

Dome Trade and Investment Ltd

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June 4, 2020

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,
Near Mithakhali Six Roads, Navrangpura,
Ahmedabad – 380009
Gujarat

Sub: Disclosure / Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter the "Takeover Regulations") regarding indirect acquisition of equity shares of Adani Power Limited (APL)

Dear Sir,

Please find attached herewith disclosure / report in the prescribed format under Regulation 10(6) of the Takeover Regulations with respect to indirect acquisition of **29,11,24,451 (7.55%) equity shares of Adani Power Limited** by Dome Trade and Investment Ltd. from Acropolis Trade and Investments Ltd.

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

Kindly take the same on record.

For Dome Trade and Investment Ltd.

Director

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 Limited ("APL")	
2.	Name of the acquirer(s)	Dome Trade and Investment Limited (hereinafter the "Dome / Acquirer") (please refer note 3 below) Acropolis Trade and Investments Limited (hereinafter the "Transferor") (please refer note 3 below) Persons acting in concert with the Acquirer: Other shareholders of APL belonging to its promoter and promoter group, namely: (i) Shri Gautam S. Adani & Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (ii) Adani Tradeline LLP; (iii) Shri Gautam S. Adani & Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (iv) Worldwide Emerging Market Holding Ltd; (v) Afro Asia Trade and Investments Ltd; (vi) Universal Trade and Investments Ltd; (vii) Emerging Market Investment DMCC (viii) Flourishing Trade And Investment Ltd (ix) Shri Gautam S. Adani; and (x) Shri Rajesh S. Adani (hereinafter the "PAC")	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Please refer note 3 below	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(iii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	The proposed acquisition was required to be disclosed under Regulation 10(5) and disclosure under Regulation 10(5) was made on 2 March 2020 within the timeline specified under Regulation 10(5) i.e. at least 4 working days prior to the date of acquisition	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller Please refer note 3 below	Yes	Yes
	b. Date of acquisition Please refer note 4 below	Yes	Yes.

	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above 29,11,24,451 equity shares of Target Company indirectly acquired. Please refer note 3 below	Yes		Yes	
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC 7.55% of the share capital of Target Company indirectly acquired. Please refer note 3 below	Yes		Yes	
	e.	Price at which shares are proposed to be acquired / actually acquired Not applicable	Yes		Yes	
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	A	Each Acquirer / Transferee(*)	Please refer Annexure 1			
	B	Each Seller / Transferor				

For Dome Trade and Investment Ltd.

Director

Date: 04-06-2020

Notes

- (*) 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.
- Universal Trade and Investments Ltd ('Universal'), a Mauritius company, and a part of the promoter group of Adani Power Limited, the target company holds 29,11,24,451 equity shares of Adani Power Limited. 100% shares of Universal are held by Acropolis Trade and Investments Limited ('Acropolis' - another Mauritius company). Acropolis has another wholly owned subsidiary in Mauritius viz. Dome Trade and Investment Limited ('Dome'). Dome in turn has a wholly owned subsidiary in Mauritius viz. Fervent Trade and Investment Limited ('Fervent'). Pursuant to a scheme of arrangement involving amalgamation of Fervent into Universal under the laws of Mauritius, shares carrying 67% voting rights in Universal will be held by Dome (being



shareholder of Fervent) and shares carrying 33% voting rights in Universal will be held by Acropolis. Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations') provides that acquisition pursuant to inter se transfer of shares amongst a company and its subsidiary will be exempt from obligation to make open offer under Regulation 3 and 4 of SEBI Takeover Regulations. This form is therefore being filed under Regulation 10(6) of SEBI Takeover Regulations. For the purpose of this form, Dome has been regarded as Acquirer and Acropolis has been treated as transferor. As already mentioned above, Dome is a wholly owned subsidiary of Acropolis.

4. The application was filed with Registrar of Companies, Mauritius on 9th March, 2020. The certificate of amalgamation by the Registrar of Companies, Mauritius issued on 21st May, 2020 was received on 1st June, 2020.

Annexure 1

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
Details of Acquirer/Transferee				
Dome Trade and Investment Ltd.	NIL	0.00	NIL	0.00
Total - Acquirer - (a)	NIL	0.00	0	0.00

Details of Transferor

Acropolis Trade and Investments Ltd.	NIL	0.00	NIL	0.00
Total - Transferor - (b)	NIL	0.00	NIL	0.00

Details of Persons acting in concert (PAC) with the Acquirer 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
Adani Tradeline LLP	377,180,885	9.78	377,180,885	9.78
Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust)	16,432,820	0.43	16,432,820	0.43
Worldwide Emerging Market Holding Ltd.	192,846,900	5.00	192,846,900	5.00
Afro Asia Trade and Investments Ltd.	265,485,675	6.88	265,485,675	6.88
Universal Trade and Investments Ltd.*	291,124,451	7.55	291,124,451	7.55
Emerging Market Investment DMCC	192,300,000	4.99	192,300,000	4.99
Flourishing Trade and Investment Ltd.	151,062,201	3.92	151,062,201	3.92
Gautam S. Adani	1	0.00	1	0.00
Rajesh S. Adani	1	0.00	1	0.00
Total - PAC (c)	2,891,612,567	74.97	2,891,612,567	74.97
Grand Total (a+b+c)	2,891,612,567	74.97	2,891,612,567	74.97

* Universal Trade and Investments Ltd ('Universal'), a Mauritius company, and a part of the promoter group of Adani Power Limited, the target company holds 29,11,24,451 equity shares of Adani Power Limited. 100% shares of Universal are held by Acropolis Trade and Investments Limited ('Acropolis' - another Mauritius company). Acropolis has another wholly owned subsidiary in Mauritius viz. Dome Trade and Investment Limited ('Dome'). Dome in turn has a wholly owned subsidiary in Mauritius viz. Fervent Trade and Investment Limited ('Fervent'). Pursuant to a scheme of arrangement involving amalgamation of Fervent into Universal under the laws of Mauritius, shares carrying 67% voting rights in Universal will be held by Dome (being shareholder of Fervent) and shares carrying 33% voting rights in Universal will be held by Acropolis. Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations') provides that acquisition pursuant to inter se transfer of shares amongst a company and its subsidiary will be exempt from obligation to make open offer under Regulation 3 and 4 of SEBI Takeover Regulations. This form is therefore being filed under Regulation 10(6) of SEBI Takeover Regulations. For the purpose of this form, Dome has been regarded as Acquirer and Acropolis has been treated as transferor. As already mentioned above, Dome is a wholly owned subsidiary of Acropolis.

For Dome Trade and Investment Ltd.

Director
Date: 04-06-2020

