

IDBI Trusteeship Services Ltd.

Ref:3858 /ITSL/OPR/2014
December 12, 2014

Regd. Office :
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate
Mumbai - 400 001.

Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sir,

Sub: Disclosure pursuant to Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to extension of Non-disposal of 129,443,284 shares Undertaking (NDU) of Adani Power Limited by Adani Enterprises Ltd.

Pursuant to the disclosure required to be made under Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of extension of NDU of 129,443,284 shares of Adani Power Limited by Adani Enterprises Ltd. as security for the additional loans given by the Banks.

For and on behalf of
IDBI Trusteeship Services Ltd

Authorised Signatory

CC to :

Adani Power Ltd.
Shikhar, Near Mithakhali Six Roads,
Navarangpura, Ahmedabad- 380 009

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Adani Power Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IDBI Trusteeship Services Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	No. It is Security Trustee holding the non-disposal undertaking executed by Adani Enterprises Ltd. as security for various Banks for their loans sanctioned the Company.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Ltd.		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	129,443,284	4.51%	4.51%
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
Total (a+b+c+d)	129,443,284	4.51%	4.51%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/sold	Please refer Note.	-	-
b) VRs acquired /sold otherwise than by shares	-	-	-
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	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
Total (a+b+c+d)	-	-	-



After the acquisition/sale, holding of:			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	129,443,284	4.51%	4.51%
c) VRs otherwise than by shares	-	-	-
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.	-	-	-
Total (a+b+c+d)	129,443,284	4.51%	4.51%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Non-disposal Undertaking of Shares		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	11 th December, 2014		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 2871,92,21,100/- (consisting of 287,19,22,110 equity shares of Rs. 10/- each)		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 2871,92,21,100/- (consisting of 287,19,22,110 equity shares of Rs. 10/- each)		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 2871,92,21,100/- (consisting of 287,19,22,110 equity shares of Rs. 10/- each)		

Note: Extension of Non-disposal Undertaking of 129,443,284 shares of Adani Power Ltd. in favour of Security Trustee for the benefit of Additional Lenders.

(*) 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.

(**) 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.

Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 12/12/14

