

March 14, 2014

To,  
**BSE Limited**  
P J Towers,  
Dalal Street,  
Mumbai – 400001

**National Stock Exchange of India Limited**  
Exchange plaza,  
Bandra-Kurla Complex,  
Bandra (E)  
Mumbai – 400051.

Adani Ports and Special Economic Zone Ltd.  
Adani House, Mithakhali Six Roads,  
Navrangpura, Ahmedabad – 380009

**Sub : Disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition Shares and Takeovers) Regulations, 2011 regarding Pledge of shares of Adani Ports and Special Economic Zone Limited**

Pursuant to Regulation 31(1) and 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure for Pledge of 2,29,34,400 & 1,40,98,000 equity shares of Adani Ports and Special Economic Zone Limited in favour of STCI Finance Limited and Kotak Mahindra Prime Limited respectively.

Please take the same on record and acknowledge the receipt of the same.

Thanking you.

Yours faithfully,  
For **Adani Enterprises Ltd.**

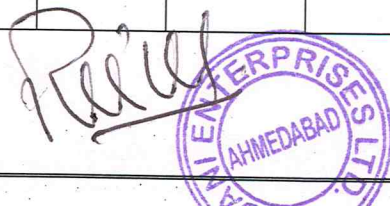
  
**Parthiv Parikh**  
**Company Secretary**  
Encl: As above.



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**Format for disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

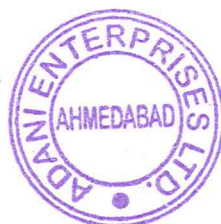
| Name of the Target company (TC)                                                           |                                            |                          |                                   |                                         |                          | ADANI PORTS AND SPECIAL ECONOMIC ZONE LIMITED     |                                                     |                                                                       |               |                          |                                                     |                                                                                                       |                          |
|-------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------|-----------------------------------|-----------------------------------------|--------------------------|---------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------|---------------|--------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------|
| Names of the Stock Exchanges where the shares of the target company are listed            |                                            |                          |                                   |                                         |                          | BSE LTD.<br>NATIONAL STOCK EXCHANGE OF INDIA LTD. |                                                     |                                                                       |               |                          |                                                     |                                                                                                       |                          |
| Date of reporting                                                                         |                                            |                          |                                   |                                         |                          | 14/03/2014                                        |                                                     |                                                                       |               |                          |                                                     |                                                                                                       |                          |
| Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked |                                            |                          |                                   |                                         |                          | ADANI ENTERPRISES LIMITED                         |                                                     |                                                                       |               |                          |                                                     |                                                                                                       |                          |
| Details of the creation of encumbrance:                                                   |                                            |                          |                                   |                                         |                          |                                                   |                                                     |                                                                       |               |                          |                                                     |                                                                                                       |                          |
| Name of the Promoter (s) or PACs with him(**)                                             | Promoter holding in the target company (1) |                          |                                   | Promoter holding already encumbered (2) |                          | Details of events pertaining to encumbrance (3)   |                                                     |                                                                       |               |                          |                                                     | Post event holding of encumbered shares {creation (2)+(3)} / release [(2)-(3)] / invocation [(2)-(3)] |                          |
|                                                                                           | No. of shares                              | % of total share capital | % w.r.t diluted share capital (*) | No. of shares                           | % of total share capital | Type of event (creation / release / invocation)   | Date of creation/ invocation release of encumbrance | Type of encumbrance (pledge / lien/ non disposal undertaking /others) | No. of shares | % of total share capital | Name of the entity in whose favor shares encumbered | No. of shares                                                                                         | % of Total share capital |
| Adani Enterprises Limited                                                                 | 1552361640                                 | 74.99                    | 74.99                             | 0                                       | 0.00                     | Creation                                          | 13/03/2014                                          | Pledge                                                                | 22934400      | 1.11                     | STCI Finance Limited                                | 37032400                                                                                              | 1.79                     |
|                                                                                           |                                            |                          |                                   |                                         |                          | Creation                                          | 13/03/2014                                          | Pledge                                                                | 14098000      | 0.68                     | Kotak Mahindra Prime Limited                        |                                                                                                       |                          |



|                                      |        |      |      |   |      |    |    |    |    |    |    |   |      |
|--------------------------------------|--------|------|------|---|------|----|----|----|----|----|----|---|------|
| Surekha Bhavikbhai Shah              | 107000 | 0.01 | 0.01 | 0 | 0.00 | -- | -- | -- | -- | -- | -- | 0 | 0.00 |
| Pritiben Rakeshbhai Shah             | 40075  | 0.00 | 0.00 | 0 | 0.00 | -- | -- | -- | -- | -- | -- | 0 | 0.00 |
| Rajesh S. Adani [On behalf of RSAFT] | 30000  | 0.00 | 0.00 | 0 | 0.00 | -- | -- | -- | -- | -- | -- | 0 | 0.00 |

**For Adani Enterprises Limited**

**Company Secretary**



**Place: Ahmedabad**

**Date: 14/03/2014**

(\*\*) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(\*) Total share 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.