From:

 Worldwide Emerging Market Holding Ltd. 6<sup>th</sup> Floor, Tower I, Nexteracom Building, Ebene, Mauritius (ii) Afro Asia Trade and Investments Ltd. 6<sup>th</sup> Floor, Tower I, Nexteracom Building, Ebene, Mauritius

 (iii) Universal Trade and Investments Ltd.
 6<sup>th</sup> Floor, Tower I, Nexteracom Building, Ebene, Mauritius

May 26, 2016

To:

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G. Block Bandra Kurla Complex, Bandra (East)

Mumbai - 400051

Adani Power Limited

"Shikhar", Near Adani House, Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009

Dear Sirs,

**BSE Limited** 

Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street Mumbai – 400 001

Sub: Disclosure under Regulation 29(2) read with Regulation 29(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding acquisition of Warrants of Adani Power Limited ("APL")

In compliance with the disclosure requirements under Regulation 29(2) read with Regulation 29(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, please find enclosed herewith a disclosure in the prescribed format in relation to acquisition of 52,30,00,000 (fifty two crore thirty lacs) convertible warrants with each warrant convertible into one equity share having face value of Rs. 10/- each of APL (the "Warrants") as detailed herein below:

Date of Allotment	Name of allottee / Acquirer	No. of Warrants
25-05-2016	Worldwide Emerging Market Holding Ltd.	19,00,00,000
25-05-2016	Afro Asia Trade and Investments Ltd.	19,00,00,000
26-05-2016	Universal Trade and Investments Ltd.	14,30,00,000
Total		52,30,00,000

We request you to kindly take the same on record.

Thanking You,

For and on behalf of Acquirers

**Authorised Signatory** 

Encl: Disclosures in the prescribed format

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

Name of the Target Company (TC)	Adani Power Limite	d (" <b>APL</b> ")	
Name(s) of the acquirer and Persons Acting	(1) Worldwide Em	erging Market H	olding Ltd.,
in Concert (PAC) with the acquirer	(2) Afro Asia Trad	e and Investmen	ts Ltd., and
	(3) Universal Trad	e and Investmer	nts Ltd.
	(hereinafter the "Ac	equirers")	
	Persons acting in c	oncert with the A	cquirers: Other
	shareholders of AP	L belonging to it	s promoter and
	promoter group, na		
	& Shri Rajesh S. A	THE RESERVED THE RESERVED	
	Family Trust); (ii) A	22	
	(iii) Shri Vinod Sha	-	
	Investments Pvt. L		
	S. Adani & Smt.		
	Gautam S. Adani F		
	Shah; (vii) Shri		
	Surekha B. Shah;		
	Shri Vinod N. Sang	havi (hereinafter	the "PAC")
Whether the acquirer belongs to	Yes		50
Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the	BSE Limited		
shares of TC are Listed	National Stock Excl	nange of India Li	mited
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 (**)
		(*)	
Before the acquisition under			
consideration, holding of $\underline{\text{Acquirers and}}$			
PAC:			
a) Shares carrying voting rights	PAC held 2,10,46,6	5,062 Equity Sh	ares of APL



		corning voting righ	to For details al	0000 000
		carrying voting righ		ease see
		Annexure 1 attach	ned herewith.	
b) Shares in the nature of end	cumbrance			
(pledge/ lien/non-disposal ur	ndertaking/			
others)				
c) Voting rights (VR) otherwise	than by			
equity shares				
d) Warrants/convertible securities	any other	Nil the Assuirors	along with DAC	'a did not hold
instrument that entitles the a	acquirer to	Nil, the Acquirers		
receive shares carrying voting		any warrants of	100	acquisition of
the TC (specify holding in each		Warrants under co	nsideration	
and the (opening metaling in each	outogory)			
e) Total (a+b+c+d)		2,10,46,65,062	63.13%	63.13%
Details of acquisition/sale he	olding of			
Acquirers				
a) Shares carrying voting	rights	Nil		
acquired/sold				
b) VRs acquired /sold otherwise	e than by			
shares				
e) Warrants/convertible securities	any other	52,30,00,000 (fifty	two crore thirty I	acs) convertible
instrument that entitles the a	acquirer to	warrants with each	ch warrant conve	ertible into one
receive shares carrying voting	g rights in	equity share havin	ng face value of F	Rs. 10/- each of
the TC (specify holding in each		APL (the "Warran	2000 21	
acquired <del>/sold</del>	0 ,,	Acquirers in aggr	The state of the s	
		Annexure 1 attach		, 1
d) Shares encumbered / invoke	d/released		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
by the acquirer.				
by the doddinor.				
e) Total (a+b+c+/-d)		52,30,00,000	-	13.56%(1)
After the acquisition/sale, h	olding of			
Acquirer and PAC:				
a) Shares carrying voting rights		PAC holds 2,10,4	6,65,062 Equity	Shares of APL
		carrying voting rig	- 18 - 18 - 18 - 18 - 18 - 18 - 18 - 18	
		, 0	Annual Community Street, 2000	



	any Equity Share	s of API For de	tails nlease see
	Annexure 1 attac		tallo, picase see
b) Shares encumbered with the acquirer	<u> </u>	nod Horowith.	
e) VRs otherwise than by equity shares			
d) Warrants/convertible securities/any other	52,30,00,000 (fift)	two crore thirty l	ace) Warrante
instrument—that entitles the acquirer to	02,00,00,000 (111)	two droic triirty i	acs) vvarrants.
receive shares carrying voting rights in			
the TC (specify holding in each category)			
after acquisition			
	For details, plea	se see Annex	ure 1 attached
	herewith	-	
e) Total (a+b+c+d)	2,62,76,65,062	63.13%	68.13%
Mode of acquisition/sale (e.g. open market /	Warrants acquire	d by the Acquire	rs pursuant to a
off-market / public issue / rights issue /	Preferential Allotn	150	
preferential allotment / inter-se transfer etc.)			
Date of acquisition /-sale of shares / VR or	Date of allotment	of Warrants :	
date of receipt of intimation of allotment of	25-05-2016:		
shares, whichever is applicable	(1) Worldwide	Emerging Mark	et Holding Ltd.
	and		
	(2) Afro Asia	Trade and Investr	ments Ltd.
	26-05-2016:		
	Universal Trade a	nd Investments L	.td.
Equity share capital / total voting capital of	Equity Share Car	oital of TC, i.e.	APL, before the
the TC before the said acquisition/sale	said acquisition	by the Acc	quirers = Rs.
	33,33,93,89,410	(3,33,39,38,941	equity shares of
	face value of Rs.	10 each)	
Equity share capital/ total voting capital of the	Equity Share Cap	ital of TC, i.e. AP	L, after the said
TC after the said acquisition/sale	acquisition by the	Acquirers = Rs. 3	33,33,93,89,410
	(3,33,39,38,941 e	quity shares of fa	ce value of Rs.
	10 each)(2)		
Total diluted share/voting capital of the TC	Diluted Equity Sha	are Capital of TC,	i.e. APL, after
after the said acquisition/sale	the said acquisition	n of Warrants by	the Acquirers =
	Rs. 38,56,93,89,4	10 (3,85,69,38,9	41 equity
	1.0. 00,00,00,00,00,4	10 (0,00,00,00,00,0	- r equity



shares of face value of Rs. 10 each), )
(assuming conversion of all the Warrants issued
by APL to the Acquirers into the equity shares of
face value of Rs. 10 each)

## Note:

- (\*) Total share capital/ voting 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.
- The Warrants allotted to the Acquirers in aggregate constitute 13.56% of the total diluted post-preferential allotment share/voting capital of APL i.e. 3,85,69,38,941 shares, and along with the PAC, result in 5% increase in the aggregate holding of the Acquirers and its PAC (i.e. the promoter and promoter group of APL) in APL. Please see Annexure 1 for further details.
- (2) Excluding the Warrants issued to the Acquirers.

For and on behalf of Acquirers

**Authorised Signatory** 

Date: 26-05-2016

State   Particle of the Market   Particle of			Pre	Pre-Preferential Allotment of Warrants	nt of Warrants			Acquisition details of Warrants	Warrants		Post	Post -Preferential Allotment of Warrants	nt of Warrants	
1405,179 633   1.00			No.of shares carrying voting rights	No. of Warrants that entitles the Acquirers to receive shares carrying voting rights in the TC	% w.r.t total share/voting share/voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC	No.of shares	No. of Warrants that entities the Acquirers to receive shares carrying voting rights in the TC	% w.r.t total share/voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC	No.of shares	No. of Warrants that entitles the Acquirers to receive shares carrying voting rights in the TC		122
1405,179,634   1400,04,114,952,204   14,04,114,964,044   14,044,044   14,044	Sr. No.							190 000 000				190 000 000		
140,000,000   1,000,000,000   1,000,	-	Worldwide Emerging Market Holding Ltd.	1	3	•		ï	200,000,061		4.93				f
143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1   143,000,000   3.1	2	Afro Asia Trade and Investments Ltd.	1	·	٠			190,000,000		4.93		190,000,000		4
1	8	Universal Trade and Investments Ltd.			9	3	5. <b>4</b>	143,000,000		3.71		143,000,000		ri.
1,405,179,633   1,13		Total (a) - Acquirers	•					523,000,000		13.56		523,000,000	10	13.
1,405,179,633   1,131   1,13					Det	tails of Shareho	Iders who are PAC	with the Acquirers						
377,180,885         1131	-	Shri Gautam S. Adani & Shri Rajesh S. Adani (on hehalf of S. R. Adani Family Trist)	1,405,179,632		42.15				,		1,405,179,633		42.1	
226,457,026         6.79	2	Adani Properties Pvt. Ltd.	377,180,885		11.31			1	121	22	377,180,885	18	11.3	
777.737.201         2.33	60	Shri Vinod Shantilal Adani	226,457,026	,	6.79					,	226,457,026		6.79	
16,432,820         0.49         0.44	4	Ventura Power Investments Pvt. Ltd.	77,737,20:	e	2.33			1		50	77,737,201	12	2.33	
73,805         0.00         <	5	Shr Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	16,432,820		0.49		- 1	*			16,432,820		0.49	
1,136,732         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.03         0.00	9	Shri Bhavik B. Shah	73,805	,	00'0		r.	· C	t	30	73,805		0.00	
68/226         0.00         <	7	Shri Rakesh R. Shah	1,136,732		0.03			2			1,136,732		20.0	
364,481         0.01	80	Smt. Surekha B. Shah	68,226		0.00			0	10	.65	68,226		00.00	
34,253         0.00         0.00         0.00         0.00         0.00           2,104,665,062         65,062         63,13         63,13         523,000,000         13.56         2,104,665,062         523,000,000         63.13           g Market Holding Ltd. and Afro Asia Trade and Investments Ltd. is 25-05-2016         523,000,000         521,04,665,062         523,000,000         63.13	o	Smt. Priti R. Shah	364,48	5	0.01		10	1	2.	9	364,481	A	0.0	
2,104,665,062         6.3,13	10	Shri Vinod N. Sanghavi	34,25	1	00.00		¥			,	34,253		0.00	
2,104,665,062		Total (b) - PAC	2,104,665,062	r	63.13				10		2,104,665,062		63.13	
-	T pue	otal (a) + (b) (consisting of holding of Promoter and Promoter Group)	300	*1	63.13		E	523,000,000	. 15	13.56		523,000,000	63.13	
		Date of Allotment of Warrants to Worldwide Emergining	g Market Holding Ltd.	and Afro Asia Trade a	nd Investments	Ltd. is 25-05-201	91							
	lote:	Date of Allotment of Warrants to Universal Trade and Ir	Investments Ltd. is 26	-05-2016										

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