

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 Trading Services 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 Green Energy Limited (AGEL)
"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.

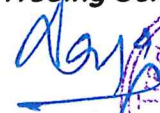
Kindly take the same on record.

Thanking You,


For, S.B. Adani Family Trust

Authorised Signatory

For, Adani Trading Services LLP



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 Green Energy 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 Trading Services LLP	
Total promoter shareholding in the listed company	No. of shares – 117,17,10,710 % of total share capital - 74.92%	
Encumbered shares as a % of promoter shareholding	42.35% (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	-
No. and % of shares encumbered	12,41,11,689	-
	7.94	-
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	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.	YES - Lender is scheduled commercial bank
	Names of all other entities in the agreement	Adani Green Energy 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)	7,22,95,05,884
	Amount involved (against which shares have been encumbered) (B)	17,50,00,00,000
	Ratio of A / B	0.41
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)	For infusion of funds into project SPVs
For Adani Trading Services 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 Green Energy 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 – 117,17,10,710 % of total share capital - 74.92%	
Encumbered shares as a % of promoter shareholding		42.35% (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		2,69,85,815	34,50,92,595
		1.73	22.06
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.	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.	YES - Lender is scheduled commercial bank	YES - Lender is scheduled commercial bank
	Names of all other entities in the agreement	None	Adani Green Energy 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
	2. Details of the debt instrument	N.A	N.A
	3. Whether the debt instrument is listed on stock exchanges?	N.A	N.A
	4. Credit Rating of the debt instrument	N.A	N.A
	5. ISIN of the instrument	N.A	N.A
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	1,57,19,23,705	20,10,16,43,659
	Amount involved (against which shares have been encumbered) (B)	10,00,00,00,000	17,50,00,00,000
	Ratio of A / B	0.16	1.15
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)	1. Shoring up of net working capital 2. Payment of sundry/trade creditors in APMuL (Phase I, II & III) 3. Maintenance Capex 4. Payment of Statutory dues.	For infusion of funds into project SPVs

For, S B Adani Family Trust

Trustee / Authorised Signatory

Place: Ahmedabad
Date: 04-10-2019