

adani

October 4, 2019

From:

Gautam S Adani & Rajesh S. Adani
(on behalf of S. B. Adani Family Trust)
9th Floor, Shikhar, Near Adani House,
Mithakhali Six Roads, Navrangpura,
Ahmedabad-380009

Adani Tradeline LLP
801 Shikhar Complex,
Srimali Soc., Navrangpura,
Ahmedabad-380 009
LLP Identification No.: AAJ-0233

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 Power Limited

"Shikhar" Near Adani House, 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.

Kindly take the same on record.

Thanking You,

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

For **Adani Tradeline LLP**



Authorised Signatory



Authorised Signatory

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 Power 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 – 289,16,12,567 % of total share capital - 74.97%		
Encumbered shares as a % of promoter shareholding	29.32% (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			
	Encumbrance 1 (Details as on 30-09-2019)	Encumbrance 2- (Details as on 30-09-2019)	
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	
No. and % of shares encumbered	1,86,47,585 0.48	3,44,34,081 0.89	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Yes Bank Ltd.	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.	YES	YES
	Names of all other entities in the agreement	Adani Power Rajasthan Ltd.	Adani Power Maharashtra Ltd.
	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	No	
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	1,19,90,39,716	2,21,41,11,408
	Amount involved (against which shares have been encumbered) (B)	1,60,00,00,000	2,85,00,00,000
	Ratio of A / B	0.75	0.78
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. (a) Any other reason (please specify)	DSRA BG	DSRA BG

For Adani Tradeline LLP


 Authorised Signatory
 Date: 04-10-2019
 Place: Ahmedabad



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 Power 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 – 289,16,12,567 % of total share capital - 74.97%
Encumbered shares as a % of promoter shareholding	29.32% (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		Encumbrance 1 (Details as on 30-09-2019)	Encumbrance 2 (Details as on 30-09-2019)	Encumbrance 3 (Details as on 30-09-2019)	Encumbrance 4 (Details as on 30-09-2019)	Encumbrance 5 (Details as on 30-09-2019)	Encumbrance 6 (Details as on 30-09-2019)
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	Non-disposal Undertaking	Non-disposal Undertaking	Pledge	Pledge	Pledge
No. and % of shares encumbered		21,25,68,335 5.51	14,87,97,834 3.86	25,81,41,741 6.69	3,82,22,130 0.99	10,35,19,669 2.68	3,35,00,000 0.87
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	IDBI Trusteeship Services Ltd. for State Bank of India Ltd. and other consortium banks	IDBI Trusteeship Services Ltd. for State Bank of India Ltd. and other consortium banks	IDBI Trusteeship Services Ltd. for State Bank of India Ltd. and other consortium banks	IDBI Trusteeship Services Ltd. for State Bank of India Ltd.	IDBI Trusteeship Services Ltd. for Union Bank of India Ltd.	IDBI Trusteeship Services Ltd. for IDBI 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 - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank
	Names of all other entities in the agreement	Adani Power (Mundra) Ltd.	Adani Power (Mundra) Ltd.	None	Adani Power (Mundra) Ltd.	Adani Power (Mundra) Ltd.	Adani Power (Mundra) Ltd.
	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. If Yes; 1. Name of Issuer	No	No	No	No	No	No
	2. Details of the debt instrument	N.A	N.A	N.A	N.A	N.A	N.A
	3. Whether the debt instrument is listed on stock exchanges?	N.A	N.A	N.A	N.A	N.A	N.A
	4. Credit Rating of the debt instrument	N.A	N.A	N.A	N.A	N.A	N.A
	5. ISIN of the instrument	N.A	N.A	N.A	N.A	N.A	N.A
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	13,66,81,43,941	9,56,77,00,726	16,59,85,13,946	2,45,76,82,959	6,65,63,14,717	2,15,40,50,000
	Amount involved (against which shares have been encumbered) (B)	80,60,00,00,000	80,60,00,00,000	9,00,00,00,000	35,50,00,00,000	5,00,00,00,000	3,48,00,00,000
	Ratio of A / B	0.17	0.12	1.84	0.07	1.33	0.62
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. (a) Any other reason (please specify)	Project Loan for Adani Power (Mundra) Ltd. Ph.IV	Project Loan for Adani Power (Mundra) Ltd. Ph.IV	1. Shoring up of net working capital 2. Payment of sundry/trade creditors	Working Capital	1. Shoring up of net working capital 2. Payment of sundry/trade creditors	1. Shoring up of net working capital 2. Payment of sundry/trade creditors

For, S.B. Adani Family Trust

Trustee / Authorised Signatory

Place: Ahmedabad

Date: 04-10-2019