholding					
Whether encumbered share is 20% or more of total share capital					
Details of all the existing events/ agreements (pertaining to encumbranc	e		Encumbrance	Encumbrance
Particulars				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2
Date of creation of encumbrance				16-03-2020	16-03-2020
Type of encumbrance (pledge, lien, negative transaction, condition or arrangement in the na			ier covenant,	Pledge	Pledge
No. and % of shares encumbered		No. of shares		453,000	459,000
		% of total share ca	ρ	0.02	0.00
1 '	Name of the entity in whose favour shares encumbered(X)		Yes Bank Ltd.	Yes Bank Ltd.	
f	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 - scheduled commercial bank	Yes - scheduled commercial bank
7	Names of all other entities	in the agreement		Adani Power Maharashtra Ltd.	Adani Power Rajasthan Ltd.
				(Borrower)	(Borrower)
i .	Vhether the	Yes / No	If yes,	No	No
1	ncumbrance is relating	1. Name of Issuer		N.A.	N.A.
v	o any debt instruments iz. debenture,	2. Details of the de	bt instrument	N.A.	N.A.
c	commercial paper, certificate of deposit etc.?	3. Whether the deb is listed on stock ex	1	N.A.	N.A.
a	f yes, provide details bout the instrument,	4. Credit Rating o	f the debt	N.A.	N.A.
	ncluding credit rating	5. ISIN of the instru	iment	N.A.	N.A.
V	alue of shares on the da	l ate of event / agreen	nent (A)	118,414,200	119,982,600
	Amount involved (against which shares have been encumbered) (B)		been	440,000,000	450,000,000
R	atio of A / B			0.09	0.09
	orrowed amount to be tilized for what	(a) Personal use by and PACs	promoters	-	-
<u> </u>	urpose –	(b) For the benefit company Provide of including amount, raising money by lis schedule for utiliza amount, repayment	letails purpose of sted company, tion of	-	_

N.A (Refer Note

below)

N.A (Refer Note

below)

(c) Any other reason (please specify)

Note: Additional Security in deal actor existing debt as per agreement with Lender / Security Trustee

For Adam Tradeline (LP)

Authorised Signatury
Date: 17-03-2020
Place: Ahmedatad