

April 5, 2017

From:

- (i) **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

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

**Sub: Disclosure / Report under regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [hereinafter "Takeover Regulations"] regarding acquisition of equity shares of Adani Power Limited (APL)**

Dear Sir,

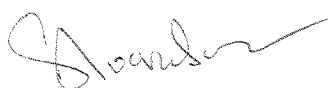
Please find attached herewith disclosure / report in the prescribed format u/r. 10(6) of Takeover Regulations relating to acquisition of aggregate **22,64,57,026 (5.87%) equity shares of Adani Power Limited** by **Worldwide Emerging Market Holding Ltd., Afro Asia Trade and Investments Ltd. and Universal Trade and Investments Ltd. and ("Acquirers")** as per details given below from **Mr. Vinod S. Adani (Transferor)** on **31-03-2017** being the date of inter-se transfer of equity shares held by Transferor to Acquirers.

Sr. No.	Name of Acquirer	No. of Shares acquired
1	Worldwide Emerging Market Holding Ltd.	7,54,85,675
2	Afro Asia Trade and Investments Ltd.	7,54,85,675
3	Universal Trade and Investments Ltd.	7,54,85,676
	<b>Total</b>	<b>22,64,57,026</b>

This is in compliance with Regulation 10(6) of Takeover Regulations.

Kindly take the same on record.

**For and on behalf of Acquirers**



**Authorised Signatory**

Encl: a/a.

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Adani Power Ltd. (APL)
2.	Name of the acquirer(s)	<p>(1) Worldwide Emerging Market Holding Ltd.  (2) Universal Trade and Investments Ltd.  (3) Afro Asia Trade and Investments Ltd.  (hereinafter the “Acquirers /Transferees”)</p> <p>(4) Mr. Vinod Shantilal Adani (“Transferor”)</p> <p>Persons acting in concert with the Acquirer: Other shareholders of APL belonging to its promoter and promoter group, namely: (i) Shri Gautam S. Adani &amp; Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (ii) Pan Asia Trade &amp; Investment Pvt. Ltd. ;(iii) Parsa Kente Rail Infra Pvt. Ltd. (iv) Shri Gautam S. Adani &amp; Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (hereinafter the “PAC”)</p>
3.	Name of the stock exchange where shares of the TC are listed	BSE Ltd. National Stock Exchange of India Ltd.
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquirers have acquired aggregate 22,64,57,026 (5.87%) of equity shares of APL from Transferor on 31-03-2017 being the date of inter-se transfer of shares.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii)
6.	Whether disclosure of proposed acquisition	Yes

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	<p>was required to be made under regulation 10 (5) and if so,</p> <ul style="list-style-type: none"> <li>- Whether disclosure was made and whether it was made within the timeline specified under the regulations.</li> <li>- Date of filing with the stock exchange.</li> </ul>	<p>Yes disclosure was made within the timeline specified under the regulations.</p> <p>24<sup>th</sup> day of March, 2017.</p>	
7.	<p>Details of acquisition (Refer Note below)</p>	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	<p>a. Name of the transferor / seller: <b>Mr.Vinod Shantilal Adani</b></p>	Yes	Yes
	<p>b. Date of acquisition: <b>31-03-2017</b></p>	Yes	Yes
	<p>c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above <b>Aggregate 22,64,57,026 equity shares of APL</b></p>	Yes	Yes
	<p>d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC <b>5.87% diluted share capital of APL</b></p>	Yes	Yes
	<p>e. Price at which shares are proposed to be acquired / actually acquired <b>Nil, since shares are acquired by the Acquirers by way of gift from Transferor</b></p>	Yes	Yes

8.	Shareholding details	Pre-Transaction			Post-Transaction		
		No. shares held	of	% w.r.t. to total share capital of TC	No. shares held	of	% w.r.t. to total share capital of TC
	Each Acquirer / Transferee(*) –	As per <b>Annexure 1</b> attached herewith					
	Each Seller / Transferor –						

**Note:** Worldwide Emerging Market Holding Ltd. has acquired 7,54,85,675 equity shares of APL, Afro Asia Trade and Investments Ltd. has acquired 7,54,85,675 equity shares of APL and Universal Trade and Investments Ltd. has acquired 7,54,85,676 equity shares of APL and thus, Acquirers have collectively acquired aggregate 22,64,57,026 (5.87%) of equity shares of APL from the Transferor on 31-03-2017 through off market transaction (gift) by way of inter-se transfer of equity shares of APL.

**For and on behalf of Acquirers**



**Authorised Signatory**

Date: 05-04-2017

**Note:**

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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Name of Target Company(TC): Adani Power Limited (APL)

Shareholding details	Before the proposed transaction		After the proposed transaction	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
<b>Details of Acquirers</b>				
Worldwide Emerging Market Holding Ltd	190,000,000	4.93	265,485,675	6.88
Afro Asia Trade and Investments Ltd.	190,000,000	4.93	265,485,675	6.88
Universal Trade and Investments Ltd.	143,000,000	3.71	218,485,676	5.66
<b>Total - Acquirers - (a)</b>	<b>523,000,000</b>	<b>13.56</b>	<b>749,457,026</b>	<b>19.43</b>

**Details of Seller**

Vinod S. Adani	226,457,026	5.87	0	0.00
<b>Total - Seller - (b)</b>	<b>226,457,026</b>	<b>5.87</b>	<b>0</b>	<b>0.00</b>

**Details of Persons acting in concert (PAC) with the Acquirers i.e. Other shareholders of APL belonging to promoter and promoter group of APL**

Gautam S. Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)	1,405,179,633	36.43	1,405,179,633	36.43
Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	16,432,820	0.43	16,432,820	0.43
Parsa Kente Rail Infra Pvt. Ltd. (Refer Note 1 below)	377,180,885	9.78	377,180,885	9.78
Pan Asia Trade & Investment Pvt. Ltd. (Refer Note 2 below)	77,737,201	2.02	77,737,201	2.02
<b>Total - PAC (c)</b>	<b>1,876,530,539</b>	<b>48.65</b>	<b>1,876,530,539</b>	<b>48.65</b>
<b>Grand Total (a+b+c)</b>	<b>2,625,987,565</b>	<b>68.08</b>	<b>2,625,987,565</b>	<b>68.08</b>

Note 1: Parsa Kente Rail Infra Pvt. Ltd. had acquired equity shares of APL from 29th March, 2017 to 31st March, 2017 by way of inter-se transfer of equity shares from Adani Properties Pvt. Ltd.

Note 2: Ventura Power Investments Pvt. Ltd. has been amalgamated with Pan Asia Trade & Investment Pvt. Ltd. w.e.f 24th day of March, 2017

For and on behalf of Acquirers



Authorised Signatory